



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

**16 to 30 November 2010**

**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>	1.1 condition 3
<b>Date</b>	22/11/2010
<b>ASX Code</b>	QRN
<b>Listed Company</b>	QR NATIONAL LIMITED
<b>Waiver Number</b>	WLC100369-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants QR National Limited ("the Company") a waiver from listing rule 1.1 condition 3 in respect of the following.</p> <p>1.1. Item 108 of Appendix 1A to the extent necessary that the Company not be required to include the statement that the Offer Document contains all the information that would be required in a prospectus under section 710 of the Corporations Act, on condition that the Offer Document contains a statement to the effect that the Offer Document contains all the information known to the State that the State believes to be material for investors to make a decision as to whether or not to invest in shares in the Company.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing rule 1.1 condition 3 - item 108 of Appendix 1A Requirement for prospectus or product disclosure statement or if ASX agrees, information memorandum - provides platform for continuous disclosure - necessary to adequately inform the market - requirement in item 108 of Appendix 1A that information memorandum includes a statement confirming that all the information that would be required under section 710 of Corporations Act if the information memorandum was a prospectus is included in information memorandum.</p> <p><b>Present Application</b>  Company is a government owned corporation of the State of Queensland - offer document for sale of shares to be prepared in connection with listing - prospectus provisions in the chapter 6D of the Corporations Act do not bind the Crown in right of a State - offer document is not to be a prospectus under Corporations Act, therefore an information memorandum for the purposes of listing rule 1.1 condition 3 - usual requirement of paragraph 108 of Appendix 1A in relation to companies that use an information memorandum is that the document state that it contains the information that would have been required in a prospectus - the making of this statement in the information memorandum may have the effect of importing a liability standard equivalent to the prospectus regime in chapter 6D of the Corporations Act, to which the Crown in right of the State of Queensland is specifically not made subject by the Corporations Act - a suitable alternative to the statement required by paragraph 108 is to be included in the offer document by the issuer to demonstrate that the information memorandum forms a suitable basis for the Company's disclosure - policy that an adequate basis for continuous disclosure is established by an entity's listing document is maintained.</p>

<b>Rule Number</b>	1.1 condition 3
<b>Date</b>	22/11/2010
<b>ASX Code</b>	QRN
<b>Listed Company</b>	QR NATIONAL LIMITED
<b>Waiver Number</b>	WLC100369-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants QR National Limited ("the Company") a waiver from listing rule 1.1 condition 3 in respect of the following.</p> <p>1.1. Item 109 of Appendix 1A to the extent necessary that the Company not be required to include in the Offer Document the signature of every director, and proposed director, of the Company on condition that the Offer Document is authorised by the State, and is signed for and on behalf of the State by the Treasurer of Queensland.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing rule 1.1 condition 3 - item 109 of Appendix 1A  Information to be provided with listing application - signature of every director or proposed director of entity personally or by person authorised in writing by director - protects security holders' interests.</p> <p><b>Present Application</b>  Company is a government owned corporation of the State of Queensland - offer document for sale of shares by the State to be prepared in connection with listing - prospectus provisions in the chapter 6D of the Corporations Act do not bind the Crown in right of a State - offer document is not to be a prospectus under Corporations Act, therefore an information memorandum for the purposes of listing rule 1.1 condition 3 - usual requirement of item 109 of Appendix 1A in relation to companies that use an information memorandum is that the offer document contain the signature of every director, and proposed director, of the company personally or by a person authorised in writing by the director - offer document has been prepared pursuant to a process under the direction of the State government - directors of company have not been directly involved in the preparation of the offer document - not appropriate for directors of company to sign off on an information memorandum the composition of which they have not been responsible for - offer document to be authorised by the State and signed for and on behalf of the State by the Treasurer of Queensland - suitable alternative to inclusion of signatures of directors in context of sell-down of shares by the State.</p>

<b>Rule Number</b>	1.1 condition 11
<b>Date</b>	19/11/2010
<b>ASX Code</b>	BPH
<b>Listed Company</b>	BPH CORPORATE LTD
<b>Waiver Number</b>	WLC100359-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants BPH Corporate Limited (the "Company") a waiver from listing rule 1.1 condition 11 to the extent necessary to permit the Company to have on issue the following unquoted options:</p> <p>1.1. 6,000,000 options exercisable at \$0.147 each on or before 31 December 2010;</p> <p>1.2. 500,000 options issued under an employee incentive scheme each exercisable at the average amount determined by the market price for the 5 days prior to exercise and expiring on 17 October 2011;</p> <p>1.3. 500,000 options issued under an employee incentive scheme each exercisable at the average amount determined by the market price for the 5 days prior to exercise and expiring on 29 April 2013;</p> <p>1.4. 2,550,000 options issued under an employee incentive scheme each exercisable at 14.7 cents and expiring on 1 June 2013; and</p> <p>1.5. 1,000,000 options issued under an employee incentive scheme each exercisable at 14.7 cents and expiring on 16 December 2013.</p> <p>2. ASX has considered listing rule 1.1 condition 11 only and makes no statement as to the Company's compliance with other listing rules.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Exercise price of options must be at least 20 cents - supports listing rule 2.1 condition 2 - demonstrates quality - supports ASX market.</p> <p><b>Present Application</b> Existing unquoted options issued by the Company with exercise prices less than 20 cents - existing options represent 3.07% of the Company's fully diluted issued capital on pre-capital raising basis - Company issuing a prospectus to raise \$10,000,000 (with oversubscriptions of up to a further \$10,000,000) - the existing options will represent 2.52% of the issued capital on a fully diluted basis (assuming no oversubscriptions) held by 13 holders- Company required to comply with chapters 1 and 2 pursuant to the application of listing rule 11.1.3 - Company will raise funds under prospectus at no less than 20 cents each - existence of this number of unquoted options with an exercise price of \$0.147 each and further options with exercise price based on previous market price would not undermine the 20 cent rule in the circumstances.</p>

<b>Rule Number</b>	6.23.2
<b>Date</b>	19/11/2010
<b>ASX Code</b>	CGG
<b>Listed Company</b>	CITADEL RESOURCE GROUP LIMITED
<b>Waiver Number</b>	WLC100361-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Citadel Resource Group Limited (the "Company") a waiver from the following listing rules.</p> <p>1.1 Listing rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration and without shareholder approval the following.</p> <p>1.1.1 up to 41,500,000 unquoted options expiring 31 December 2010 exercisable at 19.68 cents,</p> <p>1.1.2 up to 10,000,000 unquoted options expiring 1 August 2013 exercisable at 34.68 cents,</p> <p>1.1.3 up to 1,000,000 unquoted options expiring 27 November 2014 exercisable at 29.68 cents and</p> <p>1.1.4 up to 6,079,165 unquoted options expiring 11 June 2014 exercisable at 24.04 cents (together, the "Options").</p> <p>1.2 Listing rule 6.23.4 to the extent necessary to amend the terms of conditions of the Options to permit their transfer and/or cancellation.</p> <p>2. The waivers in resolutions 1.1 and 1.2 are subject to the following conditions.</p> <p>2.1 The off market takeover bid from Equinox Minerals Limited (the "Bidder") for all the Company's shares has been declared unconditional.</p> <p>2.2 The Bidder has acquired voting power in the Company of at least 50.1%.</p>
<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> Entity subject to takeover bid - consideration for unquoted options granted by target to be by way of cash and scrip payment equivalent to intrinsic value of options - requirement to receive security holder approval for cancellation of options for consideration is superfluous in these circumstances - waiver granted on condition that bidder has obtained greater than 50% voting power and offer is unconditional.</p>

<b>Rule Number</b>	6.23.2
<b>Date</b>	19/11/2010
<b>ASX Code</b>	DOM
<b>Listed Company</b>	DOMINION MINING LIMITED
<b>Waiver Number</b>	WLC100362-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Dominion Mining Limited (the Company") a waiver from listing rule 6.23.2 to the extent necessary to permit the Company to do the following:</p> <p>1.1. Cancel for consideration and without shareholder approval, all options issued by the Company, on the following conditions.</p> <p>1.1.1. Shareholders of the Company and a Court of competent jurisdiction (the "Court") approve a scheme of arrangement between the Company and its shareholders under Part 5.1 of the Corporations Act 2001 (Cth) ("Scheme") as a result of which all of the shares in the capital of the Company on issue at the Scheme record date will be transferred to Kingsgate Consolidated Limited ("Kingsgate").</p> <p>1.1.2. Full details of the cancellation of unquoted options are clearly set out to ASX's satisfaction in the Scheme booklet.</p> <p>1.2. Cancel for consideration and without shareholder approval, all performance rights issued by the Company, on the following conditions.</p> <p>1.2.1. Shareholders of the company and the Court approve the Scheme as a result of which all of the shares in the capital of the Company on issue at the Scheme record date will be transferred to Kingsgate.</p> <p>1.2.2. Full details of the cancellation of performance rights are clearly set out to ASX's satisfaction in the Scheme booklet.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Cancellation of option 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 the issue of shares in Kingsgate Consolidated Limited - terms of option cancellation to be disclosed in scheme booklet - requirement to receive security holder approval for cancellation of options for consideration is superfluous - performance rights equivalent in terms to an option - consideration offered by acquirer for cancellation of unquoted performance rights - terms of performance rights cancellation to be disclosed in scheme booklet - requirement to receive security holder approval for cancellation of performance rights for consideration is superfluous.</p>

<b>Rule Number</b>	6.23.2
<b>Date</b>	3/11/2010
<b>ASX Code</b>	INP
<b>Listed Company</b>	INNAMINCKA PETROLEUM LIMITED
<b>Waiver Number</b>	WLC100363-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Innamincka Petroleum Limited (the "Company") a waiver from listing rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration and without shareholder approval, 8,366,671 employee options issued by the Company, on the following conditions.</p> <p>1.1 Shareholders of the Company and a Court of competent jurisdiction (the "Court") approve a scheme of arrangement between the Company and its shareholders under Part 5.1 of the Corporations Act 2001 (Cth) (the "Act") as a result of which all of the shares in the capital of the Company on issue at the scheme record date will be transferred to Drillsearch Energy Limited (the "Scheme").</p> <p>1.2 Full details of the cancellation of employee options are clearly set out to ASX's satisfaction in the Scheme booklet.</p>
<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 employee 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 employee options - terms of employee options cancellation to be disclosed in scheme booklet - requirement to receive security holder approval for cancellation of employee options for consideration is superfluous.</p>

<b>Rule Number</b>	6.23.2
<b>Date</b>	17/11/2010
<b>ASX Code</b>	MSL
<b>Listed Company</b>	THE MAC SERVICES GROUP LIMITED
<b>Waiver Number</b>	WLC100366-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants The MAC Services Group Limited (the "Company") a waiver from listing rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration and without shareholder approval, up to 845,045 performance rights granted or issued by the Company, on the following conditions.</p> <p>1.1 Shareholders of the Company and a Court of competent jurisdiction (the "Court") approve a scheme of arrangement between the Company and its shareholders under Part 5.1 of the Corporations Act 2001 (Cth) (the "Act") as a result of which all of the shares in the capital of the Company on issue at the scheme record date will be transferred to PTI Holding Company 2 Pty Limited (the "Scheme").</p> <p>1.2 Full details of the cancellation of performance rights are clearly set out to ASX's satisfaction in the Scheme Booklet.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Cancellation of option 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 performance rights will be cancelled as part of a merger to be effected through a scheme of arrangement - consideration offered by acquirer for cancellation of unquoted performance rights - terms of performance rights cancellation to be disclosed in scheme booklet - requirement to receive security holder approval for cancellation of performance rights for consideration is superfluous.</p>



<b>Rule Number</b>	6.23.4
<b>Date</b>	19/11/2010
<b>ASX Code</b>	CGG
<b>Listed Company</b>	CITADEL RESOURCE GROUP LIMITED
<b>Waiver Number</b>	WLC100361-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Citadel Resource Group Limited (the "Company") a waiver from the following listing rules.</p> <p>1.1 Listing rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration and without shareholder approval the following.</p> <p>1.1.1 up to 41,500,000 unquoted options expiring 31 December 2010 exercisable at 19.68 cents,</p> <p>1.1.2 up to 10,000,000 unquoted options expiring 1 August 2013 exercisable at 34.68 cents,</p> <p>1.1.3 up to 1,000,000 unquoted options expiring 27 November 2014 exercisable at 29.68 cents and</p> <p>1.1.4 up to 6,079,165 unquoted options expiring 11 June 2014 exercisable at 24.04 cents (together, the "Options").</p> <p>1.2 Listing rule 6.23.4 to the extent necessary to amend the terms of conditions of the Options to permit their transfer and/or cancellation.</p> <p>2. The waivers in resolutions 1.1 and 1.2 are subject to the following conditions.</p> <p>2.1 The off market takeover bid from Equinox Minerals Limited (the "Bidder") for all the Company's shares has been declared unconditional.</p> <p>2.2 The Bidder has acquired voting power in the Company of at least 50.1%.</p>
<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 the approval of holders of issued ordinary securities - maintains balance between rights of holders of ordinary securities and holders of options.</p> <p><b>Present Application</b> Entity subject to takeover bid - unquoted options granted by target entity have term that they cannot be transferred -- requirement to receive security holder approval for cancelling options for consideration is superfluous in these circumstances - waiver granted on condition that bidder has obtained greater than 50% voting power and offer is unconditional.</p>

<b>Rule Number</b>	6.24
<b>Date</b>	25/11/2010
<b>ASX Code</b>	UCL
<b>Listed Company</b>	UNION RESOURCES LIMITED
<b>Waiver Number</b>	WLC100371-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Union 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 26,474,419 quoted options (UCL0) exercisable at \$0.02 each on or before 30 November 2010 (the "Options"), on the following conditions.</p> <p>1.1. The information required by paragraph 6.1 of Appendix 6A is provided to the Company Announcements Office no later than 1 December 2010 together with a statement that an option expiry notice will not be sent to Option holders.</p> <p>1.2. If the market price of the Company's ordinary shares exceeds \$0.015 before 31 December 2010 the Company immediately sends an option expiry notice to Option holders.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> Likelihood of Option holders exercising the 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>

<b>Rule Number</b>	7.3.8
<b>Date</b>	18/11/2010
<b>ASX Code</b>	KBL
<b>Listed Company</b>	KIMBERLEY METALS LIMITED
<b>Waiver Number</b>	WLC100365-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Kimberley Metals Limited (the "Company") a waiver from the following listing rule.</p> <p>1.1. Listing rule 7.3.8 to the extent necessary to permit the resolution in the Company's notice of shareholders' meeting seeking approval for the issue of ordinary shares under a proposed share purchase plan in accordance with Australian Securities and Investments Commission Class Order 09/425 ("SPP") not to include a voting exclusion statement, on condition that any votes cast on that resolution by any proposed underwriter or sub-underwriter of the SPP are disregarded.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Notice of meeting requirement - approval of an issue of securities for listing rule 7.1 purposes - voting exclusion statement required to exclude votes of security holders who may participate in the issue - security holders who participate in issue may receive a benefit over and above other security holders that do not participate equally in the issue - voting exclusion statement not required where security holders may all participate on equal basis and there is limited scope for an individual holder to increase their proportionate holding.</p> <p><b>Present Application</b>  ASIC class order 09/425 contemplates issue of not more than \$15,000 worth of securities under a security purchase plan without a prospectus - all security holders able to participate on equal terms - all security holders able to participate on equal terms - waiver granted to permit votes of security holders who participate in the SPP only to the extent of their entitlement to be counted - no shareholder has a greater interest in the outcome of the resolution than any other shareholder - policy of the carve-out from the requirement for a voting exclusion statement in listing rule 7.3.8 is upheld.</p>

<b>Rule Number</b>	9.1.3
<b>Date</b>	30/11/2010
<b>ASX Code</b>	LZC
<b>Listed Company</b>	LAZCO LIMITED
<b>Waiver Number</b>	WLC100375-001
<b>Decision</b>	<p>1. Based solely on the information provided, in connection with a proposal by Lazco Limited (the "Company") to acquire the issued capital of Site Group Holdings Pty Limited ("Site") pursuant to a Share and Option Sale Agreement between the Company and the Site securityholders under which the Company will issue one share in the Company in exchange for each share in Site ("Site Purchase Agreement"), and re-comply with chapters 1 and 2 of the Listing Rules and seek reinstatement of its securities to official quotation, ASX Limited ("ASX") does each of the following.</p> <p>1.1. Grants the Company a waiver from listing rule 9.1.3 to the extent necessary to apply the restrictions in paragraph 1, paragraph 2, or paragraph 10 of Appendix 9B (as applicable) to the shares to be issued by the Company to the existing shareholders of Site under the Site Purchase Agreement, as follows.</p> <p>1.1.1. The shares issued to the Site securityholders who subscribed cash for their shares in Site are treated as being held by related party or promoter seed capitalists, or unrelated seed capitalists, of the Company, as appropriate to each Site securityholder.</p> <p>1.1.2. Cash formula relief is applicable to those shares that are issued to persons who subscribed for their shares in Site for cash consideration.</p> <p>1.1.3. The escrow period for securities issued to promoter or related party seed capitalists of Site and which are subject to 24 months escrow will begin on the date of the reinstatement to quotation of the Company's securities following its compliance with chapters 1 and 2 of the Listing Rules.</p> <p>1.1.4. Shares transferred by the founding shareholder of Site to various other holders will be treated for the purposes of determining the escrow period applicable to those shares as being held by the founding shareholder.</p> <p>1.1.5. For the purpose of determining the length of the escrow period for shares issued to non-related seed capitalists of Site and which are subject to 12 months escrow, the 12 months escrow period will be deemed to begin on the date on which shares in Site were issued to those persons.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Holder of restricted securities is not permitted to realise a benefit from restricted securities during escrow period - holder and controllers must enter into restriction agreement - security certificates must be held by bank trustee or securities must be subject to holding lock - protects integrity of the ASX market - ensures that promoters, vendors etc do not receive benefit until the value of the entities business and services provided or asset vended to entity has become apparent and is reflected in the market price of entities securities.</p> <p><b>Present Application</b>  "Look through structure" - assets/business held by unlisted</p>

## Register of ASX Listing Rule Waivers

	<p>company - unlisted company has issued shares for cash consideration at various times - unlisted company to merge with listed company by way of 1:1 share exchange - share exchange transaction has facilitates acquisition of assets and business of the unlisted company by the listed company - no assets or value will be retained by the unlisted company securityholders other than through their capacity as securityholders of the listed company -- transaction is a backdoor listing to which chapters 1 and 2 of the Listing Rules apply - unlisted company a classified asset - securities of unlisted company classified assets - securities of listed company issued as consideration under share exchange transaction are restricted securities - artificial to treat existing unlisted company shareholders who provided seed capital to the unlisted company as vendors of classified assets without benefit of cash formula - waiver granted to permit unlisted company securityholders to be treated as if seed capitalists of the Company - cash formula relief applicable using conversion ratio calculation (1:1) - "backdate" the beginning of escrow period to the date shares were originally issued to unrelated seed capitalists in the unlisted company.</p>
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<b>Rule Number</b>	9.7
<b>Date</b>	22/11/2010
<b>ASX Code</b>	CBZ
<b>Listed Company</b>	CBIO LIMITED
<b>Waiver Number</b>	WLC100360-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants CBio Limited (the "Company") a waiver from listing rule 9.7 to the extent necessary to permit Mr Anthony Douglas Gillett and Marie Gillett to transfer 15,000 restricted options (the "Restricted Securities") to Retirewell Commercial Services Pty Ltd as trustee for the Gillett Super Fund on the following conditions:</p> <p>1.1. A new restriction agreement is entered into for the balance of the escrow period of the Restricted Securities.</p> <p>1.2. A new restriction agreement is immediately re-logged with the provider of the registry services to the Company.</p> <p>1.3. The provider of registry services to the Company provides its undertaking to impose a holding lock on 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> Change of holding from personal to superfund account - no effective change in beneficial ownership - waiver granted to permit change in legal ownership on condition that a new restriction agreement is entered into by the new registered holders - securities remain restricted for balance of escrow period.</p>

<b>Rule Number</b>	9.7
<b>Date</b>	28/10/2010
<b>ASX Code</b>	NCR
<b>Listed Company</b>	NUCOAL RESOURCES NL
<b>Waiver Number</b>	WLC100367-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants NuCoal Resources NL (the "Company") a waiver from listing rule 9.7 to the extent necessary to permit the Company to allow Dr. Dirk Ruttgers Vermögensverwaltung GmbH ("DRV") to transfer a total of 1,389,316 fully paid ordinary shares beneficially owned by the Crocodile Capital Global Focus Fund ("CCGFF"), which are the subject of a restriction agreement that is effective for a period of 24 months from the quotation of the Company's securities on ASX and expires on 17 February 2012 (the "Escrowed Securities"), to HSBC Custody Nominees (Australia) Limited ("HSBC") on the following conditions.</p> <p>1.1 The Escrowed Securities are transferred only to the extent that HSBC receives only the number of Escrowed Securities to which the Crocodile Capital Global Focus Fund ("CCGFF") is beneficially entitled as a shareholder of the Company ("CCGFF Escrowed Securities").</p> <p>1.2 HSBC executes a restriction agreement in the form of an Appendix 9A in respect of the relevant number of CCGFF Escrowed Securities for the balance of the escrow period, ending 17 February 2012 (the "New Restriction Agreement").</p> <p>1.4 The Company instructs its share registry to immediately reinstate a holding lock on the CCGFF Escrowed Securities for the balance of the escrow period, ending 17 February 2012 and not to remove the holding lock without ASX's prior 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> Change of Nominee only - no change in beneficial ownership - transfer does not offend principles of escrow as the securities remain untradeable - securities beneficially held by shareholder via nominee albeit a different nominee - waiver granted to permit change of legal ownership on condition that new restriction agreements are entered into.</p>

<b>Rule Number</b>	10.11
<b>Date</b>	18/11/2010
<b>ASX Code</b>	KBL
<b>Listed Company</b>	KIMBERLEY METALS LIMITED
<b>Waiver Number</b>	WLC100365-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Kimberley Metals Limited (the "Company") a waiver from the following listing rule.</p> <p>1.1. Listing rule 10.11 to the extent necessary to permit the Company to issue up to \$10,000 worth of securities to each of its related parties under the SPP without obtaining shareholder approval, on condition that all related parties are offered shares under the SPP on the same terms as other shareholders.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Requirement to obtain approval of security holders to an issue of securities to related party - directed at preventing related party obtaining securities on advantageous terms and increasing their 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> ASIC class order 09/425 contemplates issue of not more than \$15,000 worth of securities under a security purchase plan without a prospectus - all security holders able to participate on equal terms - proposed terms of the SPP does not come within exception 8 of listing rule 10.12 (more than 30% of issued capital to be offered under SPP) - shareholder approval for issue under SPP to be sought - waiver granted to permit related parties to participate in the SPP, on condition that participation is on same terms as unassociated shareholders.</p>



<b>Rule Number</b>	10.13.3
<b>Date</b>	8/10/2010
<b>ASX Code</b>	TDX
<b>Listed Company</b>	TYRIAN DIAGNOSTICS LIMITED
<b>Waiver Number</b>	WLC100370-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tyrian Diagnostics Limited (the "Company") a waiver from listing rules 10.13.3 and 10.13.5 to the extent necessary to permit the Company's notice of meeting (the "Notice") to approve the issue of a maximum of \$45,000 worth of fully paid ordinary shares ("Shares") in lieu of director's fees to Mr Roger Amos (the "Chairman") to state that the Shares will be issued later than 1 month after the date of the shareholders' meeting, subject to paragraphs 1.1 and 1.2 below.</p> <p>1.1 The Notice states the following.</p> <p>1.1.1 The Shares will be issued to the Chairman in two tranches within 30 days of 31 December 2010 and 30 June 2011.</p> <p>1.1.2 The number of Shares to be issued to the Chairman in each tranche will be calculated by dividing \$22,500 by the volume weighted average trading price of the Company's shares on ASX in the 30 trading day period preceding each issue.</p> <p>1.2 The waiver in resolution 1 is subject to the following conditions.</p> <p>1.2.1 The Company releases the terms of the waiver to the market immediately.</p> <p>1.2.2 The Company's annual report for any period during which Shares are issued to the Chairman discloses details of the securities that were issued, including the percentage of the Company's issued capital represented by the Shares issued to the Chairman under the terms of the waiver.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Notice of meeting requirement - approval of an issue of securities for listing rule 10.11 purposes - statement that securities will be issued within 1 month of meeting - securities must be issued before approval is stale - approval not vitiated by change in entity's circumstances - provides certainty to security holders</p> <p><b>Present Application</b>  Securities to be issued to chairman in-lieu of director's fees - securities to be issued at volume weighted average market price of entity's shares over the 30 trading days before the issue occurs - waiver granted on condition that securities are issued within the time frame stipulated and approved by shareholders at the entity's annual general meeting - annual report discloses details of relevant securities that have been issued - potential for dilution limited in time.</p>

<b>Rule Number</b>	10.13.5
<b>Date</b>	8/10/2010
<b>ASX Code</b>	TDX
<b>Listed Company</b>	TYRIAN DIAGNOSTICS LIMITED
<b>Waiver Number</b>	WLC100370-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tyrian Diagnostics Limited (the "Company") a waiver from listing rules 10.13.3 and 10.13.5 to the extent necessary to permit the Company's notice of meeting (the "Notice") to approve the issue of a maximum of \$45,000 worth of fully paid ordinary shares ("Shares") in lieu of director's fees to Mr Roger Amos (the "Chairman") to state that the Shares will be issued later than 1 month after the date of the shareholders' meeting, subject to paragraphs 1.1 and 1.2 below.</p> <p>1.1 The Notice states the following.</p> <p>1.1.1 The Shares will be issued to the Chairman in two tranches within 30 days of 31 December 2010 and 30 June 2011.</p> <p>1.1.2 The number of Shares to be issued to the Chairman in each tranche will be calculated by dividing \$22,500 by the volume weighted average trading price of the Company's shares on ASX in the 30 trading day period preceding each issue.</p> <p>1.2 The waiver in resolution 1 is subject to the following conditions.</p> <p>1.2.1 The Company releases the terms of the waiver to the market immediately.</p> <p>1.2.2 The Company's annual report for any period during which Shares are issued to the Chairman discloses details of the securities that were issued, including the percentage of the Company's issued capital represented by the Shares issued to the Chairman under the terms of the waiver.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Notice of meeting requirement - approval of an issue of securities for listing rule 10.11 purposes - statement of issue price - statement of issue price and terms of securities - provides certainty to security holders.</p> <p><b>Present Application</b>  Formula provided for calculating issue price of securities - securities will be issued at an issue price equal to the volume weighted average of the trading price of the Company's shares in the 30 days preceding the issue - waiver granted to permit entity to state formula for calculating maximum number of securities in the notice of annual general meeting.</p>

<b>Rule Number</b>	10.15A.2
<b>Date</b>	21/10/2010
<b>ASX Code</b>	JML
<b>Listed Company</b>	JABIRU METALS LIMITED
<b>Waiver Number</b>	WLC100364-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Jabiru Metals Limited (the "Company") a waiver from listing rule 10.15A.2 to the extent necessary to permit the Company's 2010 notice of annual general meeting ("Notice") seeking shareholder approval for the issue of performance rights under the Company's Executive Incentive Scheme ("EIS") pursuant to listing rule 10.14, not to state a maximum number of performance rights that may be issued to the Company's Managing Director, Mr Comb, on the condition that the notice includes the formula by which the number of performance rights to be granted is calculated.
<b>Basis For Decision</b>	<p>Underlying Policy  Notice of meeting requirement - approval of acquisition of securities for listing rule 10.14 purposes - statement of the maximum number of entitlements to be issued - provides certainty to security holders.</p> <p>Present Application  Executive incentive scheme - maximum number of entitlements to be acquired based on formula and future security price - maximum number not ascertainable - waiver granted on condition that notice contains sufficient information about the method of calculating entitlements.</p>

<b>Rule Number</b>	14.7
<b>Date</b>	18/11/2010
<b>ASX Code</b>	NGY
<b>Listed Company</b>	NUENERGY CAPITAL LIMITED
<b>Waiver Number</b>	WLC100368-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants NuEnergy Capital Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue 40,000,000 ordinary shares to the shareholders of Indon CBM Ltd and up to 16,071,428 ordinary shares pursuant to a prospectus dated 13 August 2010 (together "the Securities") later than 3 months after the shareholder meeting approving the issue, on the following conditions.</p> <p>1.1. The Securities are issued no later than 31 December 2010 and otherwise on the same conditions as approved by shareholders on 25 August 2010.</p> <p>1.2. The terms of the waiver are released to the market immediately.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If a notice of meeting states that an entity will do something that the listing rules require it to do, the entity must do that thing - supports listing rule requirements</p> <p><b>Present Application</b> Shareholder approval obtained for the issue of securities as part of re-compliance with chapters 1 and 2 of the listing rules - delay with placement and settlement- notice of meeting stated that securities must be issued within three months - company's circumstances have not changed since shareholder approval obtained - company's securities remain suspended from official quotation pending capital restructure - waiver granted to allow securities to be issued by 31 December 2010 - Company to announce waiver immediately.</p>

<b>Rule Number</b>	14.7
<b>Date</b>	17/11/2010
<b>ASX Code</b>	VCL
<b>Listed Company</b>	VICULUS LIMITED
<b>Waiver Number</b>	WLC100372-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Viculus Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue 763,246 ordinary shares fully paid to each of M&amp;M Driscoll Nominees Pty Ltd and A.R. Roblex Pty Ltd, as approved by shareholders at the general meeting held on 30 August 2010 on the following conditions.</p> <p>1.1 The shares are issued by no later than 30 November 2010.</p> <p>1.2 The Company immediately releases the terms of this waiver to the market.</p>
<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 given to issue shares to three parties in connection with the effectuation of a deed of company arrangement - deed of company arrangement effectuated only one day prior to one month time limit in which to issue securities - Company failed to issue securities to two parties within required timeframe - Company's securities are suspended from official quotation - circumstances have not changed since shareholder approval was obtained - Company to announce waiver to the market - waiver granted to permit shares to be issued by 30 November 2010.</p>