



# **Register of ASX Listing Rule Waivers**

**16 to 31 October 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:  
- Customer Service Centre on 131 279**

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	16/10/2023
<b>ASX Code</b>	NDO
<b>Listed Company</b>	NIDO EDUCATION LIMITED
<b>Waiver Number</b>	WLC230202-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Nido Education Limited (the 'Company') a waiver of Listing Rule 1.1 condition 12 to the extent necessary for the Company to have on issue 6,414,041 zero-exercise price options subject to performance-based vesting conditions ('Free Options') proposed to be issued to employees of the Company on condition that the full terms and conditions of the Free Options are disclosed in the Company's initial public offering prospectus ('Prospectus').
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports Listing Rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b>            The Company is seeking admission to the Official List of the ASX. ASX has confirmed that the full terms of the proposed Free Options are appropriate and equitable for the purposes of Listing Rule 6.1. This waiver is a companion to that confirmation. It is considered that the existence of the Free Options will not undermine the 20 cent rule in the circumstances.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.8 condition 8(b)
<b>Date</b>	18/10/2023
<b>ASX Code</b>	MF3
<b>Listed Company</b>	METRO FINANCE 2023-1 TRUST
<b>Waiver Number</b>	WLC230203-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited in its capacity as trustee of the Metro Finance 2023-1 Trust in respect of Series 1 ('Issuer') a waiver from Listing Rule 1.8 condition 8(b) to the extent necessary to permit the Trust to be a special purpose trust constituted solely for the purpose of conducting a securitisation transaction but not solely for the purpose of issuing the class or classes of debt securities to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 1.8 condition 8(b) requires a trust to be a special purpose trust constituted solely for the purpose of issuing the class or classes of debt securities to be quoted on ASX. This is an investor protection mechanism which reduces the number of potential claimants on the assets of the trust, primarily preserving them for the benefit of holders of the quoted debt securities.</p> <p><b>Present Application</b> Although the Metro Finance 2023-1 Trust ('Trust') in respect of Series 1 ('Series') is not a special purpose trust created solely for the purpose of issuing the class of debt securities for which quotation is sought, it is a special purpose trust constituted for the purpose of conducting a securitisation transaction under which the Issuer acquired a pool of commercial auto and equipment loans, hire purchase agreements, finance leases and novated leases originated by Metro Finance Pty Ltd, using funds raised by the Issuer by issuing multiple classes of debt securities (including the class of debt security being quoted). The Issuer's business is limited by the trust deed and related documentation for the securitisation transaction. The Issuer undertakes under the transaction documents to account for the assets and liabilities of the Series separately from any other series, not to mix or commingle the assets or property of the Series with any other assets of any other series, not to apply the assets of the Series to satisfy the liabilities of any other series and not to create or allow another interest in any assets of the Series or dispose or part with possession of any assets of the Series unless expressly permitted to do so under the transaction documents for the Trust.</p> <p>The securities of the Issuer being quoted are wholesale debt securities and their terms of issue and ranking relative to other classes of securities of the Issuer (including classes not being quoted) were disclosed in an information memorandum. The debt securities have been assigned high "investment grade" ratings by two reputable credit rating agencies, providing comfort that the debt securities are subject to very low credit risk and the agencies have assessed the Trust by reference to the "bankruptcy remote" or "insolvency remote" criteria applied by those rating agencies when considering securitisation structures. These rating agency criteria are concerned with seeking to ensure that securitised assets are completely independent from the originator of the securitisation transaction and isolated from the effects of the originator's insolvency.</p> <p>Given these factors, ASX considers that there are sufficient safeguards in place for the holders of the Notes, despite the Trust not being a special purpose trust created solely for the purpose of issuing</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

# Register of ASX Listing Rule Waivers

the class of debt securities being quoted

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.8 condition 8(b)
<b>Date</b>	31/10/2023
<b>ASX Code</b>	PU6
<b>Listed Company</b>	PEPPER SPARKZ TRUST NO.6
<b>Waiver Number</b>	WLC230209-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Pepper SPARKZ Trust No.6 ('Issuer') a waiver from Listing Rule 1.8 condition 8(b) to the extent necessary to permit the Trust to be a special purpose trust constituted solely for the purpose of conducting a securitisation transaction but not solely for the purpose of issuing the class or classes of debt securities to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 1.8 condition 8(b) requires a trust to be a special purpose trust constituted solely for the purpose of issuing the class or classes of debt securities to be quoted on ASX. This is an investor protection mechanism which reduces the number of potential claimants on the assets of the trust, primarily preserving them for the benefit of holders of the quoted debt securities.</p> <p><b>Present Application</b> Although the Pepper SPARKZ Trust No.6 ('Trust') is not a special purpose trust created solely for the purpose of issuing the classes of debt securities for which quotation is sought, it is a special purpose trust constituted for the purpose of conducting a securitisation transaction under which the Issuer acquired a pool of asset finance receivables originated by Pepper Asset Finance Limited using funds raised by the Issuer by issuing multiple classes of debt securities (including the two classes of debt securities being quoted). The Issuer's business is limited by the trust deed and related documentation for the securitisation transaction. The Issuer undertakes under the transaction documents not to do anything which is not part of the business of the Trust (without the security trustee's consent), not to create any encumbrances over the collateral of the Trust (other than as contemplated by the transaction documents) and not to commingle the collateral of the Trust with any of its other assets (including the collateral of any other trust) or the assets of any other person.</p> <p>The securities of the Issuer being quoted are wholesale debt securities and their terms of issue and ranking relative to other classes of securities of the Issuer (including classes not being quoted) were disclosed in an information memorandum. The debt securities being quoted have been assigned high "investment grade" ratings by a reputable credit rating agency, providing comfort that the debt securities are subject to very low credit risk and the agency has assessed the Trust by reference to the "bankruptcy remote" or "insolvency remote" criteria applied by the rating agency when considering securitisation structures. These rating agency criteria are concerned with seeking to ensure that securitised assets are completely independent from the originator of the securitisation transaction and isolated from the effects of the originator's insolvency. Given these factors, ASX considers that there are sufficient safeguards in place for the holders of the Notes to be quoted on ASX, despite the Trust not being a special purpose trust created solely for the purpose of issuing the classes of debt securities being quoted</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

# Register of ASX Listing Rule Waivers

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.8 condition 11
<b>Date</b>	18/10/2023
<b>ASX Code</b>	MF3
<b>Listed Company</b>	METRO FINANCE 2023-1 TRUST
<b>Waiver Number</b>	WLC230203-002
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited as trustee of the Metro Finance 2023-1 Trust in respect of Series 1 ('Issuer') a waiver from Listing Rule 1.8 condition 11 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> 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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.8 condition 11
<b>Date</b>	31/10/2023
<b>ASX Code</b>	PU6
<b>Listed Company</b>	PEPPER SPARKZ TRUST NO.6
<b>Waiver Number</b>	WLC230209-002
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Pepper SPARKZ Trust No.6 ('Issuer') a waiver from Listing Rule 1.8 condition 11 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> The entity's 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><b>Present Application</b> 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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED





# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	2.1 condition 3
<b>Date</b>	18/10/2023
<b>ASX Code</b>	MF3
<b>Listed Company</b>	METRO FINANCE 2023-1 TRUST
<b>Waiver Number</b>	WLC230203-003
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited as trustee of the Metro Finance 2023-1 Trust in respect of Series 1 ('Issuer') a waiver from Listing Rule 2.1 condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the notes to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> 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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	2.1 condition 3
<b>Date</b>	31/10/2023
<b>ASX Code</b>	PU6
<b>Listed Company</b>	PEPPER SPARKZ TRUST NO.6
<b>Waiver Number</b>	WLC230209-003
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Pepper SPARKZ Trust No.6 ('Issuer') a waiver from Listing Rule 2.1 condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the Notes to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> 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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.2
<b>Date</b>	19/10/2023
<b>ASX Code</b>	TMT
<b>Listed Company</b>	TECHNOLOGY METALS AUSTRALIA LIMITED
<b>Waiver Number</b>	WLC230208-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Technology Metals Australia 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 5,425,000 unquoted options with an exercise price of \$0.60 and expiry date of 30 June 2025 in connection with the proposed scheme of arrangement with Australian Vanadium Limited on the following conditions:</p> <ol style="list-style-type: none"> <li>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</li> <li>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 becomes effective.</li> </ol>
<b>Basis For Decision</b>	<p>Underlying Policy Standard waiver in accordance with Guidance Note 17</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.3
<b>Date</b>	18/10/2023
<b>ASX Code</b>	HLA
<b>Listed Company</b>	HEALTHIA LIMITED
<b>Waiver Number</b>	WLC230205-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Healthia Limited (the 'Company'), in connection with the proposed scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) between the Company and its shareholders (the 'Scheme') in which all of the issued ordinary shares in the Company will be acquired by Harold BidCo Pty Ltd ACN 670 606 827 ('Bidder'), a waiver from Listing Rule 6.23.3 to the extent necessary to permit the Company to accelerate, without shareholder approval, the vesting, or waive any vesting conditions or vesting periods applying to, any or all of the unvested performance rights ('Outstanding Performance Rights'), on the following conditions:</p> <ol style="list-style-type: none"> <li>1. the full details of the proposed treatment of the Outstanding Performance Rights are set out to ASX's satisfaction in the Scheme Booklet; and</li> <li>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.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 6.23.3 stipulates that changes to options, which have the effect of reducing the exercise price, increasing the exercise period or increasing the number of securities received on exercise is prohibited. These terms are considered to be so fundamental and integral to the terms of the options when granted that they cannot be changed even with the approval of shareholders. These option terms determine the intrinsic value (if any) which may be attributed to the options. The valuation of the options and investors' decisions whether to buy, hold, sell, or exercise, the options depends upon investors having certainty as to the terms of the options. To ensure the integrity of the market any changes to the fundamental terms of the options are prohibited.</p> <p><b>Present Application</b> The Company has entered into a Scheme, which will result in the Bidder acquiring all of the issued shares in the Company. Under certain employee incentive plans, the Company's board of directors has specific discretion to accelerate the vesting and determine the exercise of unexercised options upon a 'control event'. The holders of the Company's shares will not be disadvantaged by the accelerated vesting of the Outstanding Performance Rights prior to the record date of the Scheme. The waiver is granted on the condition that shareholders of the Company and the Court approve the Scheme. The arrangements in relation to the accelerated vesting will be disclosed in the scheme booklet dispatched to the Company's shareholders, such that shareholders will have the benefit of disclosure in respect of these arrangements and are fully informed when determining whether or not to approve the Scheme.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.3
<b>Date</b>	25/10/2023
<b>ASX Code</b>	TLG
<b>Listed Company</b>	TALGA GROUP LTD
<b>Waiver Number</b>	WLC230216-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Talga Group Ltd (the 'Company') a waiver from Listing Rule 6.23.3 to the extent necessary to permit the Company to amend the performance hurdles and extend the milestone dates and expiry dates ('Amendments') of 7,000,000 options and 2,100,000 performance rights subject to the following conditions:</p> <ol style="list-style-type: none"> <li>1. the Company obtains security holder approval for the Amendments.</li> <li>2. the notice of meeting seeking such security holder approval includes explanatory information to the satisfaction of ASX, including, at a minimum, a clear explanation of the rationale for the proposed Amendments so that holders can make an informed assessment whether or not to approve the Amendments.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing Rule 6.23.3 stipulates that changes to option terms which have the effect of reducing the exercise price, increasing the exercise period or increasing the number of securities received on exercise are prohibited. These terms are considered to be so fundamental and integral to the terms of the options when granted that they cannot be changed even with the approval of shareholders. These option terms determine the intrinsic value (if any) which may be attributed to the options. The valuation of the options and investors' decisions whether to buy, hold, sell, or exercise the options depends upon investors having certainty as to the terms of the options. To ensure the integrity of the market, any changes to the fundamental terms of the options are prohibited</p> <p><b>Present Application</b>  The Company has sought a waiver from Listing Rule 6.23.3 to enable it to amend the terms of certain options and performance rights, which were issued under the Company's employee securities incentive plan. The number of options and performance rights is considered de minimis (being 2.5% of issued capital on an undiluted basis). The Company will seek shareholder approval for the proposed changes to the milestones, milestone dates and expiry dates. Full details will be provided in the Notice of Meeting including the Company's reasons and rationale for the proposed changes. It is proposed to grant the waiver conditional on the Company's shareholders approving the changes</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	25/10/2023
<b>ASX Code</b>	BNL
<b>Listed Company</b>	BLUE STAR HELIUM LIMITED
<b>Waiver Number</b>	WLC230215-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Blue Star Helium Limited (the 'Company') a waiver from Listing Rule 7.1 to the extent necessary to permit the Company to without shareholder approval, 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> <ol style="list-style-type: none"> <li>1. the issue price of the shares offered under the SPP will be no less than the \$0.021 issue price of shares issued under the placement ('Placement') announced by the Company on 16 October 2023; and</li> <li>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.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit 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><b>Present Application</b> 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.</p> <p>On 16 October 2023, the Company announced that it would be conducting an SPP at the \$0.021 issue price being the same price at which it is conducting a Placement, in the interests of fairness. 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 23.6% 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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

## Register of ASX Listing Rule Waivers

opposed to the maximum discount allowable under the SPP exception of 20%). In the interests of fairness, related 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. On the basis that the SPP pricing is the same as the Placement, ASX proposes to grant the Company with the waiver of Listing Rule 7.1.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	30/10/2023
<b>ASX Code</b>	BCB
<b>Listed Company</b>	BOWEN COKING COAL LIMITED
<b>Waiver Number</b>	WLC230221-001
<b>Decision</b>	Based solely on the information provided, ASX grants Bowen Coking Coal Limited (the 'Entity') a waiver from Listing Rule 7.1 on the terms set out in paragraph 5 of the Annexure to Guidance Note 17 in force at the date of this waiver
<b>Basis For Decision</b>	Underlying Policy Standard waiver in accordance with Guidance Note 17

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED





# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	25/10/2023
<b>ASX Code</b>	LTR
<b>Listed Company</b>	LIONTOWN RESOURCES LIMITED
<b>Waiver Number</b>	WLC230214-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Liontown 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 ('ASIC') Class Order 19/547 on the following conditions:</p> <ol style="list-style-type: none"> <li>1. The issue price of the shares under the SPP will be the placement price announced by the Company on 19 October 2023 (being \$1.80 per share); and</li> <li>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.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval</p> <p><b>Present Application</b> 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. 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 19 October 2023 the Company announced a placement and the SPP. In order to match the placement price, in the interests of fairness the SPP permits securities to be issued at the same price as under the placement, which exceeds the maximum allowable discount under the exception 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. On the basis that the SPP pricing is the same as the placement, ASX proposes to grant the Company with the waiver of Listing Rule 7.1.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.3.4
<b>Date</b>	27/10/2023
<b>ASX Code</b>	BC8
<b>Listed Company</b>	BLACK CAT SYNDICATE LIMITED
<b>Waiver Number</b>	WLC230219-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Black Cat Syndicate Limited (the 'Company') a waiver from Listing Rule 7.3.4 to the extent necessary to permit the Company in its notice of meeting seeking shareholder approval for the issue of up to 200,000,000 placement shares to Fuyang Mingjin New Energy Developments Co., Ltd and Southeast Mingqing Supply Chain (Fuyang) Co., Ltd, upon approval (or non-objection) under the Foreign Acquisitions and Takeovers Act 1975 (Cth) by the Foreign Investment Review Board and overseas direct investment regulatory approval from Chinese regulatory authorities, the National Development and Reform Commission, the State Administration of Foreign Exchange and the Department of Commerce ('Approval Milestone') ('Placement Shares'), not to state that the Placement Shares will be issued within three months from the date of the shareholder meeting, on the following conditions:</p> <ol style="list-style-type: none"> <li>1. The Placement Shares are to be issued as soon as practicable following the satisfaction of the Approval Milestone, and in any event no later than 31 March 2024.</li> <li>2. The Approval Milestone must not be varied.</li> <li>3. The maximum number of Placement Shares to be issued is to be capped at 200,000,000.</li> <li>4. Adequate details regarding the dilutionary effect of the Placement Shares on the Company's capital structure be included in the Company's notice of meeting.</li> <li>5. For any annual reporting period during which the Placement Shares remain to be issued, the Company's annual report sets out the number of Placement Shares that remain to be issued and the basis on which the Placement Shares may be issued.</li> <li>6. In any half year or quarterly report for a period during which the Placement Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Placement Shares issued during the reporting period or remain to be issued and the basis on which the Placement Shares may be issued.</li> <li>7. The Company's notice of meeting contains the material terms and conditions of the placement agreement pursuant to which the Placement Shares are to be issued as well as the conditions of this waiver.</li> </ol>
<b>Basis For Decision</b>	<p>Underlying Policy  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 three (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.  Where a listed entity has entered into a commercial transaction which calls for the issue of securities as consideration at future times that</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

## Register of ASX Listing Rule Waivers

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 200,000,000 Placement Shares to Fuyang Mingjin New Energy Developments Co., Ltd and Southeast Mingqing Supply Chain (Fuyang) Co., Ltd, as part of a \$45 million funding package consisting of two (2) share placements. The Placement Shares are intended to be issued upon approval (or non-objection) under the Foreign Acquisitions and Takeovers Act 1975 (Cth) by the Foreign Investment Review Board and overseas direct investment regulatory approval from Chinese regulatory authorities, the National Development and Reform Commission, the State Administration of Foreign Exchange and the Department of Commerce. 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 Placement Shares. The time proposed for the issue of the Placement Shares is in line with precedents granted in similar circumstances

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

<b>Rule Number</b>	7.3.4
<b>Date</b>	20/10/2023
<b>ASX Code</b>	MAP
<b>Listed Company</b>	MICROBA LIFE SCIENCES LIMITED
<b>Waiver Number</b>	WLC230206-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Microba Life Sciences Limited (the 'Company') a waiver from Listing Rule 7.3.4 to the extent necessary to permit the Company to in its notice of meeting (the 'Notice') seeking shareholder approval for the issue of up to £1,500,000 worth of shares in the Company ('Deferred Consideration Securities') to be issued on the achievement of the relevant milestones ('Milestones') as consideration under a Share Purchase Agreement with the shareholders and optionholders of Invivo Clinical Limited ('Invivo') to not state that the issue of the Deferred Consideration Securities will occur no later than 3 months from the date of the shareholder meeting ('Meeting'), on the following conditions:</p> <ol style="list-style-type: none"> <li>1. The Deferred Consideration Securities are to be issued upon satisfaction of the relevant Milestones and in any event no later than 30 June 2026.</li> <li>2. The terms of the Deferred Consideration Securities must not be varied.</li> <li>3. The maximum number of Deferred Consideration Securities to be issued is capped at 15,000,000 for each of the Year 1 Earn-Out and the Year 2 Earn-Out.</li> <li>4. Adequate details regarding the dilutionary effect of the Deferred Consideration Securities on the Company's capital structure and adequate examples regarding the Milestones relating to the Deferred Consideration Securities are included in the Notice to ASX's satisfaction.</li> <li>5. For any annual reporting period during which any of the Deferred Consideration Securities have been issued or any of them remain to be issued, the Company's annual report sets out the number of Deferred Consideration Securities issued in that annual reporting period, the number of Deferred Consideration Securities that remain to be issued and the basis on which the Deferred Consideration Securities may be issued.</li> <li>6. The Company's notice of meeting contains the material terms and conditions of the Share Sale and Purchase Agreement with Invivo as well as the conditions of this waiver.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></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.</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 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</p>

## Register of ASX Listing Rule Waivers

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 a maximum of 15,000,000 Deferred Consideration Securities to the shareholders of Invivo as part consideration under its agreement, to be issued upon the achievement of the relevant milestones directly relating to the growth of revenue of Invivo. The reasons for the deferred issue accords with the example given in footnote 199 in ASX Guidance Note 21. Shareholders will be apprised of both the maximum dilution and the milestones to be achieved before the securities are issued at the time of voting on the resolutions. The extension of time requested by the Company is appropriate in the circumstances.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.2
<b>Date</b>	18/10/2023
<b>ASX Code</b>	MF3
<b>Listed Company</b>	METRO FINANCE 2023-1 TRUST
<b>Waiver Number</b>	WLC230203-004
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited as trustee of the Metro Finance 2023-1 Trust in respect of Series 1 ('Issuer') 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 to Listing Rule 2.1, condition 3 operates.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            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 (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b>            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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.2
<b>Date</b>	31/10/2023
<b>ASX Code</b>	PU6
<b>Listed Company</b>	PEPPER SPARKZ TRUST NO.6
<b>Waiver Number</b>	WLC230209-004
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Pepper SPARKZ Trust No.6 ('Issuer') 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 to Listing Rule 2.1 condition 3 operates.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            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 (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b>            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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.10
<b>Date</b>	18/10/2023
<b>ASX Code</b>	MF3
<b>Listed Company</b>	METRO FINANCE 2023-1 TRUST
<b>Waiver Number</b>	WLC230203-005
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited as trustee of the Metro Finance 2023-1 Trust in respect of Series 1 ('Issuer') a waiver from Listing Rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is two 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
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in Listing Rule 8.10. 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><b>Present Application</b> 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 two 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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED





# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.10
<b>Date</b>	31/10/2023
<b>ASX Code</b>	PU6
<b>Listed Company</b>	PEPPER SPARKZ TRUST NO.6
<b>Waiver Number</b>	WLC230209-005
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Pepper SPARKZ Trust No.6 ('Issuer') 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
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> 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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.21
<b>Date</b>	18/10/2023
<b>ASX Code</b>	MF3
<b>Listed Company</b>	METRO FINANCE 2023-1 TRUST
<b>Waiver Number</b>	WLC230203-006
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited as trustee of the Metro Finance 2023-1 Trust in respect of Series 1 ('Issuer') a waiver from Listing Rule 8.21 to the extent necessary to permit the Issuer to not do the following:</p> <ol style="list-style-type: none"> <li>1. In respect of transactions settled outside CHESS, mark transfer forms as required by Appendix 8A; or</li> <li>2. In respect of transactions settled in Austraclear, send confirmation of a change of address to a security holder at their address.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must comply with Appendix 8A which outlines the time limits for CHESS 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><b>Present Application</b> 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 CHESS.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.21
<b>Date</b>	31/10/2023
<b>ASX Code</b>	PU6
<b>Listed Company</b>	PEPPER SPARKZ TRUST NO.6
<b>Waiver Number</b>	WLC230209-006
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Pepper SPARKZ Trust No.6 ('Issuer') a waiver from Listing Rule 8.21 to the extent necessary to permit the Issuer to not do the following:</p> <ol style="list-style-type: none"> <li>1. in respect of transactions that are settled outside of CHESSE, mark transfer forms as required by Appendix 8A;</li> <li>2. in respect of transactions that are settled within the Austraclear systems, send confirmation of a change of address to a security holder at the holder's old address.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> 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>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

<b>Rule Number</b>	10.1
<b>Date</b>	27/10/2023
<b>ASX Code</b>	DCL
<b>Listed Company</b>	DOMACOM LIMITED
<b>Waiver Number</b>	WLC230220-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants DomaCom Limited (the 'Company') a waiver from Listing Rule 10.1 to the extent necessary to permit the Company to extend security proposed to be granted over the assets of the Company ('Security Interest') in favour of note holders ('Note Holders') with respect to a convertible note facility with a principal amount of up to \$7,576,021 ('Convertible Note Facility') through the issue of up to 7,576,021 secured convertible notes ('New Notes') to various parties including Halo Technologies Holdings Ltd ('Substantial Holder') and Grahame David Evans &amp; Catherine Jane Evans as trustees for the Evans Family Superannuation Fund (Related Party) with respect to certain indebtedness owed by the Company to the Note Holders (including the Substantial Holder and Related Party) under the Convertible Note Facility without shareholder approval, on the following conditions:</p> <ol style="list-style-type: none"> <li>1. the Company releases an announcement to the market that provides: <ol style="list-style-type: none"> <li>1.1 the material terms of the Convertible Note Facility, the Security Interest and this waiver from Listing Rule 10.1; and</li> <li>1.2 a description of the reasons why the Company has chosen to obtain the financial accommodation from the 10.1 party, rather than a lender that is not a Listing Rule 10.1 party and the steps the board has taken to satisfy itself that the transaction is being entered into on arm's length terms and is fair and reasonable from the perspective of the holders of the Company's ordinary securities;</li> </ol> </li> <li>2 the Security Interest documents expressly provide that: <ol style="list-style-type: none"> <li>2.1 the Security Interest is limited to the funds due under the Convertible Note Facility;</li> <li>2.2 the Security Interest will be discharged when the funds due under the Convertible Note Facility have been repaid in full;</li> <li>2.3 in the event the Security Interest is enforced, the assets can only be disposed of to the Listing Rule 10.1 party or an associate of the Listing Rule 10.1 party if the disposal is first approved by the Company's security holders under Listing Rule 10.1; and</li> <li>2.4 otherwise, if the holder of the Security Interest exercises, or appoints a receiver, receiver and manager or analogous person to exercise, any power of sale under the Security Interest, the assets must be sold to an unrelated third party on arm's length commercial terms and the net proceeds of sale distributed to the Listing Rule 10.1 party in accordance with their legal entitlements;</li> </ol> </li> <li>3 any variation to the terms of the Convertible Note Facility or the Security Interest which: <ol style="list-style-type: none"> <li>3.1 advantages the Listing Rule 10.1 party in a material respect;</li> <li>3.2 disadvantages the Company in a material respect; or</li> <li>3.3 is inconsistent with the terms of the waiver,</li> </ol> must be subject to security holder approval under Listing Rule 10.1; and </li> <li>4 for each year while they remain on foot, a summary of the material terms of the Convertible Note Facility and the Security Interest is included in the related party disclosures in the Company's audited annual accounts.</li> </ol>
<b>Basis For Decision</b>	<p>Underlying Policy Listed entities are required to obtain the approval of security holders</p>

## Register of ASX Listing Rule Waivers

for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provision of the Corporations Act 2001 (Cth) (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).

### Present Application

The Company is granted a waiver from Listing Rule 10.1 to enable it to grant the Security Interest in favour of the Listing Rule 10.1 party, subject to a number of conditions, including that the Security documents provide that in the event the Security is exercised, neither the Listing Rule 10.1 party nor any of its associates are entitled to acquire the assets without the Company first complying with any applicable Listing Rules, including Listing Rule 10.1. This condition provides a sufficient safeguard against value-shifting to the Listing Rule 10.1 party.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

<b>Rule Number</b>	10.11
<b>Date</b>	25/10/2023
<b>ASX Code</b>	BNL
<b>Listed Company</b>	BLUE STAR HELIUM LIMITED
<b>Waiver Number</b>	WLC230215-002
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Blue Star Helium Limited (the 'Company') a waiver from Listing Rule 10.11 to the extent necessary to permit the directors of the Company and their associates eligible to participate (the 'Participating Directors') 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> <ol style="list-style-type: none"> <li>1. the issue price of the shares offered under the SPP will be no less than the \$0.021 issue price of shares issued under the Placement announced by the Company on 16 October 2023;</li> <li>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;</li> <li>3. the Participating Directors and their associates are offered shares under the SPP on the same terms as other shareholders; and</li> <li>4. any scale back arrangements must not result in any director or associate of a director being scaled back on a more favourable basis than any other holder of a marketable parcel who is scaled back.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> 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. On 16 October 2023 the Company announced a Placement and SPP. In order to match the Placement price, in the interests of fairness the SPP permits securities to be issued at the same price as under the Placement. The SPP 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 director and their nominees' participation in the offer of shares is consistent with the policy basis of Exception 4 of Listing Rule 10.12. On the basis that the SPP pricing is the same as the Placement, ASX proposes to grant the Company with the waiver of Listing Rule 10.11.</p>

# Register of ASX Listing Rule Waivers

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.11
<b>Date</b>	25/10/2023
<b>ASX Code</b>	JDO
<b>Listed Company</b>	JUDO CAPITAL HOLDINGS LIMITED
<b>Waiver Number</b>	WLC230211-001
<b>Decision</b>	<p>Based solely on the information provided, in relation to the offer by Judo Capital Holdings Limited (the 'Company') of convertible, subordinated, non-cumulative, perpetual debt securities ('Capital Notes') (the 'Offer'), ASX Limited ('ASX') grants the Company a waiver from Listing Rule 10.11 to the extent necessary to permit the directors of the Company and their associates to participate in the Offer and to be issued Capital Notes without shareholder approval, on the following conditions.</p> <ol style="list-style-type: none"> <li>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.</li> <li>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 the Capital Notes.</li> <li>3. The Company releases the terms of the waiver to the market when it announces the Offer.</li> <li>4. When the Capital Notes are issued, the Company announces to the market the total number of Capital Notes issued to the directors and their associates in aggregate under the Offer.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 10.11 requires the approval of security holders to issue securities to a related party. This rule is directed at preventing a related party from obtaining securities on advantageous terms and increasing their holding proportionate to other holders. Only un-associated security holders' votes are counted where such approval is sought. This protects security holders' interests by supplementing the related party provisions of the Corporations Act (and whatever related party provisions apply to foreign entities).</p> <p><b>Present Application</b> The Company proposes to make an offer of Capital Notes under a prospectus. Directors of the Company and their associates (who are related parties of the Company) propose to participate in the public offer on the same terms as un-associated investors. A waiver is granted to permit directors and their associates to collectively participate in the Offer subject to an aggregate cap of no more than 0.2% of the Capital Notes 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 must be disclosed to the market.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED





# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.11
<b>Date</b>	25/10/2023
<b>ASX Code</b>	LTR
<b>Listed Company</b>	LIONTOWN RESOURCES LIMITED
<b>Waiver Number</b>	WLC230214-002
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Liontown Resources 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 ASIC Instrument 19/547 on the following conditions:</p> <ol style="list-style-type: none"> <li>1. the issue price of the shares under the SPP will be no less than the issue price of \$1.80 per share under the placement announced by the Company on 19 October 2023;</li> <li>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;</li> <li>3. directors and their associates are offered shares under the SPP on the same terms as other shareholders; and</li> <li>4. any scale back arrangements must not result in any director or associate of a director being scaled back on a more favourable basis than any other holder of a marketable parcel who is scaled back.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> 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. On 19 October 2023 the Company announced a placement and the SPP. In order to match the placement price, in the interests of fairness the SPP permits securities to be issued at the same price as under the placement. The SPP 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 is one in which all shareholders may participate on an equal basis, including related parties and those who 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. On the basis that the SPP pricing is the same as the placement, ASX proposes to grant the Company with the waiver of Listing Rule 10.11</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

# Register of ASX Listing Rule Waivers

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

<b>Rule Number</b>	10.13.5
<b>Date</b>	25/10/2023
<b>ASX Code</b>	EDE
<b>Listed Company</b>	EDEN INNOVATIONS LTD
<b>Waiver Number</b>	WLC230213-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Eden Innovations Ltd (the 'Company') a waiver from Listing Rule 10.13.5 to the extent necessary to permit the Company's notice of meeting ('Notice') seeking approval for the issue of up to \$54,000 worth of shares to Mr Allan Larsen ('Remuneration Shares') not to state that the Remuneration Shares will be issued no later than one month after the meeting, subject to the following conditions:</p> <ol style="list-style-type: none"> <li>1. the Notice states that the Remuneration Shares will be issued by no later than 7 June 2024;</li> <li>2. the Notice includes a worked example of the dilution that will occur to existing shareholders of the Company as a result of the issue of the Remuneration Shares at three different prices;</li> <li>3. the Company's annual report for any period during which the Remuneration Shares are issued, discloses details of the number of Remuneration Shares that were issued, including the percentage of the Company's issued capital represented by those Remuneration Shares; and</li> <li>4. the terms of this waiver are disclosed in the Notice.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining shares on advantageous terms and increasing the related party's holding proportionate to other holdings. Unless one of the exceptions under Listing Rule 10.12 applies, a listed entity must seek shareholder approval before it can issue shares to a related party. Listing Rule 10.13 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities to a related party. In particular, Listing Rule 10.13.5 requires the date by which the entity will issue the securities and this date must be no later than 1 month after the date of the meeting. This rule ensures that an issue of securities to a related party that has been approved by security holders is made within a reasonable timeframe following the approval, so that that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p><b>Present Application</b> The Company proposes to seek security holder approval for the issue of Remuneration Shares to one of its non-executive directors as part of their remuneration for the financial year ending 30 June 2024. The maximum time to issue the Remuneration is fixed. The issue price of the Remuneration Shares is determined by a future share price calculated based on the 10-Day VWAP, which will represent a non-significant portion of the Company's undiluted issued capital. A waiver is considered appropriate on the basis that the maximum time for the issue of the Remuneration Shares is fixed, the percentage of issued capital the Remuneration Shares will represent is small and the purpose of the issue is for director remuneration. The waiver of Listing Rule 10.13.5 is granted on the condition that the securities are issued by no later than 7 July 2024, the Notice includes examples of the dilution effect on the issued capital of the Company as a result of the issue of the Remuneration Shares at three different prices, the terms</p>

# Register of ASX Listing Rule Waivers

of the waiver are disclosed in the Notice and the annual report discloses details of the relevant securities that have been issued

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.13.5
<b>Date</b>	27/10/2023
<b>ASX Code</b>	SI6
<b>Listed Company</b>	SI6 METALS LIMITED
<b>Waiver Number</b>	WLC230218-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Si6 Metals Limited (the 'Company') a waiver from Listing Rule 10.13.5 to the extent necessary to permit the Company's notice of general meeting ('Notice') to approve the issue of 209,000,000 shares, 209,000,000 options with an exercise price of \$0.01 expiring 30 June 2027, and 209,000,000 attaching options exercisable at \$0.02 expiring 30 June 2027 ('Consideration Securities') to Foxfire Metals Pty Ltd ('Vendor') in consideration for the transfer of the Vendor's Brazilian tenements ('Tenements') not to state that the Consideration Securities will be issued no later than one month after the date of the annual general meeting ('AGM'), and subject to the following conditions.</p> <ol style="list-style-type: none"> <li>1. the Notice states that the Consideration Securities will be issued to the Vendor no later than the earlier of:</li> <li>2. completion of the transfer of the Tenements from the Vendor to an incorporated joint venture vehicle controlled by the Company and the Vendor; or</li> <li>3. 3 months after the date of the meeting.</li> <li>4. the terms of the waiver are clearly disclosed in the Notice.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining shares on advantageous terms and increasing the related party's holdings proportionate to other holdings. Unless one of the exceptions under Listing Rule 10.12 applies, a listed entity must seek shareholder approval before it can issue shares to a related party. Listing Rule 10.13 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities to a related party. In particular, Listing Rule 10.13.5 requires the date by which the entity will issue the securities and this date must be no later than 1 month after the date of the meeting. This rule ensures that an issue of securities to a related party that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p><b>Present Application</b> The Company seeks to obtain shareholder approval to issue 209,000,000 shares, 209,000,000 options with an exercise price of \$0.01 expiring 30 June 2027, and 209,000,000 piggyback options exercisable at \$0.02 expiring 30 June 2027 ('Consideration Securities') to Foxfire Metals Pty Ltd ('Vendor'), a substantial (10%+) holder in the entity. The Consideration Securities are intended to be issued to the Vendor subject to shareholder approval for the purpose of Listing Rule 10.11. The Company requires a period of 3 months after its annual general meeting ('AGM') to issue the Consideration Securities, as the obligation to issue the same triggers upon satisfaction of certain conditions precedent, including the registration of transfer of tenements from the Vendor to an incorporated joint venture entity. The external regulatory processes required to complete the transfer of the tenements are beyond the control of the</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

# Register of ASX Listing Rule Waivers

Company and are not expected to be completed within 1 month of the AGM.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	14.7
<b>Date</b>	25/10/2023
<b>ASX Code</b>	DTZ
<b>Listed Company</b>	DOTZ NANO LIMITED
<b>Waiver Number</b>	WLC230217-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ('ASX') grants Dotz Nano Limited (the 'Company') a waiver from Listing Rule 14.7 to the extent necessary to permit the Company to issue Southern Israel Bridging Fund (or its nominee(s)) 5,587,500 fully paid ordinary fully paid shares and 2,793,750 options exercisable at \$0.35 each with an expiry date of two years from the date they are issued (together, the 'Securities'), in the Company later than one month after the date of shareholder approval obtained on 14 September 2023, on the following conditions:</p> <ol style="list-style-type: none"> <li>1. The Securities are issued in accordance with the terms set out in the Company's notice of meeting for the extraordinary general meeting ('EGM') held on 14 September 2023;</li> <li>2. The issue of the shares occurs no later than 31 October 2023;</li> <li>3. The Company updates the market as to the reason for the delay;</li> </ol> <p>and</p> <ol style="list-style-type: none"> <li>4. The terms of the waiver are released to the market immediately.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If a notice of meeting states that an entity will do something that the Listing Rules require it to do, the entity must do that thing. This supports the integrity of Listing Rule requirements that forbid a listed entity from taking a particular action unless it has obtained the prior approval of ordinary security holders, and require the giving to security holders of specific information about the proposed action in order for such approval to be validly obtained.</p> <p><b>Present Application</b> Listing Rule 14.7 ensures that an issue of securities approved by security holders conforms to the terms on which security holder approval for the issue was obtained. The notice of EGM stated that the Securities would be issued within one month of the date of the EGM in accordance with Listing Rule 10.13.5. The Securities have not been issued because of a delay in finalising their issue caused by the sudden outbreak of conflict in Israel and Gaza on 7 October 2023. The extension is short, and the Company has confirmed that its circumstances have not materially changed and are not likely to materially change. In addition, the Securities represent a small percentage of total capital on issue and there are no material changes to the terms of their issue</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED