



Register of ASX Listing Rule Waivers

16 to 31 August 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**

**For all product enquiries, please contact:
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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	23/08/2023
ASX Code	CVB
Listed Company	CURVEBEAM AI LIMITED
Waiver Number	WLC230149-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants CurveBeam AI Limited (the 'Company') a waiver from Listing Rule 1.1 condition 12 to the extent necessary to permit the Company to have 591,939 share rights issued under an employee option plan to employees and a director with an exercise price of less than A\$0.20 per share ('Share Rughts') on issue at the time that the Company is admitted to the Official List of the ASX, on condition that the terms and conditions of the Share Rights are clearly disclosed in the Company's Replacement Prospectus.</p>
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 Share Rights will represent less than 0.01% of the ordinary shares on issue at the time of the Company's Official Listing on an undiluted basis based on maximum subscriptions. The Share Rights are fixed in number, are being issued to employees and a director to remunerate and incentivise recipients, and will only convert on satisfactory performance of the relevant milestones. It is considered that the existence of Share 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 Share Rights are clearly disclosed in the Company's Prospectus.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	28/08/2023
ASX Code	OOK
Listed Company	OOKAMI LIMITED
Waiver Number	WLC230156-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Ookami Limited (to be renamed First 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 15,000,000 performance securities with a nil exercise price ('Performance Rights') to be issued to Intermin Mines Corporation Limited in connection with the proposed acquisition of 100% of the issued share capital in First Lithium Pty Ltd on condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus.</p>
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 ASX has separately provided the Company with confirmation that the terms of the proposed Performance Rights are appropriate and equitable for the purposes of Listing Rule 6.1. This waiver is a companion to that confirmation.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.16
Date	23/08/2023
ASX Code	CVB
Listed Company	CURVEBEAM AI LIMITED
Waiver Number	WLC230149-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants CurveBeam AI Limited (the 'Company') a waiver from Listing Rule 6.16 to the extent necessary to permit the Company to have 148,600 options on issue under an employee option plan that do not comply with Listing Rule 6.16 ('Employee Options') on condition that:</p> <p>1.1 the full terms of the 2016 employee option plan ('ESOP') are released to the market as pre-quotations disclosure; and</p> <p>1.2 the Company undertakes to not issue any further securities under the ESOP which do not comply with Listing Rule 6.16.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 6.16 requires that option terms must permit the rights of option holder to be changed to comply with Listing Rules applying to a reorganisation of capital. This rule enhances compliance with the substantive rules, such as Listing Rule 7.22, and ensures that options on issue can have their terms changed in compliance with the Listing Rules in force at the time of the reorganisation of capital (if the Listing Rules have been amended).</p> <p>Present Application The Employee Options were issued at a time when the Company was not, and was not contemplating becoming, an entity listed on ASX and as such the terms of issue set out in the ESOP were not drafted to comply with the Listing Rules. The waiver is limited to options that have already been issued under the ESOP.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.21
Date	23/08/2023
ASX Code	CVB
Listed Company	CURVEBEAM AI LIMITED
Waiver Number	WLC230149-003
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants CurveBeam AI Limited (the 'Company') a waiver from Listing Rule 6.21 to the extent necessary to permit the Company to have 148,600 options on issue under an employee option plan to employees, directors and consultants that do not comply with Listing Rule 6.21 ('Employee Options') on condition that:</p> <p>1.1 the full terms of the 2016 employee option plan ('ESOP') being released to the market as pre-quotations disclosure; and</p> <p>1.2 CurveBeam undertakes to not issue any further securities under the ESOP which do not comply with Listing Rule 6.21.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 6.21 provides that options must not confer the right to a change in the exercise price or a change in the number of securities issued on exercise if it also permits a right to participate in new issues without exercising the option unless the right is permitted under Listing Rule 6.22. An option's terms must contain a statement of any rights the option holder has to a change in the exercise price of the option, or a change to the number of underlying securities over which the option can be exercised. This rule ensures that the balance between rights of holders of issued securities and holders of options is maintained.</p> <p>Present Application The Employee Options were issued at a time when the Company was not, and was not contemplating becoming, an entity listed on ASX and as such the terms of issue set out in the ESOP were not drafted to comply with the Listing Rules. The waiver is limited to options that have already been issued under the ESOP.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.22
Date	23/08/2023
ASX Code	CVB
Listed Company	CURVEBEAM AI LIMITED
Waiver Number	WLC230164-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants CurveBeam AI Limited (the 'Company') a waiver from Listing Rule 6.22 to the extent necessary to permit the Company to have 148,600 options on issue under an employee option plan to employees, directors and consultants that do not comply with Listing Rule 6.22 ('Employee Options') on condition that:</p> <p>1.1 the full terms of the 2016 employee option plan ('ESOP') being released to the market as pre-quotations disclosure; and</p> <p>1.2 CurveBeam undertaking to not issue any further securities under the ESOP which do not comply with Listing Rule 6.22.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 6.22 provides that options which confer the right to a change in exercise price or a change in the number of securities issued on exercise must do so only in accordance with a formula in the Listing Rule. This rule maintains balance between the rights of holders of issued securities and the holders of options.</p> <p>Present Application The Employee Options were issued at a time when the Company was not, and was not contemplating becoming, an entity listed on ASX and as such the terms of issue set out in the ESOP were not drafted to comply with the Listing Rules. The waiver is limited to options that have already been issued under the ESOP.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.23.2
Date	30/08/2023
ASX Code	ACB
Listed Company	A-CAP ENERGY LIMITED
Waiver Number	WLC230147-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants A-Cap Energy Limited (the 'Company') a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration without seeking shareholder approval, 54,000,000 unquoted options and 30,000,000 performance rights in connection with the proposed scheme of arrangement with Lotus Resources Ltd, on the following conditions:</p> <p>1.1 Full details of the cancellation of the unquoted options and performance rights and the consideration payable for their cancellation are set out to ASX's satisfaction in the scheme booklet; and</p> <p>1.2 The scheme is approved by security holders of the Company and a court of competent jurisdiction, and the Court's orders are lodged with the Australia Securities and Investments Commission such that the scheme become effective.</p>
Basis For Decision	<p>Underlying Policy Standard waiver in accordance with Guidance Note 17.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.23.2
Date	16/08/2023
ASX Code	ESS
Listed Company	ESSENTIAL METALS LIMITED
Waiver Number	WLC230150-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Essential Metals Limited (the 'Company') a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration without seeking shareholder approval, 3,700,002 unquoted options in connection with the proposed scheme of arrangement with Develop Global Limited (ASX:DVP), on the following conditions:</p> <p>1.1 Full details of the cancellation of the unquoted options and the consideration payable for their cancellation are set out to ASX's satisfaction in the scheme booklet; and</p> <p>1.2 The scheme is approved by security holders of the Company and a court of competent jurisdiction, and the Court's orders are lodged with the Australia Securities and Investments Commission such that the scheme become effective.</p>
Basis For Decision	<p>Underlying Policy Standard waiver in accordance with Guidance Note 17.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.23.2
Date	24/08/2023
ASX Code	MTH
Listed Company	MITHRIL RESOURCES LIMITED
Waiver Number	WLC230152-001
Decision	<p>1. Mithril Resources Limited (the 'Entity') is proposing to cancel for consideration 389,285,714 unquoted options pursuant to the scheme of arrangement occurring under the Corporations Act. Based solely on the information provided, ASX Limited ('ASX') grants the Entity a waiver from Listing Rule 6.23.2 to the extent necessary to permit the cancellation of 389,285,714 unquoted options and without shareholder approval, on the following conditions.</p> <p>1.1 Full details of the cancellation and the consideration payable are set out to ASX's satisfaction in the scheme booklet.</p> <p>1.2 The Entity's holders and a court of competent jurisdiction approve the scheme of arrangement to effect the scheme under Part 5.1 of the Corporations Act 2001 (Cth).</p>
Basis For Decision	<p>Underlying Policy Standard waiver in accordance with Guidance Note 17.</p>

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Rule Number	6.23.4
Date	30/08/2023
ASX Code	TNE
Listed Company	TECHNOLOGY ONE LIMITED
Waiver Number	WLC230160-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Technology One Limited (the 'Company') a waiver from listing rule 6.23.4 to the extent necessary to permit the Company, without shareholder approval, to amend the terms of LTI grants issued to employees under the Company's Omnibus Incentive Plan ('Options'), such that the vesting date of the Options will be aligned with the release of the Company's audited annual financial statements for the relevant financial year and that a corresponding adjustment be made to the expiry date of the Options.</p>
Basis For Decision	<p>Underlying Policy This rule sets out the circumstances in which option terms can be changed. Some terms can be changed with the approval of holders of issued ordinary securities. This ensures that an appropriate balance is maintained between the rights of holders of issued ordinary securities and the holders of options.</p> <p>Present Application The Company has requested, to amend the terms of the Options, such that the vesting date of the Options will be aligned with the release of the Company's audited annual financial statements for the relevant financial year and that a corresponding adjustment be made to the expiry date of the Options. The vesting date is expected to be brought forward by around a week but in no instance will the amendments result in an increase to the exercise period and there is no change to the vesting conditions. It is not considered that security holders would be disadvantaged by the amendment as it does not increase the rights of the holders of the Options and as such does not diminish the rights of existing shareholders. The number of options affected by the proposed amendments represent 1.18% of the Company's issued capital and therefore de minimis.</p>

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Rule Number	7.1
Date	24/08/2023
ASX Code	CXO
Listed Company	CORE LITHIUM LTD
Waiver Number	WLC230148-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Core Lithium Ltd (the 'Company') a waiver from Listing Rule 7.1 to the extent necessary to permit the Company, to issue shares under a Share Purchase Plan ('SPP') in accordance with Australian Securities and Investments Commission Corporations (Share and Interest Purchase Plans) Instrument 2019/547 ('ASIC Instrument 19/547'), without shareholder approval on the following conditions:</p> <p>1.1 the issue price of the shares offered under the SPP will be at the same issue price as the placement shares of \$0.40 announced by the Company on 16 August2023; and</p> <p>1.2 the number of shares to be issued under the SPP is not great 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. 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 (as per exception 5).</p> <p>Present Application ASIC Instrument 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.</p> <p>On 16 August2023, the Company announced that it would be conducting the SPP at the \$0.40 issue price. 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 30.2% of the 5 day VWAP on 16 August2023 (as opposed to the maximum discount allowable under the Listing Rule 7.2 exception 5 of 20%). In the interests of fairness, unrelated security holders are to be offered securities under the SPP at the same price as the placement. 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.</p>

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Rule Number	7.1
Date	22/08/2023
ASX Code	RTR
Listed Company	RUMBLE RESOURCES LIMITED
Waiver Number	WLC230159-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Rumble Resources 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 Corporations (Share and Interest Purchase Plans) Instrument 2019/547 ('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 \$0.135 issue price of shares issued under the placement ('Placement') announced by the Company on 14 August 2023; and</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 (as per Exception 5).</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. On 14 August 2023, the Company announced that it would be conducting the SPP at the \$0.135 issue price under which the Company earlier completed the Placement. 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 22.5% 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 of 20%). In the interests of fairness, unrelated security holders are to</p>

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of 20/0). In the interests of fairness, unrelated security holders are to be offered securities under the SPP at the same price as the Placement. 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	26/08/2023
ASX Code	TMG
Listed Company	TRIGG MINERALS LIMITED
Waiver Number	WLC230161-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Trigg Minerals Limited (the 'Company'), in connection with the acquisition of all of the issued capital of Rush Resources Limited ('Rush Resources') being the holder of the Drummond Gold Project in Queensland and the Lake Johnston Maggie Hays Project in Western Australia ('Rush Resources Projects') ('Proposed Transaction'), a waiver from Listing Rule 7.3.4 to the extent necessary to permit the Company not to state in its notice of meeting that it will issue up to 20,000,000 deferred consideration shares ('Deferred Consideration Shares'), of which:</p> <p>1.1 the number of Deferred Consideration Shares equal to the value of \$25,000, based on a share price which is the higher of the 5-day VWAP of the fully paid ordinary shares in TMG ('TMG Share') for the five trading days up to the date of issue of those shares and \$0.015 will be issued to LCF One Pty Ltd; and</p> <p>1.2 the remainder to be issued to Rush Resources' 15 existing shareholders (in their respective proportions) at a deemed issue price of \$0.015 per TMG Share.</p> <p>2. The waiver is granted subject to the following conditions:</p> <p>2.1 The Deferred Consideration Shares are issued no later than 2 years from the date of completion of the Proposed Transaction (and no later than 31 October 2025 being the expiry date of this waiver) and are only issued on the achievement of the Company having undertaken a minimum of 2,000 of drilling and obtaining drilling intersections which, in aggregate, indicate at least 20 metres @ 1 g/t Au (or gold equivalent) on the Rush Resources Project ('Milestone').</p> <p>2.2 The Milestone must not be varied.</p> <p>2.3 The relevant terms and conditions of the Deferred Consideration Shares are clearly set out in the notice of meeting pursuant to which the Company will seek the approval required under Listing Rule 7.1 for the Proposed Acquisition ('Notice');</p> <p>2.4 The terms of the waiver are clearly disclosed in the Notice to ASX's satisfaction;</p> <p>2.5 The maximum number of Deferred Consideration Shares to be issued is capped at 20,000,000;</p> <p>2.6 Adequate details regarding the dilutionary effect of the Deferred Consideration Shares on the Company's capital structure is included in the Notice;</p> <p>2.7 The circumstances of the Company, as determined by the ASX, have not materially changed since the Company's shareholders approved the issue of the Deferred Consideration Shares;</p> <p>2.8 If the Milestone is achieved, the achievement of the Milestone is announced to the market and the basis for the Directors determining that the Milestone has been achieved, along with the number of Deferred Consideration Shares to be issued; and</p> <p>2.9 For any annual reporting period during which the Deferred Consideration Shares are issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Deferred Consideration Shares issued during the reporting period, the number that remain to be issued and the basis on which they may be issued.</p>
Basis For Decision	Underlying Policy Listing Rule 7.3.4 requires a notice of meeting with a resolution to

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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 Milestone is 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 a maximum of 20,000,000 Deferred Consideration Shares to LCF One Pty Ltd and the shareholders of Rush Resources Limited as part consideration under acquisition agreement, to be issued upon the achievement of the Milestone no later than 2 years from the date of completion of the agreement. Shareholders will know the maximum dilution at the time of voting on the resolution. There is a sufficient degree of certainty so that shareholders are able to give their informed consent to the issue of the Deferred Consideration Shares. The extension of time requested by the Company is made for a clear and compelling commercial reason such that the Deferred Consideration Shares may be issued outside of the usual time constraints.

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Register of ASX Listing Rule Waivers

Rule Number	7.3.9
Date	22/08/2023
ASX Code	PAN
Listed Company	PANORAMIC RESOURCES LIMITED
Waiver Number	WLC230157-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Panoramic Resources Limited (Company) a waiver from Listing Rule 7.3.9 to the extent necessary to permit the Company to include a resolution in the Company's notice of meeting (Notice) to eligible shareholders under the Company's proposed Share Purchase Plan (SPP) not to include a voting exclusion statement that excludes the votes of persons who may participate in the SPP, on the following conditions:</p> <p>1.1 that the SPP is not underwritten, or if it is underwritten, the Company excludes any votes cast on that resolution by any proposed underwriter or sub-underwriter of the SPP; and</p> <p>1.2 the Notice states that any shareholders casting votes on the resolution relating to the SPP will be excluded from participating in the SPP shortfall;</p>
Basis For Decision	<p>Underlying Policy Listing Rule 7.3.9 requires a resolution for the purposes of Listing Rule 7.1 to have a voting exclusion statement excluding votes of security holders who may participate in the issue, as they may receive a benefit from the passing of the resolution that will not accrue to security holders that do not participate in the issue. The policy of excluding the votes of security holders who may participate 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 entitled to participate would mean that no votes could be counted. With such issues there is also limited scope for an individual holder to gain a disproportionate advantage from the passing of the resolution.</p> <p>Present Application The Company is conducting what is colloquially known as a security purchase plan. However, on the basis of its structure (given it involves the offer of free-attaching options), the offer does not fall within the parameters set by the ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 and accordingly the security purchase plan does not meet the criteria of Exception 5 of Listing Rule 7.2. Accordingly, the Company is proposing to seek, at a general meeting, shareholder approval for the purposes of Listing Rule 7.1 for the issue of the shares and free-attaching options proposed to be issued pursuant to the security purchase plan. As the issue of options being undertaken is one in which all shareholders may participate on an equal basis, and for which there would be an exception from the requirement for shareholder approval in Listing Rule 7.2 but for the fact ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 does not apply to the options, there is no need to exclude the votes of shareholders entitled to participate in the offer. The aggregate number of options offered by the Company, if converted to shares, would represent approximately 2.1% of issued capital (being below the 30% cap set by Exception 5 to Listing Rule 7.2).</p>

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Register of ASX Listing Rule Waivers

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Register of ASX Listing Rule Waivers

Rule Number	9.1(b)
Date	28/08/2023
ASX Code	OOK
Listed Company	OOKAMI LIMITED
Waiver Number	WLC230156-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Ookami Limited (to be Renamed First Lithium Limited) (the 'Company') a waiver from Listing Rule 9.1(b) to the extent necessary to permit the Company to apply the restrictions in paragraphs 1 and 2 of Appendix 9B (as applicable) to the ordinary shares to be issued to the existing shareholders of First Lithium Pty Ltd ("First Lithium") as follows:</p> <p>1.1 The shares issued to the shareholders of First Lithium who subscribed with cash for their shares in First Lithium respectively are treated as being held by a related party, promoter or unrelated party seed capitalists of the Company or First Lithium, as appropriate to each holder.</p> <p>1.2 Cash formula relief is applicable to those shares that are issued to persons who subscribed for their First Lithium shares for cash consideration. For the purposes of determining the length of the escrow period for shares issued to unrelated seed capitalists which are subject to 12 month escrow, the 12 month escrow period will begin on the date on which the cash subscription for their shares was made.</p> <p>1.3 For the purposes of determining the length of the escrow period for shares issued to related party or promoter seed capitalists which are subject to 24 months escrow, the 24 months escrow period will begin on the date of the reinstatement of trading in the Company's securities.</p> <p>2. Resolution 1 is conditional upon the Company acquiring 100% of the issued capital of First Lithium, and the entire business of First Lithium being acquired by the Company.</p>
Basis For Decision	<p>Underlying Policy Securities issued in certain circumstances, including in consideration for the acquisition of classified assets from related or unrelated vendors prior to an initial public offering or a re-compliance listing, are classified as restricted securities and are to be held in escrow for a certain period. Under Listing Rule 9.1(b) an entity that issues securities classified as restricted securities must apply the restrictions required by Appendix 9B of the Listing Rules. Under Listing Rule 9.1 the entity and the person who holds the restricted securities (and, where appropriate, the persons who control the holder) must enter into a restriction agreement in the form of Appendix 9A of the Listing Rules. Under Listing Rule 9.1(c), an entity that issues securities classified as restricted securities to seed capitalists and unrelated vendors must apply the restrictions required by a restriction notices as required by Appendix 9C.</p> <p>Unless ASX decides otherwise, restrictions generally do not apply to securities under Listing Rule 9.2 issued by:</p> <ul style="list-style-type: none"> an entity admitted under the profit test; an entity that has a track record of profitability or revenue that is acceptable to ASX; or an entity that, in ASX's opinion has a substantial proportion of its assets as tangible assets or assets with a readily ascertainable value. <p>Present Application The Company is acquiring 100% of the issued capital of First Lithium.</p>

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The securities of the Company issued to the First Lithium shareholders are subject to escrow restrictions in chapter 9 and Appendix 9B of the Listing Rules. The First Lithium shareholders who receive shares in the Company as consideration for the acquisition of their First Lithium shares are technically vendors of a classified asset for the purposes of their classification under Appendix 9B. ASX will apply escrow restrictions on a 'look through' basis where there is a scrip-for-scrip acquisition of an unlisted entity that holds classified assets by a listed or to-be listed entity, and the unlisted entity that is acquired by the to-be listed entity does not return capital, distribute any assets or make any unusual distributions to its shareholders before the acquisition becomes effective. A waiver is granted under Listing Rule 9.1(b) to permit the Cirrus and Node1 shareholders to be treated as seed capitalists of the Company and escrow restrictions to be applied on a 'look through' basis in relation to the consideration shares to be issued as part of the proposed transaction. Cash formula relief is applicable using the conversion ratio calculation, and will be subject to the relevant escrow period for their classification. This upholds the principle of the Listing Rule.

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Register of ASX Listing Rule Waivers

Rule Number	10.11
Date	24/08/2023
ASX Code	CXO
Listed Company	CORE LITHIUM LTD
Waiver Number	WLC230148-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Core Lithium Ltd (the 'Company') a waiver from Listing Rule 10.11 to the extent necessary to permit the eligible directors of the Company to participate ('Participating Directors') or their associates to participate in the issue of shares under the Company's security purchase plan ('SPP') in accordance with Australian Securities and Investments Commission Corporations (Share and Interest Purchase Plans) Instrument 2019/547 ('ASIC Instrument 19/547'), without shareholder approval under Listing Rule 10.11 on the following conditions:</p> <p>1.1 the issue price of the shares offered under the SPP will be at the same issue price as the placement shares of \$0.40 announced by the Company on 16 August 2023;</p> <p>1.2 the number of shares to be issued under the SPP is not great than 30% of the number of fully paid ordinary shares already on issue;</p> <p>1.3 the Participating Directors and their associates are offered shares under the SPP on the same terms as other eligible shareholders; and</p> <p>1.4 any scale back arrangements must not result in any Participating Directors or their associates being scaled back on a more favourable basis than any other eligible shareholder of a marketable parcel who is scaled back.</p>
Basis For Decision	<p>Underlying Policy 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 2001 (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 SPP (exception 4).</p> <p>Present Application Exception 4 of Listing Rule 10.12 exempts related party participation in SPP 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. The Company is conducting an SPP that complies with the ASIC Instrument 19/547. As the issue of shares under the SPP being undertaken is one in which all shareholders may participate on an equal basis, including related parties and those to which fall within the definition of a Listing Rule 10.11 party, it is considered that the related party participation in the offer of shares is consistent with the policy basis of exception 4 of Listing Rule 10.12.</p>

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Register of ASX Listing Rule Waivers

Rule Number	10.11
Date	18/08/2023
ASX Code	NAB
Listed Company	NATIONAL AUSTRALIA BANK LIMITED
Waiver Number	WLC230153-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') 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>
Basis For Decision	<p>Underlying Policy 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>Present Application 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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Rule Number	10.11
Date	22/08/2023
ASX Code	RTR
Listed Company	RUMBLE RESOURCES LIMITED
Waiver Number	WLC230159-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Rumble Resources Limited (the 'Company') a waiver from Listing Rule 10.11 to the extent necessary to permit the directors of the Company eligible to participate (the 'Participating Directors') or their associates to participate in the issue of shares under the Company's security purchase plan ('SPP'), without shareholder approval under Listing Rule 10.11 on condition that:</p> <p>1.1 the issue price of the shares offered under the SPP will be no less than the \$0.135 issue price of shares issued under the Placement announced by the Company on 14 August 2023;</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> <p>1.3 the Participating Directors and their associates are offered shares under the SPP on the same terms as other shareholders; and</p> <p>1.4 any scale back arrangements must not result in any Participating Director or associate of a Participating Director being scaled back on a more favourable basis than any other holder of a marketable parcel who is scaled back.</p>
Basis For Decision	<p>Underlying Policy 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 Exception 4 of Listing Rule 10.12 exempts related party participation in security purchase 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. The Company is conducting an SPP that complies with the Australian Securities and Investments Commission Corporations (Share and Interest Purchase Plans) Instrument 2019/547 ('ASIC Class Order 19/547'). As the issue of shares under the SPP being undertaken is one in which all shareholders may participate on an equal basis, including related parties and those to which fall within the definition of a Listing Rule 10.11 party, it is considered that the Participating Director participation in the offer of shares is consistent with the policy basis of Exception 4 of Listing Rule 10.12.</p>

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Rule Number	14.7
Date	18/08/2023
ASX Code	OOK
Listed Company	OOKAMI LIMITED
Waiver Number	WLC230155-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Ookami Limited (to be renamed First Lithium Limited) (the 'Company') a waiver from Listing Rule 14.7 to the extent necessary to permit the Company to issue:</p> <p>1.1 16,125,000 shares and 3,000,000 options to the shareholders of First Lithium Pty Ltd (other than Intermin Mines Corp);</p> <p>1.2 Up to 10,000,000 shares under the public offer component of the Company's re-compliance transaction; and</p> <p>1.3 1,800,000 options to Inyati Capital Pty Ltd, (collectively the 'Securities')</p> <p>later than three months from 27 April 2023, being the date of the general meeting at which the issue of the Securities were approved (the 'General Meeting'), on the following conditions:</p> <p>2.1 the Securities are issued prior to OOK's reinstatement to the Official List and in any event by no later than 4 September 2023;</p> <p>2.2 the Securities are issued on the same terms and conditions as approved by shareholders at the General Meeting; and</p> <p>2.3 the Company releases the terms of this waiver to the market immediately.</p>
Basis For Decision	<p>Underlying Policy Standard waiver in accordance with Guidance Note 17.</p>

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