



## **Register of ASX Listing Rule Waivers**

**1 to 15 April 2008**

**The purpose of this register is to record when ASX has exercised its discretion and granted a waiver from the ASX Listing rules. Waivers are published bi-monthly and include information such as:**

- Organisation**
- Rule Number**
- Decision Details**
- Basis for Decision**

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<b>Rule Number</b>	3.20
<b>Date</b>	10/04/2008
<b>ASX Code</b>	WES
<b>Listed Company</b>	WESFARMERS LIMITED
<b>Waiver Number</b>	WLC080104-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Wesfarmers Limited (the "Company") waivers from listing rules 3.20, 7.1, 7.40 and 10.11 to the extent necessary to permit the Company to issue securities in the Company pursuant to an Accelerated Renounceable Pro-Rata Entitlements Issue with Dual bookbuilds to raise up to approximately \$2.5 billion (the "Rights Offer") without shareholder approval and according to a timetable adopted by the Company, on the following conditions and subject to the final timetable adopted being acceptable to ASX).</p> <p>1.1 There is a record date for the Rights Offer (the "Record Date"). The Record Date must be no fewer than 4 clear business days after the date the Rights Offer is announced.</p> <p>1.2 On or before the Record Date, shareholders selected by the Company or the Underwriters, and who are believed by the Company or the Underwriters to the Rights Offer to be persons to whom offers of securities may be made without a disclosure document in accordance with Chapter 6D of the Corporations Act 2001 ("Exempt Investors") may be offered a number of securities at least equal to their pro rata allocation of the Rights Offer ("Institutional Offer"). The offer need not be made to shareholders to whom the Company would be permitted not to extend a pro rata offer under listing rule 7.7.1 ("Foreign Excluded Investors").</p> <p>1.3 Entitlements not taken up by Exempt Investors in the Institutional Offer, and, if the Underwriters determine, entitlements which would have been offered to Foreign Excluded Investors, may be offered to other Exempt Investors (including Exempt Investors who are not currently shareholders) through a bookbuild process conducted and completed on or before the Record Date ("Institutional Bookbuild").</p> <p>1.4 Exempt Investors and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations under the Rights Offer reduced accordingly.</p> <p>1.5 All shareholders, other than shareholders who were offered securities in the Institutional Offer and Foreign Excluded Investors, are offered a number of shares at least equal to their pro rata allocations of the issue (the "Retail Offer"). The offer need not be made to shareholders to whom the Company would be permitted not to extend a pro rata offer under listing rule 7.7.1 ("Foreign Retail Excluded Investors").</p> <p>1.6 Entitlements not taken up in the Retail Offer, and, if the Underwriters determine, entitlements which would have been offered to Foreign Retail Excluded Investors, may be offered to Exempt Investors (including Exempt Investors who are not currently shareholders) through a bookbuild process immediately following the close of the Retail Offer.</p> <p>1.7 Securities are offered under the Institutional Offer and the Retail Offer at the same price.</p> <p>1.8 Related parties do not participate in the Rights Offer beyond their pro rata entitlement, unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are</p>

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	<p>included in the offer documents to be sent to all shareholders.</p> <p>2. In resolution 1, the Company may ignore changes in shareholdings which occur after the announcement of the trading halt in the Company's securities (other than registrations of transactions which were effected through ITS before the announcement). In respect of security holdings registered in the name of a nominee the following will apply.</p> <p>2.1 The nominee shall be treated as a separate security holder in respect of securities held for each of one or more Exempt Investors, and securities held for persons other than Exempt Investors (and accordingly, may receive both Institutional Offers in respect of securities held as nominee for Exempt Investor Clients and Retail Offers in respect of securities held as nominee for other persons).</p> <p>2.2 Institutional Offers will be treated as being made to the nominee, even where made directly to the Exempt Investor for whom it holds.</p>
<p><b>Basis For Decision</b></p>	<p>Underlying Policy Entity must give ASX at least seven business days notice of record date and must comply with Appendix 3A timetable - maintains orderly market.</p> <p>Present Application Accelerated Renounceable Entitlement Offer - functionally equivalent to a renounceable pro rata offer - waiver granted on condition the timetable is acceptable to ASX.</p>

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<b>Rule Number</b>	5.6
<b>Date</b>	14/04/2008
<b>ASX Code</b>	IRL
<b>Listed Company</b>	INDIA RESOURCES LIMITED
<b>Waiver Number</b>	WLC080100-001
<b>Decision</b>	<p>1. Subject to resolution 2, and based solely on the information provided, ASX Limited ("ASX") grants India Resources Limited (the "Company") a waiver from listing rule 5.6 to the extent necessary to permit the Company to include in a public report historical estimates or foreign resource and reserve estimates of mineralisation (which are not in compliance with the JORC Code) for the Surda copper project in India in which the Company has an interest which are not compliant with Appendix 5A of the listing rules (the "JORC Code")(the "Historical Estimates"), subject to the public report containing the historical information including the following:</p> <p>1.1. A statement that the Historical Estimates are not reported in accordance with the JORC Code and that it is uncertain that following evaluation and/or further exploration that the resource or reserve estimate will ever be reported in accordance with the JORC code.</p> <p>1.2. Identification of the sources and dates of the Historical Estimates.</p> <p>1.3. Confirmation that the Historical Estimates are relevant, together with an explanation as to why they are relevant.</p> <p>1.4. Comment on the reliability of the Historical Estimates.</p> <p>1.5. Comment on the materiality of the Historical Estimates.</p> <p>1.6. A statement as to whether the Historical Estimates use categories other than the ones set out in the JORC Code and, if so, include an explanation of the differences.</p> <p>1.7. The inclusion of any more recent estimates or data available to the Company.</p> <p>1.8. Information about the Company's intention to evaluate the matters listed in Table 1 of the JORC code which are relevant to the Historical Estimates, and/or to conduct exploration for the purposes of allowing a competent person to take responsibility for the estimates of mineral resources or ore reserves so that they may be reported by the Company in accordance with the JORC Code. The timeframe contemplated by the Company for this work should be disclosed.</p> <p>1.9. A statement confirming that the Announcement is consistent with the guidance contained in the Companies Updates numbered 11/07 and 05/04.</p> <p>1.10. A competent person's statement accepting responsibility for the accuracy of the information contained within the Announcement.</p> <p>1.11. A statement that ASX has granted a waiver to listing rule 5.6 to allow the Company to report the Historical Estimates.</p> <p>2. Resolution 1 applies only to the provision of the historical information in a public report regarding the Company's Surda copper project in India, and not to subsequent public reports provided by the Company in compliance with its obligations under the Listing Rules.</p>

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<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Report prepared by mining entity must be prepared in accordance with the Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (the JORC Code) - maintains consistency and quality of reporting across all mining entities - maintains integrity of market.</p> <p><b>Present Application</b> Public Report permitted to contain historical resource and reserve estimates prepared before the JORC Code became applicable - historical estimates are fundamental to an understanding of the mineralisation and therefore material - historical estimates disclosed in the interests of maintaining an informed market and compliance with continuous disclosure obligations - extensive historical drilling has been carried out and so inappropriate for information to be announced as an exploration target - condition imposed requiring statement in disclosure document that historical estimates are inconsistent with the JORC Code guidelines, and the reasons why they must be disclosed - conditions to make clear that the company does not purport to hold out the historical estimates as resources and reserves in compliance with JORC Code - relief to extend only for the initial publication of this historical data - relief under this waiver not to be available for future public reports on an ongoing basis.</p>
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<b>Rule Number</b>	5.6
<b>Date</b>	15/04/2008
<b>ASX Code</b>	WWW
<b>Listed Company</b>	WHINNEN RESOURCES LIMITED
<b>Waiver Number</b>	WLC080105-001
<b>Decision</b>	<p>1. Subject to resolution 2, and based solely on the information provided, ASX Limited ("ASX") grants Whinnen Resources Limited (the "Company") a waiver from listing rule 5.6 to the extent necessary to permit the Company to include in a public report (the "Announcement") historical estimates of mineralisation (which are not in compliance with the JORC Code) for the Fongo Tongo bauxite project in the Republic of Cameroon in which the Company has an interest which are not compliant with Appendix 5A of the listing rules (the "JORC Code")(the "Historical Estimates"), subject to the public report containing the historical information including the following:</p> <p>1.1 A statement that the Historical Estimates are not reported in accordance with the JORC Code and that it is uncertain that following evaluation and/or further exploration that the resource or reserve estimate will ever be reported in accordance with the JORC code.</p> <p>1.2. Identification of the sources and dates of the Historical Estimates.</p> <p>1.3. Confirmation that the Historical Estimates are relevant, together with an explanation as to why they are relevant.</p> <p>1.4. Comment on the reliability of the Historical Estimates.</p> <p>1.5. Comment on the materiality of the Historical Estimates.</p> <p>1.6. A statement as to whether the Historical Estimates uses categories other than the ones set out in the JORC Code and, if so, include an explanation of the differences.</p> <p>1.7. The inclusion of any more recent estimates or data available to the Company.</p> <p>1.8. Information about the Company's intention to evaluate the matters listed in Table 1 of the JORC code which are relevant to the Historical Estimates and or to conduct exploration for the purposes of allowing a competent person to take responsibility for the estimates of mineral resources or ore reserves so that they may be reported by the Company in accordance with the JORC Code. The timeframe contemplated by the Company for this work should be disclosed.</p> <p>1.9. A statement confirming that the Announcement is consistent with the guidance contained in the Companies Updates numbered 11/07 and 05/04.</p> <p>1.10. A competent person's statement accepting responsibility for the accuracy of the information contained within the Announcement.</p> <p>1.11. A statement that ASX has granted a waiver to listing rule 5.6 to allow the Company to report the Historical Estimates.</p> <p>3. Resolution 1 applies only to the provision of the historical information in a public report regarding the Company's Fongo Tongo project in the Republic of Cameroon and not to subsequent public reports provided by the Company in compliance with its obligations under the Listing Rules.</p>

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<b>Basis For Decision</b>	<p>Underlying Policy Report prepared by mining entity must be prepared in accordance with the Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (the JORC Code) - maintains consistency and quality of reporting across all mining entities - maintains integrity of market.</p> <p>Present Application Public Report permitted to contain historical resource and reserve estimates prepared before the JORC Code became applicable - historical estimates are fundamental to an understanding of the mineralisation and therefore material - historical estimates disclosed in the interests of maintaining an informed market and compliance with continuous disclosure obligations - trenching has been carried out and wells have been dug and so inappropriate for information to be announced as an exploration target - condition imposed requiring statement in announcement that historical estimates are inconsistent with the JORC Code guidelines, and the reasons why they must be disclosed - conditions to make clear that the company does not purport to hold out the historical estimates as resources and reserves in compliance with JORC Code - relief to extend only for the initial publication of this historical data - relief under this waiver not to be available for future public reports on an ongoing basis.</p>
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<b>Rule Number</b>	6.23.2
<b>Date</b>	15/04/2008
<b>ASX Code</b>	CBH
<b>Listed Company</b>	CBH RESOURCES LIMITED
<b>Waiver Number</b>	WLC080098-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants CBH Resources Limited (the "Company") a waiver from listing rule 6.23.2 to the extent necessary to permit the Company without obtaining ordinary shareholder approval, to cancel 21,402,500 unlisted employee options ("Options"), for consideration based on the Black &amp; Scholes option pricing model, on the following conditions.</p> <ol style="list-style-type: none"> <li>1. Ordinary shareholders of the Company and a Court of competent jurisdiction (the "Court") approve a scheme of arrangement between the Company and its ordinary shareholders under Part 5.1 of the Corporations Act 2001 (Cth) (the "Scheme") pursuant to which all of the shares in the Company on issue at the Scheme record date will be transferred to Richview Investments Pty Ltd ("Richview").</li> <li>2. Full details of the cancellation of the Options to be contained in the Scheme documents.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Cancellation of options for consideration requires approval of holders of issued ordinary securities - maintains balance between rights of holders of issued securities and holders of options - maintains integrity of ASX market.</p> <p><b>Present Application</b> Unquoted options will be cancelled as part of a merger to be effected through a scheme of arrangement - consideration offered by acquirer for cancellation of unquoted options being cash, based on the Black &amp; Scholes option pricing model - terms of option cancellation to be disclosed in scheme booklet - requirement to receive security holder approval for cancellation of options for consideration is superfluous in context of scheme subject to shareholder approval.</p>



<b>Rule Number</b>	6.23.4
<b>Date</b>	11/04/2008
<b>ASX Code</b>	CLO
<b>Listed Company</b>	CLOUGH LIMITED
<b>Waiver Number</b>	WLC080101-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Clough Limited (the "Company") a waiver from listing rule 6.23.4 to the extent necessary to permit the Company to amend, without seeking shareholder approval, the vesting and expiry dates of 6,000,000 options ("Options") granted to Mr John Smith, on 23 November 2007, on condition that the details of the waiver are immediately released to the market.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Sets out rules for when option terms can be changed - some terms can be changed with approval of holders of issued ordinary securities - maintains balance between rights of holders of issued ordinary securities and holders of options.</p> <p><b>Present Application</b> Unquoted options approved by shareholders in general meeting - entity inadvertently issued notice of meeting with wrong vesting and expiry dates - prior announcement about the CEO's remuneration contained the correct vesting and expiry dates - ordinary shareholders are not disadvantaged by the change - waiver granted to permit amendments to option terms, without shareholder approval on condition that the entity releases details of the waiver to the market.</p>

<b>Rule Number</b>	6.23.4
<b>Date</b>	4/04/2008
<b>ASX Code</b>	GMG
<b>Listed Company</b>	GOODMAN GROUP
<b>Waiver Number</b>	WLC080102-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Goodman Group (the "Group") a waiver from listing rule 6.23.4 to the extent necessary to permit the Group to amend, without seeking the approval of the Group's securityholders, the terms of the 102,086,113 options granted to 580 employees of the Group under the Goodman Group Employee Option Plan to include provision for the board of the Group to determine that all or part of options granted to a grantee who is subsequently made redundant vest as if the grantee had not been made redundant.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Sets out rules for when option terms can be changed - some terms can be changed with approval of holders of issued ordinary securities - maintains balance between rights of holders of issued ordinary securities and holders of options.</p> <p><b>Present Application</b> Unquoted options issued under employee option plan would lapse 6 months after the cessation of grantee's employment with the Group - Board's preference to retain discretion to determine options do not lapse or vest but remain outstanding, and only vest subject to expiry date and satisfaction of vesting conditions - waiver granted to permit amendment of option terms to include provision which allows Board to retain such discretion - number of options affected represent comparatively small percentage of issued capital - change of terms does not have the effect of lengthening the ultimate expiry date of any options.</p>

<b>Rule Number</b>	7.1
<b>Date</b>	10/04/2008
<b>ASX Code</b>	WES
<b>Listed Company</b>	WESFARMERS LIMITED
<b>Waiver Number</b>	WLC080104-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Wesfarmers Limited (the "Company") waivers from listing rules 3.20, 7.1, 7.40 and 10.11 to the extent necessary to permit the Company to issue securities in the Company pursuant to an Accelerated Renounceable Pro-Rata Entitlements Issue with Dual bookbuilds to raise up to approximately \$2.5 billion (the "Rights Offer") without shareholder approval and according to a timetable adopted by the Company, on the following conditions and subject to the final timetable adopted being acceptable to ASX).</p> <p>1.1 There is a record date for the Rights Offer (the "Record Date"). The Record Date must be no fewer than 4 clear business days after the date the Rights Offer is announced.</p> <p>1.2 On or before the Record Date, shareholders selected by the Company or the Underwriters, and who are believed by the Company or the Underwriters to the Rights Offer to be persons to whom offers of securities may be made without a disclosure document in accordance with Chapter 6D of the Corporations Act 2001 ("Exempt Investors") may be offered a number of securities at least equal to their pro rata allocation of the Rights Offer ("Institutional Offer"). The offer need not be made to shareholders to whom the Company would be permitted not to extend a pro rata offer under listing rule 7.7.1 ("Foreign Excluded Investors").</p> <p>1.3 Entitlements not taken up by Exempt Investors in the Institutional Offer, and, if the Underwriters determine, entitlements which would have been offered to Foreign Excluded Investors, may be offered to other Exempt Investors (including Exempt Investors who are not currently shareholders) through a bookbuild process conducted and completed on or before the Record Date ("Institutional Bookbuild").</p> <p>1.4 Exempt Investors and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations under the Rights Offer reduced accordingly.</p> <p>1.5 All shareholders, other than shareholders who were offered securities in the Institutional Offer and Foreign Excluded Investors, are offered a number of shares at least equal to their pro rata allocations of the issue (the "Retail Offer"). The offer need not be made to shareholders to whom the Company would be permitted not to extend a pro rata offer under listing rule 7.7.1 ("Foreign Retail Excluded Investors").</p> <p>1.6 Entitlements not taken up in the Retail Offer, and, if the Underwriters determine, entitlements which would have been offered to Foreign Retail Excluded Investors, may be offered to Exempt Investors (including Exempt Investors who are not currently shareholders) through a bookbuild process immediately following the close of the Retail Offer.</p> <p>1.7 Securities are offered under the Institutional Offer and the Retail Offer at the same price.</p> <p>1.8 Related parties do not participate in the Rights Offer beyond their pro rata entitlement, unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are</p>

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	<p>included in the offer documents to be sent to all shareholders.</p> <p>2. In resolution 1, the Company may ignore changes in shareholdings which occur after the announcement of the trading halt in the Company's securities (other than registrations of transactions which were effected through ITS before the announcement). In respect of security holdings registered in the name of a nominee the following will apply.</p> <p>2.1 The nominee shall be treated as a separate security holder in respect of securities held for each of one or more Exempt Investors, and securities held for persons other than Exempt Investors (and accordingly, may receive both Institutional Offers in respect of securities held as nominee for Exempt Investor Clients and Retail Offers in respect of securities held as nominee for other persons).</p> <p>2.2 Institutional Offers will be treated as being made to the nominee, even where made directly to the Exempt Investor for whom it holds.</p>
<p><b>Basis For Decision</b></p>	<p><b>Underlying Policy</b>            Dilution of holdings - approval of existing security holders required where further issues of securities will significantly dilute their holdings - practical operation is to provide greater protection to smaller holders against dilution - limit on securities that may be issued without security holder approval fixed at 15% of the securities on issue 12 months earlier</p> <p><b>Present Application</b>            Accelerated Renounceable Entitlement Offer - functionally equivalent to a renounceable pro rata offer - first round offer to institutions - second round offer to other security holders - all offers at the same price and ratio - sale of entitlements not taken up by bookbuild - related parties do not participate beyond pro rata allocations except under disclosed underwriting commitments.</p>

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<b>Rule Number</b>	7.40
<b>Date</b>	10/04/2008
<b>ASX Code</b>	WES
<b>Listed Company</b>	WESFARMERS LIMITED
<b>Waiver Number</b>	WLC080104-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Wesfarmers Limited (the "Company") waivers from listing rules 3.20, 7.1, 7.40 and 10.11 to the extent necessary to permit the Company to issue securities in the Company pursuant to an Accelerated Renounceable Pro-Rata Entitlements Issue with Dual bookbuilds to raise up to approximately \$2.5 billion (the "Rights Offer") without shareholder approval and according to a timetable adopted by the Company, on the following conditions and subject to the final timetable adopted being acceptable to ASX).</p> <p>1.1 There is a record date for the Rights Offer (the "Record Date"). The Record Date must be no fewer than 4 clear business days after the date the Rights Offer is announced.</p> <p>1.2 On or before the Record Date, shareholders selected by the Company or the Underwriters, and who are believed by the Company or the Underwriters to the Rights Offer to be persons to whom offers of securities may be made without a disclosure document in accordance with Chapter 6D of the Corporations Act 2001 ("Exempt Investors") may be offered a number of securities at least equal to their pro rata allocation of the Rights Offer ("Institutional Offer"). The offer need not be made to shareholders to whom the Company would be permitted not to extend a pro rata offer under listing rule 7.7.1 ("Foreign Excluded Investors").</p> <p>1.3 Entitlements not taken up by Exempt Investors in the Institutional Offer, and, if the Underwriters determine, entitlements which would have been offered to Foreign Excluded Investors, may be offered to other Exempt Investors (including Exempt Investors who are not currently shareholders) through a bookbuild process conducted and completed on or before the Record Date ("Institutional Bookbuild").</p> <p>1.4 Exempt Investors and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations under the Rights Offer reduced accordingly.</p> <p>1.5 All shareholders, other than shareholders who were offered securities in the Institutional Offer and Foreign Excluded Investors, are offered a number of shares at least equal to their pro rata allocations of the issue (the "Retail Offer"). The offer need not be made to shareholders to whom the Company would be permitted not to extend a pro rata offer under listing rule 7.7.1 ("Foreign Retail Excluded Investors").</p> <p>1.6 Entitlements not taken up in the Retail Offer, and, if the Underwriters determine, entitlements which would have been offered to Foreign Retail Excluded Investors, may be offered to Exempt Investors (including Exempt Investors who are not currently shareholders) through a bookbuild process immediately following the close of the Retail Offer.</p> <p>1.7 Securities are offered under the Institutional Offer and the Retail Offer at the same price.</p> <p>1.8 Related parties do not participate in the Rights Offer beyond their pro rata entitlement, unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are</p>

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	<p>included in the offer documents to be sent to all shareholders.</p> <p>2. In resolution 1, the Company may ignore changes in shareholdings which occur after the announcement of the trading halt in the Company's securities (other than registrations of transactions which were effected through ITS before the announcement). In respect of security holdings registered in the name of a nominee the following will apply.</p> <p>2.1 The nominee shall be treated as a separate security holder in respect of securities held for each of one or more Exempt Investors, and securities held for persons other than Exempt Investors (and accordingly, may receive both Institutional Offers in respect of securities held as nominee for Exempt Investor Clients and Retail Offers in respect of securities held as nominee for other persons).</p> <p>2.2 Institutional Offers will be treated as being made to the nominee, even where made directly to the Exempt Investor for whom it holds.</p>
<p><b>Basis For Decision</b></p>	<p><b>Underlying Policy</b>          Prescribes timetable for various corporate actions including pro rata issue (Appendix 7A, paragraph 4) - maintains orderly market.</p> <p><b>Present Application</b>          Accelerated Renounceable Entitlement Offer - functionally equivalent to a renounceable pro rata offer - waiver granted on condition the timetable is acceptable to ASX.</p>

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<b>Rule Number</b>	9.7
<b>Date</b>	3/04/2008
<b>ASX Code</b>	CVR
<b>Listed Company</b>	CENTRAL ASIA RESOURCES LIMITED.
<b>Waiver Number</b>	WLC080099-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Central Asia Resources Limited (the "Company") a waiver from listing rule 9.7 to the extent necessary to permit 1,500,000 fully paid ordinary shares (the "Restricted Securities") held by Western Ventures Consulting Pty Ltd ("Western Ventures") to be transferred to Angela Dent Investment Trust.</p> <p>2. The Restricted Securities may be transferred as outlined above subject to the following conditions.</p> <p>2.1. A new restriction agreement is entered into for the balance of the escrow period of the Restricted Securities.</p> <p>2.2 A new restriction agreement is immediately re-lodged with the provider of the registry services to the Company.</p> <p>2.3 The provider of registry services to the Company provides its undertaking to impose a holding lock to the Restricted Securities the subject of the new restriction agreement and not to remove the holding lock without ASX's written consent.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Prohibition on changing restriction agreements or releasing securities from custodian or holding lock - supports escrow regime.</p> <p><b>Present Application</b> No change in beneficial ownership - waiver granted to permit change of legal ownership on condition that new restriction agreements are entered into - securities remain restricted for balance of escrow period.</p>

<b>Rule Number</b>	9.7
<b>Date</b>	9/04/2008
<b>ASX Code</b>	PEH
<b>Listed Company</b>	PACIFIC ENVIRONMENT LIMITED
<b>Waiver Number</b>	WLC080103-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants Pacific Environment Limited (the "Company") a waiver from listing rule 9.7 to the extent necessary to permit the Company to allow Herft Accounting Australia Pty Ltd as trustee for the GH Trust to transfer its restricted holding of 6,477,995 fully paid ordinary shares in the Company (the "Escrowed Shares") to Herft Accounting Australia Number 2 Pty Ltd as trustee for the GH Number 2 Trust on the following conditions.</p> <ol style="list-style-type: none"> <li>1. Herft Accounting Australia Number 2 Pty Ltd as trustee for the GH Number 2 Trust execute a restriction agreement in the form of an Appendix 9A in respect of the Escrowed Shares for the balance of the escrow period ending 11 February 2010.</li> <li>2. The security certificates are immediately re-lodged with a bank or recognised trustee.</li> <li>3. The Company instruct its share registry to immediately reinstate a holding lock on the Escrowed Shares for the balance of the escrowed period, ending 11 February 2010.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Prohibition on changing restriction agreements or releasing securities from custodian or holding lock - supports escrow regime.</p> <p><b>Present Application</b> No change in beneficial ownership - waiver granted to permit change of legal ownership on condition that new restriction agreements are entered into - securities remain restricted for balance of escrow period.</p>



<b>Rule Number</b>	10.1
<b>Date</b>	1/04/2008
<b>ASX Code</b>	APR
<b>Listed Company</b>	API FUND
<b>Waiver Number</b>	WLC080094-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants API Fund (the "Fund") a waiver from listing rule 10.1 to the extent necessary to permit the Fund to create a first ranking fixed charge over the Fund's holdings in the securities of Australian Education Trust and ABN Amro Social Infrastructure Trust, and a second ranking floating charge over the remaining assets of the Fund (collectively the "Charge"), in favour of a related party, Australian Social Infrastructure Fund ("ASIF"), in connection with a proposed loan facility of approximately \$20 million from ASIF ("Loan"), , without obtaining unitholder approval on the following conditions:</p> <ol style="list-style-type: none"> <li>1. The terms of the loan with ASIF are on normal commercial terms and conditions.</li> <li>2. The Deed of Charge between the Fund and ASIF includes a term that if an event of default occurs and ASIF exercises its rights under the Charge, ASIF and any of its related parties cannot acquire any asset of the Fund in full or part satisfaction of the Loan, or otherwise deal with the assets of the Fund, without the Fund first having complied with any applicable ASX listing rules, including listing rule 10.1.</li> <li>3. The terms of this waiver are immediately released to the market.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Requirement to obtain approval of security holders to an acquisition or disposal of a substantial asset from person in position to exercise influence - only unassociated security holders' vote are counted - independent expert's report on fairness and reasonableness of the transaction must be obtained - protects security holders' interests by supplementing the related party provision of the Corporations Act (and whatever related party provisions apply to foreign entities).</p> <p><b>Present Application</b> Loan from related party - security to be granted in form of fixed and floating charge over the assets of the Fund - grant of security amounts to disposal and involves substantial asset - related party not to be entitled under security to acquire the asset without the Fund first complying with relevant ASX listing rules, including listing rule 10.1 -- exclusion of the related party from acquiring or dealing with the assets removes the potential for the related party to acquire the assets at a discount to its value - purpose of listing rule 10.1 achieved. - .</p>

<b>Rule Number</b>	10.1
<b>Date</b>	15/04/2008
<b>ASX Code</b>	BNB
<b>Listed Company</b>	BABCOCK & BROWN LIMITED
<b>Waiver Number</b>	WLC080095-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants Babcock &amp; Brown Limited (the "Company"), a waiver from listing rule 10.1 to the extent necessary to permit the disposal by the Company or its associates of interests in a number of public infrastructure assets comprising the projects known as Orange Hospital, Brescia Hospital 1, The Diabolo Project, BHH - Sudbury, BHH - Mt Vernon, BBG - Lakeside, Bristol T1 - Fishponds and Hampton House, Bristol T2 - Shirehampton &amp; Whitchurch, Oxford - Dunnock Way and East Oxford, Dudley T1 - Ridge Hill &amp; Stourbridge and Dudley T2 - Brierley Hill (collectively the "Projects") to Babcock &amp; Brown Public Partnerships Limited, or a vehicle held by it, without having to seek security holder approval for the disposal.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Requirement to obtain approval of security holders to an acquisition or disposal of a substantial asset from person in position to exercise influence - only unassociated security holders' votes are counted - independent expert's report on fairness and reasonableness of the transaction must be obtained - 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> Majority-owned subsidiaries of a listed entity propose to dispose assets to other partially owned subsidiaries - when aggregated, assets are substantial assets of the listed entity - legal title will be held by a majority-owned subsidiary of the listed entity, beneficial title will be held by a listed overseas partnership (which itself will be held by a listed overseas company) the manager and general partner of which are wholly-owned subsidiaries of the listed entity -- limited potential for value shifting to related party waiver granted on the basis of acquirer's inability to influence vendor disposal - transaction technically caught by listing rule 10.1 because of holding structure, but disposal does not breach policy underlying the rule.</p>

<b>Rule Number</b>	10.11
<b>Date</b>	10/04/2008
<b>ASX Code</b>	WES
<b>Listed Company</b>	WESFARMERS LIMITED
<b>Waiver Number</b>	WLC080104-004
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Wesfarmers Limited (the "Company") waivers from listing rules 3.20, 7.1, 7.40 and 10.11 to the extent necessary to permit the Company to issue securities in the Company pursuant to an Accelerated Renounceable Pro-Rata Entitlements Issue with Dual bookbuilds to raise up to approximately \$2.5 billion (the "Rights Offer") without shareholder approval and according to a timetable adopted by the Company, on the following conditions and subject to the final timetable adopted being acceptable to ASX).</p> <p>1.1 There is a record date for the Rights Offer (the "Record Date"). The Record Date must be no fewer than 4 clear business days after the date the Rights Offer is announced.</p> <p>1.2 On or before the Record Date, shareholders selected by the Company or the Underwriters, and who are believed by the Company or the Underwriters to the Rights Offer to be persons to whom offers of securities may be made without a disclosure document in accordance with Chapter 6D of the Corporations Act 2001 ("Exempt Investors") may be offered a number of securities at least equal to their pro rata allocation of the Rights Offer ("Institutional Offer"). The offer need not be made to shareholders to whom the Company would be permitted not to extend a pro rata offer under listing rule 7.7.1 ("Foreign Excluded Investors").</p> <p>1.3 Entitlements not taken up by Exempt Investors in the Institutional Offer, and, if the Underwriters determine, entitlements which would have been offered to Foreign Excluded Investors, may be offered to other Exempt Investors (including Exempt Investors who are not currently shareholders) through a bookbuild process conducted and completed on or before the Record Date ("Institutional Bookbuild").</p> <p>1.4 Exempt Investors and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations under the Rights Offer reduced accordingly.</p> <p>1.5 All shareholders, other than shareholders who were offered securities in the Institutional Offer and Foreign Excluded Investors, are offered a number of shares at least equal to their pro rata allocations of the issue (the "Retail Offer"). The offer need not be made to shareholders to whom the Company would be permitted not to extend a pro rata offer under listing rule 7.7.1 ("Foreign Retail Excluded Investors").</p> <p>1.6 Entitlements not taken up in the Retail Offer, and, if the Underwriters determine, entitlements which would have been offered to Foreign Retail Excluded Investors, may be offered to Exempt Investors (including Exempt Investors who are not currently shareholders) through a bookbuild process immediately following the close of the Retail Offer.</p> <p>1.7 Securities are offered under the Institutional Offer and the Retail Offer at the same price.</p> <p>1.8 Related parties do not participate in the Rights Offer beyond their pro rata entitlement, unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are</p>

## Register of ASX Listing Rule Waivers

	<p>included in the offer documents to be sent to all shareholders.</p> <p>2. In resolution 1, the Company may ignore changes in shareholdings which occur after the announcement of the trading halt in the Company's securities (other than registrations of transactions which were effected through ITS before the announcement). In respect of security holdings registered in the name of a nominee the following will apply.</p> <p>2.1 The nominee shall be treated as a separate security holder in respect of securities held for each of one or more Exempt Investors, and securities held for persons other than Exempt Investors (and accordingly, may receive both Institutional Offers in respect of securities held as nominee for Exempt Investor Clients and Retail Offers in respect of securities held as nominee for other persons).</p> <p>2.2 Institutional Offers will be treated as being made to the nominee, even where made directly to the Exempt Investor for whom it holds.</p>
<p><b>Basis For Decision</b></p>	<p><b>Underlying Policy</b>            Requirement to obtain approval of security holders to an issue of securities to related parties - directed at preventing related parties obtaining securities on advantageous terms and increasing their holding proportionate to other holdings - only unassociated security holders' votes are counted - protect 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>            Accelerated Renounceable Entitlement Offer - functionally equivalent to a renounceable pro rata offer - first round offer to institutions - second round offer to other security holders - all offers at the same price - related parties do not participate beyond pro rata allocations except under disclosed underwriting commitments.</p>

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<b>Rule Number</b>	14.7
<b>Date</b>	1/04/2008
<b>ASX Code</b>	BCD
<b>Listed Company</b>	BEACONSFIELD GOLD NL
<b>Waiver Number</b>	WLC080096-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants Beaconsfield Gold NL (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue up to 40,500,000 ordinary shares on the terms approved by shareholders on 4 December 2007, on the following conditions.</p> <ol style="list-style-type: none"> <li>1. The shares are issued by no later than 4 April 2008.</li> <li>2. The issue price of the shares is to be set at a price that is the higher of \$0.28 or not less than 80% of the average market value price for the Company's shares calculated over the last 5 days on which sales of shares were recorded before the date of execution of the subscription agreement (the "Agreement") with Malaysia Smelting Corporation Berhad, in accordance with the terms set out in the notice of shareholders' meeting, subject to the limitation that the issue price of the shares cannot be set any lower than 80% of the lowest average market price of the Company's shares during any period of 5 consecutive days on which sales of the Company's shares were recorded during the period between 4 December 2007 and 4 March 2008.</li> <li>3. The terms of this waiver are immediately released to the market.</li> </ol>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If a notice of meeting states that entity will do something that the listing rules require it to do, the entity must do that thing - supports listing rule requirements.</p> <p><b>Present Application</b> Shareholder approval obtained on 4 December 2007 for the issue of shares - Agreement signed on 12 February 2008 to issue 70,000,000 shares for working capital purposes - issue of securities to be completed by 4 April 2008 - Company will not be able to complete proposed capital raising within 3 months of approval - Company's circumstances have not materially changed since approval obtained - waiver granted to permit issue of securities by 4 April 2008 - price at which securities issued cannot be lower than the price at which they could have been issued consistently with the terms of the shareholder approval during the 3 month period following the meeting in accordance with the resolution and listing rule 7.3.2.</p>