



Register of ASX Listing Rule Waivers

1 to 15 December 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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Rule Number	1.8 condition 4 (c)
Date	3/12/2008
ASX Code	IFX
Listed Company	INTERNATIONAL FINANCE CORPORATION
Waiver Number	WLC080384-001
Decision	ASX grants the Issuer a waiver from condition 4(c) of listing rule 1.8 to the extent that the Issuer does not need to be registered under clause 601CD of the Corporations Act.
Basis For Decision	<p>Underlying Policy Listing rule requirement that a debt issuer which is a foreign entity must be registered as a foreign company under Corporations Act - supports listing rule requirements.</p> <p>Present Application Section 601CD(2) of Corporations Act only requires a foreign company that offers debentures to retail investors to be registered under Corporations Act - entity's programme only permits the offer of wholesale debt securities - entity's issue of debt securities does not constitute carrying on business in Australia - not required to be registered under the Act - various relevant provisions of the Act apply to the entity and its securities, notwithstanding that it is not registered - waiver granted.</p>

Rule Number	2.1 condition 3
Date	3/12/2008
ASX Code	IFX
Listed Company	INTERNATIONAL FINANCE CORPORATION
Waiver Number	WLC080384-002
Decision	ASX grants the Issuer a waiver from condition 3 of listing rule 2.1 to the extent that the Notes 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.
Basis For Decision	<p>Underlying Policy CHES requirements relating to an entity's securities must be satisfied, except in jurisdiction where entity's securities cannot be CHES approved - supports integrity of ASX market.</p> <p>Present Application Securities of entity to be settled outside of CHES - waiver granted on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.</p>

Rule Number	3.10.3
Date	3/12/2008
ASX Code	IFX
Listed Company	INTERNATIONAL FINANCE CORPORATION
Waiver Number	WLC080384-003
Decision	ASX grants the Issuer a waiver from listing rule 3.10.3 to the extent that the Issuer need only advise ASX of a proposed issue of Notes if they are to be quoted on ASX.
Basis For Decision	<p>Underlying Policy Entity must tell ASX of proposed issue of securities - if issue is bonus issue or pro rata issue entity must give ASX an Appendix 3B - maintains an informed market.</p> <p>Present Application Issuer is a supranational entity owned by 179 member countries - notes to be quoted on ASX issued in wholesale debt market only - Issuer has multiple programmes which allows for the issue of securities in a number of jurisdictions globally - Noteholders aware of Issuer's ability issue notes without limit or consent - investment decisions by Noteholders more closely linked to features of Notes and credit rating of the Issuer rather than dilution by further issuances - Issuer has current credit rating of AAA from Moody's and Aaa from S&P - frequent issuances in various jurisdictions would provide unduly and impractical administrative burden on Issuer to notify ASX of every issuance - notification of every issuance will not add to continuous disclosure regime - waiver granted to permit Issuer to only advise ASX of a proposed issue of Notes that are to be quoted on ASX.</p>

Rule Number	3.10.5
Date	3/12/2008
ASX Code	IFX
Listed Company	INTERNATIONAL FINANCE CORPORATION
Waiver Number	WLC080384-004
Decision	ASX grants the issuer a waiver from listing rule 3.10.5 to the extent necessary to permit the Issuer, to lodge an Appendix 3B in respect of an issue of Notes that are to be quoted on ASX only.
Basis For Decision	<p>Underlying Policy Entity must tell ASX of issue of securities - if issue is not a bonus issue or pro rata issue entity must give ASX an Appendix 3B - entity must tell ASX if any securities are restricted securities or subject to voluntary escrow - maintains informed market.</p> <p>Present Application With respect to an issue of Notes not quoted on ASX entity does not have to tell ASX nor lodge an Appendix 3B - companion waiver to listing rule 3.10.3 - entity must still notify ASX of an issue of Notes to be quoted on ASX and lodge an Appendix 3B.</p>

Rule Number	3.20.2
Date	2/12/2008
ASX Code	IOF
Listed Company	ING OFFICE FUND
Waiver Number	WLC080378-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants ING Office Fund (the "Fund"), a waiver from the following listing rules to the extent necessary to permit the Fund to undertake a capital raising by way of an institutional placement in conjunction with an accelerated non-renounceable entitlement offer of stapled securities to raise approximately \$500 million (the "Rights Issue"), without securityholder approval and according to the timetable submitted to ASX.</p> <p>1.1 Listing rules 3.20.2 and 7.40 to permit the record date for the Rights Issue not to be 7 business days after the announcement of the Rights Issue but in accordance with a timetable submitted by the Fund, on the condition that the record date for the Rights Issue is no earlier than the fourth business day after the date the trading halt for the Rights Issue commences, including that date, provided that the trading halt commences before the open of trading on that day, and all other aspects of the timetable for the Rights Issue are acceptable to ASX.</p> <p>2. In resolution 1.1, the Fund may ignore changes in security holdings which occur after the implementation of the trading halt in the Fund's securities (other than registrations of transactions which were effected through ITS before the implementation of the trading halt). 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 Institutional Securityholders, and securities held for persons other than Institutional Securityholders (and accordingly, may receive both Institutional Entitlement Offers in respect of securities held as nominee for Institutional Securityholders and Retail Entitlement Offers in respect of securities held as nominee for other persons).</p> <p>2.2. Institutional Entitlement Offers will be treated as being made to the nominee, even where made directly to the Institutional Securityholder for whom it holds.</p>
Basis For Decision	<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 non-renounceable entitlement offer - functionally equivalent to non-renounceable pro rata offer - waiver granted on condition the timetable is acceptable to ASX.</p>

Rule Number	3.20.2
Date	1/12/2008
ASX Code	TSE
Listed Company	TRANSFIELD SERVICES LIMITED
Waiver Number	WLC080381-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Transfield Services Limited (the "Company"), a waiver from the following listing rules to the extent necessary to permit the Company to undertake a capital raising of approximately A\$250 million comprising an accelerated non-renounceable entitlement offer of the Company's ordinary shares (the "Entitlement Offer") and an institutional placement of the Company's ordinary shares (the "Placement") (collectively the "Capital Raising") without securityholder approval and according to the timetable submitted to ASX.</p> <p>1.1. In respect of the Entitlement Offer, listing rules 3.20.2 and 7.40 to permit the record date for the Entitlement Offer not to be 7 business days after the announcement of the Entitlement Offer but in accordance with a timetable submitted by the Company, on the condition that the record date for the Entitlement Offer is no earlier than the fourth business day after the date the trading halt for the Entitlement Offer commences, including that date, provided that the trading halt commences before the commencement of trading, and all other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p> <p>1.2. In resolution 1.1, the Company may ignore changes in security holdings which occur after the imposition of the trading halt in the Company's securities (other than registrations of transactions which were effected through ITS before the beginning of the trading halt). In respect of security holdings registered in the name of a nominee the following will apply.</p> <p>1.2.1. 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 Entitlement Offers in respect of securities held as nominee for Exempt Investors and Retail Entitlement Offers in respect of securities held as nominee for other persons).</p> <p>1.2.2. Institutional Entitlement Offers will be treated as being made to the nominee, even where made directly to the Exempt Investor for whom it holds.</p>
Basis For Decision	<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 non-renounceable entitlement offer - functionally equivalent to non-renounceable pro rata offer - waiver granted on condition the timetable is acceptable to ASX.</p>

Rule Number	6.24
Date	1/12/2008
ASX Code	ADX
Listed Company	AUDAX RESOURCES LIMITED
Waiver Number	WLC080372-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Audax Resources Limited (the "Company") a waiver from listing rule 6.24 to the extent necessary to permit the Company not to send the notices required by paragraph 6.1 of Appendix 6A in relation to 27,630,047 quoted options (AD XO) exercisable at 20 cents each on or before 31 December 2008, on the following conditions.</p> <p>1. The information required by paragraph 6.1 of Appendix 6A is provided to the Company Announcements Office no later than 1 December 2008 together with a statement that an option expiry notice will not be sent to option holders.</p> <p>2. If the market price of the Company's ordinary shares exceeds 15 cents before 31 December 2008 the Company immediately sends an option expiry notice to option holders.</p>
Basis For Decision	<p>Underlying Policy Entity must send notice to holder of quoted options at least 20 business days before conversion or expiry date of options - provides option holder with basis for informed decision to exercise option.</p> <p>Present Application Likelihood of option holders exercising options too remote to justify cost of sending notices - waiver granted on condition that notice will be sent if substantial increase in trading price of securities if the company is reinstated.</p>

Rule Number	7.1
Date	8/12/2008
ASX Code	BOQ
Listed Company	BANK OF QUEENSLAND LIMITED.
Waiver Number	WLC080373-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Bank of Queensland Limited (the "Company") a waiver from the following listing rules.</p> <p>1. Listing rule 7.1 to the extent necessary to permit the Company, without obtaining shareholder approval, to issue up to \$10,000 worth of shares to each shareholder who subscribes under a share purchase plan in accordance with an exemption from the Corporations Act granted by the Australian Securities and Investment Commission on 2 December 2008 to permit the making of such offers without a disclosure document (the "Plan"), on the following conditions.</p> <p>1.1 The discount offered under the Plan is no greater than 20% of the Company's average share price over the last 5 trading days either before the day on which the offer was first announced or before the day on which the offer was made.</p> <p>1.2 The number of securities to be issued under the Plan is not greater than 30% of the number of fully paid ordinary securities already on issue.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application ASIC Class Order 02/831 contemplates issue of not more than \$5,000 worth of securities under a share purchase plan without a prospectus - ASIC relief granted to Company to issue \$10,000 worth of securities under Company Plan - opportunity for shareholders to receive larger offers under the Plan (\$10,000) than is usual under plans under CO 02/831 - all security holders able to participate on equal terms.</p>

Rule Number	7.1
Date	4/12/2008
ASX Code	BEN
Listed Company	BENDIGO AND ADELAIDE BANK LIMITED
Waiver Number	WLC080374-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Bendigo and Adelaide Bank Limited (the "Company") waivers from the following listing rules.</p> <p>1. Listing rule 7.1 to the extent necessary to permit the Company, without obtaining shareholder approval, to issue up to \$7,000 worth of shares to each shareholder who subscribes under a share purchase plan in accordance with an exemption from the Corporations Act granted by the Australian Securities and Investment Commission on 25 November 2008 to permit the making of such offers without a disclosure document (the "Plan"), on the following conditions.</p> <p>1.1. The discount offered under the Plan is no greater than 20% of the Company's average share price over the last 5 trading days either before the day on which the offer was first announced or before, and including, the day on which the offer closes.</p> <p>1.2. The number of securities to be issued under the Plan is not greater than 30% of the number of fully paid ordinary securities already on issue.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application ASIC Class Order 02/831 contemplates issue of not more than \$5,000 worth of securities under a share purchase plan without a prospectus - ASIC relief granted to Company to issue up to \$10,000 worth of securities under a company SPP in the 12 month period- company already conducted a raising under a share purchase plan under CO 02/831 in March 2008 offering a maximum of \$2,880 worth of shares- ASIC relief provided to allow Company to offer a further \$7,000 worth of shares- all security holders able to participate on equal terms.</p>

Rule Number	7.1
Date	10/12/2008
ASX Code	BSL
Listed Company	BLUESCOPE STEEL LIMITED
Waiver Number	WLC080375-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Bluescope Steel Limited (the "Company") a waiver from listing rule 7.1 to the extent necessary to permit the following issue of securities to be made without shareholder approval.</p> <p>1. The issue of securities to the underwriter and any sub-underwriter of the shortfall under the Company's distribution reinvestment plan (the "DRP") in respect of the distribution for the interim period ended 31 December 2007 (the "Interim Distribution"); on the condition that:</p> <p>1.1. the DRP placed no limits on participation (other than in respect of foreign holdings) by shareholders; and</p> <p>1.2. no underwriter or sub-underwriter was a related party of the Company or an associate of a related party of the Company.</p>
Basis For Decision	<p>Underlying Policy 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 ordinary securities on issue 12 months earlier.</p> <p>Present Application Exception 7, listing rule 7.2 permits the issue of securities under a distribution reinvestment plan, excluding securities issued to an underwriter - underwritten distribution reinvestment plan operates in a similar manner to pro rata issue - securities were issued within 15 business days to underwriter of distribution reinvestment plan - underwriter was not a related party of the entity - distribution reinvestment plan does not limit security holder participation - securities issued to underwriter at the same price as the securities issued to other participants.</p>

Rule Number	7.1
Date	2/12/2008
ASX Code	IOF
Listed Company	ING OFFICE FUND
Waiver Number	WLC080378-003
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants ING Office Fund (the "Fund"), a waiver from the following listing rules to the extent necessary to permit the Fund to undertake a capital raising by way of an institutional placement in conjunction with an accelerated non-renounceable entitlement offer of stapled securities to raise approximately \$500 million (the "Rights Issue"), without securityholder approval and according to the timetable submitted to ASX.</p> <p>1. Listing rules 7.1 and 10.11 to the extent necessary to permit the Fund to conduct the Rights Issue without security holder approval, on condition that the Rights Issue complies with the following.</p> <p>1.1. On or before the Record Date, security holders who are believed by the Fund or the underwriters to the Rights Issue to be persons to whom offers of stapled securities may be made without a product disclosure statement in accordance with Part 7.9 of the Corporations Act 2001 ("Institutional Securityholder") may be invited by the Fund to subscribe for a number of stapled securities equal to their pro rata allocation of the Rights Issue ("Institutional Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer.</p> <p>1.2. Entitlements not taken up by Institutional Securityholders under the Institutional Entitlement Offer, and, if the underwriters determine, entitlements which would have been offered to investors excluded under listing rule 7.7.1 (the "Foreign Excluded Investors") are offered to other Institutional Securityholders (including such investors who are not security holders as at the Record Date) through a bookbuild process conducted and completed on or before the Record Date ("Institutional Bookbuild").</p> <p>1.3. Institutional Securityholders and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations reduced accordingly.</p> <p>1.4. All security holders, other than security holders who receive an offer in the Institutional Entitlement Offer and Foreign Excluded Investors, are offered a number of stapled securities equal to their pro rata allocations of the Entitlement Offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer ("Retail Foreign Excluded Investors").</p> <p>1.5. Stapled securities are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.6. Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are included in the offer documents to be sent to all security holders.</p>

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Basis For Decision	<p>Underlying Policy 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>Present Application Accelerated entitlement offer - functionally equivalent to non-renounceable pro rata offer - first round offer to institutional holders -- second round offer to retail holders - all offers at the same price.</p>
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Rule Number	7.1
Date	1/12/2008
ASX Code	TSE
Listed Company	TRANSFIELD SERVICES LIMITED
Waiver Number	WLC080381-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Transfield Services Limited (the "Company"), a waiver from the following listing rules to the extent necessary to permit the Company to undertake a capital raising of approximately A\$250 million comprising an accelerated non-renounceable entitlement offer of the Company's ordinary shares (the "Entitlement Offer") and an institutional placement of the Company's ordinary shares (the "Placement") (collectively the "Capital Raising") without securityholder approval and according to the timetable submitted to ASX.</p> <p>1.1. Listing rules 7.1 and 10.11 to the extent necessary to permit the Company to conduct the Entitlement Offer without security holder approval, on condition that the Entitlement Offer complies with the following.</p> <p>1.1.1. On or before the Record Date, security holders who are believed by the Company or the lead managers to the Entitlement Offer to be exempt investors in accordance with Chapter 6D of the Corporations Act 2001 ("Exempt Investors") may be invited by the Company to subscribe for a number of securities equal to their pro rata allocation of the Entitlement Offer ("Institutional Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer.</p> <p>1.1.2. Entitlements not taken up by Exempt Investors under the Institutional Entitlement Offer, and, if the lead managers determine, entitlements which would have been offered to investors excluded under listing rule 7.7.1 (the "Foreign Excluded Investors") are offered to Exempt Investors (including investors who are not security holders as at the Record Date) through a bookbuild process conducted and completed on or before the Record Date ("Institutional Bookbuild").</p> <p>1.1.3. Exempt Investors and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations reduced accordingly.</p> <p>1.1.4. All security holders, other than security holders who receive an offer in the Institutional Entitlement Offer and Foreign Excluded Investors, are offered a number of securities equal to their pro rata allocations of the Entitlement Offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer ("Retail Foreign Excluded Investors").</p> <p>1.1.5. Securities are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.1.6. Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are included in the offer documents to be sent to all security holders.</p> <p>2. In respect of the Placement, a waiver from listing rule 7.1 to the extent necessary to permit the Company to calculate the number of securities that it may issue without prior security holder approval pursuant to the Placement on the basis that variable "A" of the formula in listing rule 7.1 is deemed to include the number of</p>

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	<p>ordinary shares in the Company that may be issued under the Institutional Entitlement Offer component of the Entitlement Offer, subject to the following conditions.</p> <p>2.1. The Placement securities are issued to retire debt and working capital purposes.</p> <p>2.2. The Placement is to be included in variable "C" in the formula under listing rule 7.1, until it is ratified by ordinary shareholders.</p>
<p>Basis For Decision</p>	<p>Underlying Policy 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>Present Application Entitlement Offer Accelerated entitlement offer - functionally equivalent to non-renounceable pro rata offer - first round offer to institutional holders - second round offer to retail holders - all offers at the same price-- related parties do not participate beyond pro rata allocations. This offer is not underwritten.</p> <p>Placement Company proposing to make institutional placement under listing rule 7.1 based on calculation of capacity that includes securities yet to be issued under institutional component of an accelerated entitlement offer which is functionally equivalent to a non-renounceable pro rata offer - placement will occur simultaneously with institutional component of entitlement offer -entitlement offer and placement both being undertaken to raise the funds necessary to retire debt and for working capital purposes -entitlement offer is not underwritten - effectively a timing waiver that permits entity to draw on the future issuing capacity under listing rule 7.1 that will be created by the institutional component of the entitlement offer before the offer has actually been completed.</p>

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Rule Number	7.1
Date	2/12/2008
ASX Code	WBC
Listed Company	WESTPAC BANKING CORPORATION
Waiver Number	WLC080383-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Westpac Banking Corporation (the "Company") a waiver from listing rule 7.1 to the extent necessary to permit the Company to issue shares pursuant to an underwriting agreement to an underwriter or sub-underwriter of the Company's dividend reinvestment plan ("DRP") for the dividend payable for the period ended 30 September 2008 without obtaining shareholder approval, on the following conditions.</p> <ol style="list-style-type: none"> 1. The shares are issued to the underwriter or sub-underwriters within 15 business days of the dividend payment date. 2. Related parties and their associates do not act as underwriter or sub-underwriters of the DRP. 3. The DRP does not contain a limit on shareholder participation. 4. The issue price of the shares issued to the underwriter or sub-underwriters of the DRP is to be no lower than the price at which shares are issued to other participants in the DRP.
Basis For Decision	<p>Underlying Policy 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 ordinary securities on issue 12 months earlier.</p> <p>Present Application Exception 7, listing rule 7.2 permits issue of securities under dividend reinvestment plan approved by shareholders, excluding securities issued to underwriter of a DRP - underwritten dividend reinvestment plan operates in similar manner to pro rata issue - waiver granted to permit securities to be issued to underwriter of DRP for the 2008 final dividend to come within the exception - usual conditions applied.</p>

Rule Number	7.33
Date	1/12/2008
ASX Code	CLO
Listed Company	CLOUGH LIMITED
Waiver Number	WLC080377-001
Decision	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 the terms of 600,000 options exercisable at \$0.59 on or before 14 November 2008 (Tranche 1 Options) and 600,000 options exercisable at \$0.84 on or before 14 November 2008 (Tranche 2 Options), to increase the exercise price to \$0.67 and \$0.92 respectively, without shareholder approval, on condition that the details of this waiver are released to the market.
Basis For Decision	<p>Underlying Policy 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>Present Application Unquoted options approved by shareholders in general meeting under an ESOP - entity proposes to increase the exercise price as a condition of a loan approved under the ESOP - no adverse effect on shareholders as rights are not diminished- waiver granted to permit amendment of option terms to increase the exercise price on condition that the entity releases details of waiver to the market.</p>

Rule Number	7.40
Date	2/12/2008
ASX Code	IOF
Listed Company	ING OFFICE FUND
Waiver Number	WLC080378-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants ING Office Fund (the "Fund"), a waiver from the following listing rules to the extent necessary to permit the Fund to undertake a capital raising by way of an institutional placement in conjunction with an accelerated non-renounceable entitlement offer of stapled securities to raise approximately \$500 million (the "Rights Issue"), without securityholder approval and according to the timetable submitted to ASX.</p> <p>1.1 Listing rules 3.20.2 and 7.40 to permit the record date for the Rights Issue not to be 7 business days after the announcement of the Rights Issue but in accordance with a timetable submitted by the Fund, on the condition that the record date for the Rights Issue is no earlier than the fourth business day after the date the trading halt for the Rights Issue commences, including that date, provided that the trading halt commences before the open of trading on that day, and all other aspects of the timetable for the Rights Issue are acceptable to ASX.</p> <p>2. In resolution 1.1, the Fund may ignore changes in security holdings which occur after the implementation of the trading halt in the Fund's securities (other than registrations of transactions which were effected through ITS before the implementation of the trading halt). 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 Institutional Securityholders, and securities held for persons other than Institutional Securityholders (and accordingly, may receive both Institutional Entitlement Offers in respect of securities held as nominee for Institutional Securityholders and Retail Entitlement Offers in respect of securities held as nominee for other persons).</p> <p>2.2. Institutional Entitlement Offers will be treated as being made to the nominee, even where made directly to the Institutional Securityholder for whom it holds.</p>
Basis For Decision	<p>Underlying Policy Prescribes timetable for various corporate actions including pro rata issue (Appendix 7A, paragraph 3) - maintains orderly market.</p> <p>Present Application Accelerated non-renounceable entitlement offer - functionally equivalent to non-renounceable pro rata offer - waiver granted on condition the timetable is acceptable to ASX.</p>

Rule Number	7.40
Date	1/12/2008
ASX Code	TSE
Listed Company	TRANSFIELD SERVICES LIMITED
Waiver Number	WLC080381-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Transfield Services Limited (the "Company"), a waiver from the following listing rules to the extent necessary to permit the Company to undertake a capital raising of approximately A\$250 million comprising an accelerated non-renounceable entitlement offer of the Company's ordinary shares (the "Entitlement Offer") and an institutional placement of the Company's ordinary shares (the "Placement") (collectively the "Capital Raising") without securityholder approval and according to the timetable submitted to ASX.</p> <p>1.1. In respect of the Entitlement Offer, listing rules 3.20.2 and 7.40 to permit the record date for the Entitlement Offer not to be 7 business days after the announcement of the Entitlement Offer but in accordance with a timetable submitted by the Company, on the condition that the record date for the Entitlement Offer is no earlier than the fourth business day after the date the trading halt for the Entitlement Offer commences, including that date, provided that the trading halt commences before the commencement of trading, and all other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p> <p>1.2. In resolution 1.1, the Company may ignore changes in security holdings which occur after the imposition of the trading halt in the Company's securities (other than registrations of transactions which were effected through ITS before the beginning of the trading halt). In respect of security holdings registered in the name of a nominee the following will apply.</p> <p>1.2.1. 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 Entitlement Offers in respect of securities held as nominee for Exempt Investors and Retail Entitlement Offers in respect of securities held as nominee for other persons).</p> <p>1.2.2. Institutional Entitlement Offers will be treated as being made to the nominee, even where made directly to the Exempt Investor for whom it holds.</p>
Basis For Decision	<p>Underlying Policy Prescribes timetable for various corporate actions including pro rata issue (Appendix 7A, paragraph 3) - maintains orderly market.</p> <p>Present Application Accelerated non-renounceable entitlement offer - functionally equivalent to non-renounceable pro rata offer - waiver granted on condition the timetable is acceptable to ASX.</p>

Rule Number	8.2
Date	3/12/2008
ASX Code	IFX
Listed Company	INTERNATIONAL FINANCE CORPORATION
Waiver Number	WLC080384-005
Decision	ASX grants the Issuer a waiver from listing rule 8.2 to the extent necessary that the Issuer need not provide an issuer sponsored subregister as long as the waiver to listing rule 2.1, condition 3 operates.
Basis For Decision	<p>Underlying Policy Entity to provide issuer sponsored subregister for securities except where listing rule 8.2.1 allows for certificated subregister - entity in jurisdiction where securities cannot be CHES approved must provide issuer sponsored subregister for CDIs - supports ASX market.</p> <p>Present Application Companion waiver to listing rule 2.1 condition 3.</p>

Rule Number	8.10
Date	3/12/2008
ASX Code	IFX
Listed Company	INTERNATIONAL FINANCE CORPORATION
Waiver Number	WLC080384-006
Decision	ASX grants the Issuer a waiver from listing rule 8.10 to the extent necessary to allow the Issuer to refuse to register the transfer of a Note from the date that is 8 calendar days before an interest payment date or the maturity date of the Note.
Basis For Decision	<p>Underlying Policy Entity must not interfere with transfer document relating to quoted securities - protects integrity of ASX market.</p> <p>Present Application Entity required to close register of a series of Notes from the close of business 8 calendar days prior to an interest payment date or the maturity date - enables register to be up to date on an interest payment date or maturity date for that series of Notes - common arrangements for these types of securities.</p>

Rule Number	8.21
Date	3/12/2008
ASX Code	IFX
Listed Company	INTERNATIONAL FINANCE CORPORATION
Waiver Number	WLC080384-007
Decision	<p>ASX grants the Issuer a waiver from listing rule 8.21 to the extent that the Issuer need not do the following.</p> <ol style="list-style-type: none"> 1. In respect of transactions that are settled outside of CHESSE, mark transfer forms as required by Appendix 8A. 2. In respect of transactions that are settled within the Austraclear system, send confirmation of a change of address to a security holder at the holder's old address.
Basis For Decision	<p>Underlying Policy Entity must comply with Appendix 8A - time limits for CHESSE requirements - maintains orderly market - supports ASTC Settlement Rules - supports integrity of ASX market.</p> <p>Present Application Transaction in entity's securities settled outside CHESSE - institutional nature of the likely holders - waiver granted to the extent that transactions are settled outside CHESSE.</p>

Rule Number	10.1
Date	4/12/2008
ASX Code	ABP
Listed Company	ABACUS PROPERTY GROUP
Waiver Number	WLC080371-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Abacus Property Group ("the Group") a waiver from listing rule 10.1 to the extent necessary to permit the Group to sell to the Abacus Storage Fund a portfolio of storage assets valued at approximately \$85 million without obtaining security holder approval.
Basis For Decision	<p>Underlying Policy Requirement to obtain approval of security holders for an acquisition or disposal of a substantial asset from a 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>Present Application Disposal of substantial assets by listed stapled group to unlisted stapled fund - responsible entities of asset-owning trust (part of the listed stapled group) and asset-acquiring fund (part of the unlisted stapled fund) are wholly owned subsidiaries of the same entity, which is a component entity of the listed stapled group - listed stapled group holds approximately 19.6% of the units in the unlisted stapled fund - no related party of listed stapled group has a substantial holding in the unlisted stapled fund -- unrelated third party investors hold remainder of securities in unlisted stapled fund - no incentive and limited potential to shift value from listed entity to the unlisted fund by disposing of the relevant assets at an undervalue.</p>

Rule Number	10.1
Date	2/12/2008
ASX Code	SGB
Listed Company	ST GEORGE BANK LIMITED
Waiver Number	WLC080380-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants St George Bank Limited (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit the Company to dispose of the following assets (the "Assets") to Westpac Banking Corporation ("Westpac"), in connection with effecting the merger between the Company and Westpac by way of a scheme of arrangement between the Company and its shareholders as approved by the Company's shareholders on 13 November 2008:</p> <ol style="list-style-type: none"> 1. short term tradeable securities and longer term tradeable securities for approximately \$15-20 billion and \$5-10 billion respectively; and 2. other assets of the Company which will result in the Company's treasury function being absorbed within the Westpac's treasury function, <p>without obtaining security holder approval.</p>
Basis For Decision	<p>Underlying Policy Requirement to obtain approval of security holders for an acquisition or disposal of a substantial asset from a 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>Present Application Proposed transfer of tradeable securities and treasury functions from the Company to Westpac - transfer taking place as part of effecting the merger between the Company and Westpac - Company not wholly owned subsidiary of Westpac at the time of the transfer due to the existence of hybrid securities issued by the Company which are yet to be redeemed or acquired under compulsory acquisition procedures - following implementation of scheme of arrangement, Westpac the only ordinary shareholder in the Company - application of listing rule 10.1 is only technical in these circumstances - waiver granted.</p>

Rule Number	10.11
Date	8/12/2008
ASX Code	BOQ
Listed Company	BANK OF QUEENSLAND LIMITED.
Waiver Number	WLC080373-002
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Bank of Queensland Limited (the "Company") a waiver from listing rule 10.11 to the extent necessary to permit the Company to issue up to \$10,000 worth of shares to related parties who participate in an offer under the Plan.
Basis For Decision	<p>Underlying Policy 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>Present Application ASIC Class Order 02/831 contemplates issue of not more than \$5,000 worth of securities under a security purchase plan without a prospectus - ASIC relief granted to Company to issue \$10,000 worth of securities under Company Plan - all security holders able to participate on equal terms - listing rule 10.12 exception 8 intended to permit director participation in security purchase plan - Company Plan within spirit of the exception.</p>

Rule Number	10.11
Date	4/12/2008
ASX Code	BEN
Listed Company	BENDIGO AND ADELAIDE BANK LIMITED
Waiver Number	WLC080374-002
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Bendigo and Adelaide Bank Limited (the "Company") a waiver from listing rule 10.11 to the extent necessary to permit the Company to issue up to \$7,000 worth of shares to related parties who participate in an offer under the Plan.
Basis For Decision	<p>Underlying Policy 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>Present Application ASIC Class Order 02/831 contemplates issue of not more than \$5,000 worth of securities under a share purchase plan without a prospectus - ASIC relief granted to Company to issue up to \$10,000 worth of securities under a company SPP in the 12 month period- company already conducted a raising under a share purchase plan under CO 02/831 in March 2008 offering a maximum of \$2,880 worth of shares- ASIC relief provided to allow Company to offer a further \$7,000 worth of shares- all security holders able to participate on equal terms- listing rule 10.12 exception 8 intended to permit director participation in security purchase plan - Company SPP within spirit of the exception.</p>

Rule Number	10.11
Date	2/12/2008
ASX Code	IOF
Listed Company	ING OFFICE FUND
Waiver Number	WLC080378-004
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants ING Office Fund (the "Fund"), a waiver from the following listing rules to the extent necessary to permit the Fund to undertake a capital raising by way of an institutional placement in conjunction with an accelerated non-renounceable entitlement offer of stapled securities to raise approximately \$500 million (the "Rights Issue"), without securityholder approval and according to the timetable submitted to ASX.</p> <p>1. Listing rules 7.1 and 10.11 to the extent necessary to permit the Fund to conduct the Rights Issue without security holder approval, on condition that the Rights Issue complies with the following.</p> <p>1.1. On or before the Record Date, security holders who are believed by the Fund or the underwriters to the Rights Issue to be persons to whom offers of stapled securities may be made without a product disclosure statement in accordance with Part 7.9 of the Corporations Act 2001 ("Institutional Securityholder") may be invited by the Fund to subscribe for a number of stapled securities equal to their pro rata allocation of the Rights Issue ("Institutional Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer.</p> <p>1.2. Entitlements not taken up by Institutional Securityholders under the Institutional Entitlement Offer, and, if the underwriters determine, entitlements which would have been offered to investors excluded under listing rule 7.7.1 (the "Foreign Excluded Investors") are offered to other Institutional Securityholders (including such investors who are not security holders as at the Record Date) through a bookbuild process conducted and completed on or before the Record Date ("Institutional Bookbuild").</p> <p>1.3. Institutional Securityholders and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations reduced accordingly.</p> <p>1.4. All security holders, other than security holders who receive an offer in the Institutional Entitlement Offer and Foreign Excluded Investors, are offered a number of stapled securities equal to their pro rata allocations of the Entitlement Offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer ("Retail Foreign Excluded Investors").</p> <p>1.5. Stapled securities are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.6. Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are included in the offer documents to be sent to all security holders.</p>

Register of ASX Listing Rule Waivers

Basis For Decision	<p>Underlying Policy 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>Present Application Accelerated entitlement offer - functionally equivalent to non-renounceable pro rata offer - first round offer to institutional holders -second round offer to retail 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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Rule Number	10.11
Date	1/12/2008
ASX Code	TSE
Listed Company	TRANSFIELD SERVICES LIMITED
Waiver Number	WLC080381-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Transfield Services Limited (the "Company"), a waiver from the following listing rules to the extent necessary to permit the Company to undertake a capital raising of approximately A\$250 million comprising an accelerated non-renounceable entitlement offer of the Company's ordinary shares (the "Entitlement Offer") and an institutional placement of the Company's ordinary shares (the "Placement") (collectively the "Capital Raising") without securityholder approval and according to the timetable submitted to ASX.</p> <p>1.1. Listing rules 7.1 and 10.11 to the extent necessary to permit the Company to conduct the Entitlement Offer without security holder approval, on condition that the Entitlement Offer complies with the following.</p> <p>1.1.1. On or before the Record Date, security holders who are believed by the Company or the lead managers to the Entitlement Offer to be exempt investors in accordance with Chapter 6D of the Corporations Act 2001 ("Exempt Investors") may be invited by the Company to subscribe for a number of securities equal to their pro rata allocation of the Entitlement Offer ("Institutional Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer.</p> <p>1.1.2. Entitlements not taken up by Exempt Investors under the Institutional Entitlement Offer, and, if the lead managers determine, entitlements which would have been offered to investors excluded under listing rule 7.7.1 (the "Foreign Excluded Investors") are offered to Exempt Investors (including investors who are not security holders as at the Record Date) through a bookbuild process conducted and completed on or before the Record Date ("Institutional Bookbuild").</p> <p>1.1.3. Exempt Investors and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations reduced accordingly.</p> <p>1.1.4. All security holders, other than security holders who receive an offer in the Institutional Entitlement Offer and Foreign Excluded Investors, are offered a number of securities equal to their pro rata allocations of the Entitlement Offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer ("Retail Foreign Excluded Investors").</p> <p>1.1.5. Securities are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.1.6. Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are included in the offer documents to be sent to all security holders.</p>

Register of ASX Listing Rule Waivers

Basis For Decision	<p>Underlying Policy 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>Present Application Accelerated entitlement offer - functionally equivalent to non-renounceable pro rata offer - first round offer to institutional holders -second round offer to retail holders - all offers at the same price - related parties do not participate beyond pro rata allocations .</p>
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Rule Number	10.14
Date	1/12/2008
ASX Code	QHL
Listed Company	QUICKSTEP HOLDINGS LIMITED
Waiver Number	WLC080379-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Quickstep Holdings Limited ("the Company"), a waiver from listing rule 10.14 to the extent necessary to permit the Company not to seek shareholder approval in order to issue a one off special grant of up to 882,353 shares in the Company by way of a loyalty and retention bonus to Mr Phillippe Odouard, as contemplated by the terms of his employment agreement with the Company dated 23 September 2008.
Basis For Decision	<p>Underlying Policy Requirement to obtain approval of security holders for an issue of securities to related party even if under an employment incentive scheme - directed at preventing related party obtaining securities on advantageous terms and increasing their holding disproportionately to other holdings - only unassociated security holders' votes are counted - protects security holders' interests by supplementing the related party provisions of the Corporations Act.</p> <p>Present Application Newly appointed director to be granted securities as part of overall remuneration package - offer of securities made prior to appointment - not a related party at the time remuneration package was negotiated - no purported ability to exert influence over entity to issue securities on advantageous terms at time of appointment.</p>

Rule Number	14.7
Date	3/12/2008
ASX Code	VEC
Listed Company	VECTOR RESOURCES LIMITED
Waiver Number	WLC080382-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Vector Resources Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue:</p> <p>1.1. 40,000,000 fully paid ordinary to the Columbia Mining Corporation ("the Vendor") shareholders;</p> <p>1.2. 10,000,000 options to acquire shares in the Company to the Vendor's shareholders on the same terms as the Company's options which are currently quoted on ASX (exercise price of \$0.20 and an expiry date of 30 June 2012) (collectively the first consideration ("First Consideration")); and</p> <p>1.3. 30,000,000 quoted options ("Incentive and Facilitator Options") to Indian Ocean Capital Pty Ltd or its nominees. on the same terms and conditions as approved by shareholders at the general meeting held on 5 September 2008, later than 30 September 2008 on the following conditions:</p> <p>1.4. that the Company issues the First Consideration and Incentive and Facilitator Options on a date no later than 5 December 2008; and</p> <p>1.5. that the Company immediately releases the terms of this waiver to the market.</p>
Basis For Decision	<p>Underlying Policy 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 - supports listing rule requirements.</p> <p>Present Application Shareholder approval was given to issue securities in consideration of 100% of the issued capital of Columbia Mining Corporation - entity obtained shareholder approval on 5 September 2008 - notice of meeting stated that shares and options to be issued on 30 September 2008 - issue subject to Columbian Government department approval - delays beyond control of Company and Vendor - Company requests for extension to finalise Proposed Transaction - issue of securities to occur within 3 months of shareholder approval on 5 September 2008 - timeframe is longer than disclosed in notice of meeting but still within the 3 months permitted for such approvals under listing rule 7.3.2 - securities to be issued for non-cash consideration - deemed issue price stated in notice of meeting - fixed number of shares - company's share price has declined since date of meeting - change in company's circumstances not relevant to the appropriateness of granting an extension of time for completion of the issue beyond the period stated in the notice of meeting.</p>