



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

**1 to 15 October 2011**

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

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

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<b>Rule Number</b>	3.20.2
<b>Date</b>	5/10/2011
<b>ASX Code</b>	COF
<b>Listed Company</b>	COFFEY INTERNATIONAL LIMITED
<b>Waiver Number</b>	WLC110283-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Coffey International Limited (the "Company") the following waivers in connection with the Company undertaking a capital raising to raise between \$40 and \$50 million by way of an accelerated non-renounceable entitlement offer of its ordinary shares (the "Entitlement Offer") and a placement ("Placement").</p> <p>1.1. A waiver from 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 to ASX, 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 open of trading on that day, and all other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> Accelerated non-renounceable entitlement offer - functionally equivalent to non-renounceable pro rata offer - waiver granted on condition that the timetable is acceptable to ASX.</p>

<b>Rule Number</b>	3.20.2
<b>Date</b>	14/10/2011
<b>ASX Code</b>	ERA
<b>Listed Company</b>	ENERGY RESOURCES OF AUSTRALIA LIMITED
<b>Waiver Number</b>	WLC110302-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Energy Resources of Australia Ltd (the "Company") waivers from the following listing rules, in connection with the Company's undertaking a capital raising by way of an accelerated renounceable entitlement offer of the Company's securities ("Securities") (the "Entitlement Offer").</p> <p>1.1. Waivers from 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 open of trading on that day, and all other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> Accelerated renounceable entitlement offer - functionally equivalent to renounceable pro rata offer - waiver granted on condition that the timetable is acceptable to ASX.</p>

<b>Rule Number</b>	3.20.2
<b>Date</b>	13/10/2011
<b>ASX Code</b>	SUL
<b>Listed Company</b>	SUPER RETAIL GROUP LIMITED
<b>Waiver Number</b>	WLC110299-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Super Retail Group Limited (the "Company") the following waivers, in connection with the Company's undertaking a capital raising to raise approximately \$350 million by way of an accelerated renounceable pro-rata entitlement offer of ordinary shares (the "Entitlement Offer").</p> <p>1.1 A waiver from listing rules 3.20.2 and 7.40 to the extent necessary 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 open of trading on that day, and all other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> Accelerated renounceable entitlement offer - functionally equivalent to renounceable pro rata offer - waiver granted on condition that the timetable is acceptable to ASX.</p>

<b>Rule Number</b>	6.23.3
<b>Date</b>	10/10/2011
<b>ASX Code</b>	PPC
<b>Listed Company</b>	PEET LIMITED
<b>Waiver Number</b>	WLC110296-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Peet Limited (the "Company") a waiver from listing rule 6.23.3 to the extent necessary to permit the Company to seek shareholder approval to amend the terms of 1,778,669 performance rights issued to directors and executives of the Company (the "FY11 Performance Rights") by revising the method of calculation of 'return on equity' as it relates to the relevant performance condition attaching to the FY11 Performance Rights, on condition that full details of the rationale for, and potential effect of, the amendments are clearly set out to ASX's satisfaction in the Company's notice of meeting.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Sets out rules for when option terms can be changed - some terms cannot be changed even with approval of holders - maintains integrity of ASX.</p> <p><b>Present Application</b> Performance rights held by directors and executives of the entity have a performance condition relating to entity's relative three year return on equity (ROE) ranking against S&amp;P/ASX200 Industrials - entity proposing to seek shareholder approval to amend calculation of ROE with the effect of potentially improving the entity's ranking and increasing the number of performance rights that vest at the end of the three year period - amendment to ROE calculation does not automatically entitle executives to the underlying shares - affected performance rights represent only 0.56% of the entity's total issued capital - insignificant effect on market for quoted securities - waiver granted on condition that notice of meeting fully discloses details of amendments to performance condition.</p>

<b>Rule Number</b>	7.1
<b>Date</b>	5/10/2011
<b>ASX Code</b>	COF
<b>Listed Company</b>	COFFEY INTERNATIONAL LIMITED
<b>Waiver Number</b>	WLC110283-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Coffey International Limited (the "Company") the following waivers, and gives the following confirmations, in connection with the Company undertaking a capital raising to raise between \$40 and \$50 million by way of an accelerated non-renounceable entitlement offer of its ordinary shares (the "Entitlement Offer") and a placement ("Placement").</p> <p>1.1. A waiver from listing rules 7.1 and 10.11 to the extent necessary to permit the Company to conduct the Entitlement Offer without securityholder approval, on condition that the Entitlement Offer complies with the following.</p> <p>1.1.1. On or before the record date for the Entitlement Offer, securityholders who are believed by the Company or the underwriters to the Entitlement Offer to be exempt investors in accordance with Chapter 6D of the Corporations Act 2001 ("Institutional Securityholder") may be invited by the Company to subscribe for a number of ordinary shares equal to at least 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 Institutional Securityholders under the Institutional Offer and, if the underwriter to the Entitlement Offer determines, 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 securityholders as at the record date) through a bookbuild process conducted and completed on or before the record date.</p> <p>1.1.3. Institutional Securityholders and Foreign Excluded Investors who sell down their holdings before the record date have their pro rata allocations reduced accordingly.</p> <p>1.1.4. All securityholders, other than securityholders who receive an offer in the Institutional Entitlement Offer and Foreign Excluded Investors, are offered a number of ordinary shares equal to at least their pro rata allocations of the Entitlement Offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the securityholders not to be included in the pro rata offer.</p> <p>1.1.5. Ordinary shares are offered under the Institutional Entitlement Offer and the 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, including sub-underwriting agreements, and the terms of the underwriting are included in the offer documents to be sent to all securityholders.</p> <p>1.2. The Company may ignore changes in securityholdings which occur after the imposition of the trading halt in the Company's ordinary shares (other than registrations of transactions which were effected through ASX Trade before the trading halt).</p> <p>1.3 In respect of securityholdings registered in the name of a nominee the following will apply.</p>

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	<p>1.3.1. The nominee shall be treated as a separate securityholder in respect of ordinary shares held for each of one or more Institutional Securityholders, and ordinary shares held for persons other than Institutional Securityholders (and accordingly it 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>1.3.2. 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>
<p><b>Basis For Decision</b></p>	<p><b>Underlying Policy</b>  Dilution of holdings - approval of existing security holders required where further issues of securities will significantly dilute their holdings - practical operation is to provide greater protection to smaller holders against dilution - limit on securities that may be issued without security holder approval fixed at 15% of the securities on issue 12 months earlier.</p> <p><b>Present Application</b>  Accelerated non-renounceable 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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<b>Rule Number</b>	7.1
<b>Date</b>	5/10/2011
<b>ASX Code</b>	COF
<b>Listed Company</b>	COFFEY INTERNATIONAL LIMITED
<b>Waiver Number</b>	WLC110283-005
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Coffey International Limited (the "Company") the following waivers, in connection with the Company undertaking a capital raising to raise between \$40 and \$50 million by way of an accelerated non-renounceable entitlement offer of its ordinary shares (the "Entitlement Offer") and a placement ("Placement").</p> <p>1.1. 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 ordinary shares which it may issue without securityholder 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 ordinary shares in the Company that may be issued under the fully underwritten Entitlement Offer, subject to the following conditions.</p> <p>1.1.1. The number of ordinary shares issued under the Placement does not exceed 30% of the Company's currently issued fully paid ordinary shares.</p> <p>1.1.2. The ordinary shares issued under the Placement are to be included in variable "C" in the formula under listing rule 7.1, until their issue has been ratified by securityholders.</p> <p>1.1.3. In the event that the full number of ordinary shares offered under the Entitlement Offer are not issued, and the number of ordinary shares represented by the Placement thereby exceeds 15% of the actual number of the Company's ordinary shares following completion of the Entitlement Offer, the Company's 15% placement capacity under listing rule 7.1 following completion of the Entitlement Offer will be diminished by that number of ordinary shares issued under the Placement that exceeded the Company's 15% placement capacity under listing rule 7.1 at the time of the Placement.</p>
<b>Basis For Decision</b>	<p>Underlying Policy</p> <p>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>



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### Present Application

Entity proposing to make a placement under listing rule 7.1 based on calculation of capacity that includes securities yet to be issued under fully underwritten 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 fully underwritten and will proceed as a matter of commercial certainty - 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 entitlement offer before the entitlement offer has actually been completed - condition of waiver that number of equity securities issued under the placement is not greater than 30% of the entity's currently issued capital.

<b>Rule Number</b>	7.1
<b>Date</b>	14/10/2011
<b>ASX Code</b>	ERA
<b>Listed Company</b>	ENERGY RESOURCES OF AUSTRALIA LIMITED
<b>Waiver Number</b>	WLC110302-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Energy Resources of Australia Ltd (the "Company") waivers from the following listing rules, and give the following confirmations, in connection with the Company's undertaking a capital raising by way of an accelerated renounceable entitlement offer of the Company's securities ("Securities") (the "Entitlement Offer").</p> <p>1.1. Waivers from listing rules 7.1 and 10.11 to the extent necessary to permit the Company to conduct the Entitlement Offer without security holders' approval, on condition that the Entitlement Offer complies with the following.</p> <p>1.1.1. On or before the record date for the Entitlement Offer, security holders who are believed by the Company or the underwriters to the Entitlement Offer to be exempt investors in accordance with Chapter 6D of the Corporations Act 2001 (Cth) ("Institutional Investors") may be invited by the Company to subscribe for a number of Securities equal to at least 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 ("Institutional Foreign Excluded Investors").</p> <p>1.1.2. Entitlements not taken up by Institutional Investors under the Institutional Entitlement Offer may be offered to other Institutional Investors (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>1.1.3. Institutional Investors and Institutional 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 Institutional Foreign Excluded Investors, are offered a number of Securities equal to at least their pro rata allocations of the entitlement offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the security holders not to be included in the pro rata offer ("Retail Foreign Excluded Investors").</p> <p>1.1.5. Entitlements not taken up in the Retail Entitlement Offer are offered to Institutional Investors (including such investors who are not security holders as at the record date) through a bookbuild process immediately following the close of the Retail Entitlement Offer ("Retail Bookbuild").</p> <p>1.1.6. Securities are offered under the Institutional Entitlement Offer and the Retail Entitlement Offer at the same price.</p> <p>1.1.7. Entitlements which would have been offered to Institutional Foreign Excluded Investors and Retail Foreign Excluded Investors will be issued to a nominee ("Nominee") in accordance with section 615 of the Corporations Act 2001 (Cth) and sold by the Nominee through the Retail Bookbuild.</p> <p>1.1.8. Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements, including sub-underwriting agreements, and the terms of the underwriting are included in the offer documents to be</p>

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	<p>sent to all security holders.</p> <p>1.2 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 ASX Trade before the trading halt).</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Dilution of holdings - approval of existing securityholders 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 securityholder approval fixed at 15% of the securities on issue 12 months earlier.</p> <p><b>Present Application</b> Accelerated renounceable entitlement offer - functionally equivalent to 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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<b>Rule Number</b>	7.1
<b>Date</b>	30/09/2011
<b>ASX Code</b>	MSC
<b>Listed Company</b>	MINERALS CORPORATION LIMITED
<b>Waiver Number</b>	WLC110294-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited grants Minerals Corporation Limited (the "Company") a waiver from listing rules 7.1 and 10.11 to the extent necessary to permit the Company, without shareholder approval, to issue shares under a share purchase plan (the "SPP") conducted as if Australian Securities and Investments Commission Class Order 09/425 applied to the SPP pursuant to which each shareholder (including related parties) will be offered \$15,000 worth of shares on the following conditions.</p> <p>1.1. The number of the shares issued in relation to the SPP offer under the prospectus will not exceed 30% of the Company's securities currently on issue.</p> <p>1.2. The issue price of the shares issued in relation to the SPP offer under the prospectus will be at least 80% of the average market price for securities in that class, calculated over the last 5 days on which sales in the securities were recorded, either before the day on which the issue was announced or before the day on which the issue is made.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Dilution of holdings - approval of existing security holders required where further issues of securities will significantly dilute their holdings-practical operation is to provide greater protection to smaller holders against dilution - limit on securities that may be issued without security holder approval fixed at 15% of the securities on issue 12 months earlier.</p> <p><b>Present Application</b> Company unable to rely on exception 15 of listing rule 7.2 as ASIC relief to conduct issue without a disclosure document unavailable because the Company has been suspended for more than 5 days in the last 12 months - Company to issue a prospectus and to conduct offer as if ASIC Class Order 09/425 applied - all security holders will be able to participate on equal terms - within spirit of exception - waiver granted.</p>

<b>Rule Number</b>	7.1
<b>Date</b>	13/10/2011
<b>ASX Code</b>	SUL
<b>Listed Company</b>	SUPER RETAIL GROUP LIMITED
<b>Waiver Number</b>	WLC110299-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Super Retail Group Limited (the "Company") the following waivers, and gives the following confirmations, in connection with the Company's undertaking a capital raising to raise approximately \$350 million by way of an accelerated renounceable pro-rata entitlement offer of ordinary shares (the "Entitlement Offer").</p> <p>1.1 A waiver from listing rules 7.1 and 10.11 to the extent necessary to permit the Company to conduct the Entitlement Offer without shareholder approval, on condition that the Entitlement Offer complies with the following.</p> <p>1.1.1 On or before the record date, shareholders who are believed by the Company or the underwriters to the Entitlement Offer to be persons to whom offers of ordinary shares may be made without a prospectus in accordance with Chapter 6D of the Corporations Act 2001 ("Institutional Shareholder") may be invited by the Company to subscribe for a number of ordinary shares equal to their pro rata allocation of the Entitlement Offer ("Institutional 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 Institutional Shareholders under the Institutional Offer, and, if the underwriters determine, entitlements which would have been offered to investors who have been excluded under listing rule 7.7.1 ("Foreign Excluded Investors") may be offered to other Institutional Shareholders (including such investors who are not shareholders as at the record date) through a bookbuild process conducted and completed on or before the record date.</p> <p>1.1.3 Institutional Shareholders 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 shareholders, other than shareholders who received an offer in the Institutional Offer and Foreign Excluded Investors, are offered a number of ordinary shares equal to their pro rata allocations of the Entitlement Offer ("Retail 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 Entitlements not taken up in the Retail Offer, and, if the underwriters determine, entitlements which would have been offered to Retail Foreign Excluded Investors, may be offered to Institutional Shareholders (including investors who are not security holders as at the Record Date) through a bookbuild process immediately following the close of the Retail Offer.</p> <p>1.1.6 Ordinary shares are offered under the Institutional Offer and Retail Offer at the same price.</p> <p>1.1.7 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 shareholders.</p> <p>In resolution 1.1, the Company may ignore changes in shareholdings which occur after the imposition of the trading halt in</p>

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	the Company's ordinary shares (other than registrations of transactions which were effected through ASX Trade before the announcement).
<b>Basis For Decision</b>	<p>Underlying Policy  Dilution of holdings - approval of existing shareholders 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 shareholder approval fixed at 15% of the securities on issue 12 months earlier.</p> <p>Present Application  Accelerated entitlement offer - functionally equivalent to 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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<b>Rule Number</b>	7.3.2
<b>Date</b>	11/10/2011
<b>ASX Code</b>	FWL
<b>Listed Company</b>	FERROWEST LIMITED
<b>Waiver Number</b>	WLC110287-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Ferrowest Limited (the "Company") a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of meeting (the "Notice") seeking shareholder approval for the issue of 10,000,000 ordinary fully paid shares at \$0.20 per share ("Shares") and 18,000,000 options exercisable at \$0.24 for nil consideration ("Options") to TFA International Pty Ltd or its nominee ("TFA"), to state that the Shares and Options may be issued more than three months after the date of the shareholders' meeting, on the following conditions:</p> <p>1.1. The Shares and Options are issued within three weeks of Chinese Government approval of the transaction contemplated in the Heads of Agreement entered into between the Company and TFA, and in any event, no later than 20 June 2012.</p> <p>1.2. For any annual reporting period during which any of the Shares or Options have been issued or any of them remain to be issued, the Company's annual report sets out in detail the basis on which the Shares and Options may be issued.</p> <p>1.3. The Company releases the terms of the waiver to the market immediately</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 - statement that securities will be issued within three months 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>  Issue of securities pursuant to heads of agreement with entity which will provide substantial funds to earn a 50% interest in Company's projects - securities to be issued in connection with heads of agreement - issue contingent on Chinese Government approving transaction contemplated in heads of agreement - Chinese Government approval could be provided as late as 20 June 2012 (9 months from date of agreement) - shareholders to be given sufficient information to assess whether to approve delayed issue of securities - number of shares and consideration is fixed - number of options and exercise price is fixed - degree of dilution acceptable - waiver granted on condition that terms of the waiver are released to the market, securities are issued no later than three weeks from the date the Chinese Government approves the transaction and annual report discloses details of commitment to issue additional securities and circumstances in which they may be issued.</p>

<b>Rule Number</b>	7.3.2
<b>Date</b>	14/10/2011
<b>ASX Code</b>	GMG
<b>Listed Company</b>	GOODMAN GROUP
<b>Waiver Number</b>	WLC110289-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Goodman Group (the "Group") a waiver from listing rule 7.3.2 to the extent necessary to permit the Group's notice of securityholders' meeting seeking approval for the issue of Stapled Securities to China Investment Corporation ("CIC") or any other holder of exchangeable hybrid securities issued on 16 October 2009 (the "Exchangeable Hybrid Securities") in satisfaction of the distributions payable on the Exchangeable Hybrid Securities to state that those Stapled Securities may be issued later than three months after the date of the securityholders' meeting, on the following conditions.</p> <p>1.1. A summary of the terms and conditions of the Exchangeable Hybrid Securities is set out in the notice of securityholders' meeting, including the terms for the distributions and the formula for calculating the number of Stapled Securities to be issued if distributions on the Exchangeable Hybrid Securities are satisfied by an issue of Stapled Securities.</p> <p>1.2. The Group discloses in each annual report for any period in which the Exchangeable Hybrid Securities remain on issue:</p> <p>1.2.1. a summary of the terms and conditions of the Exchangeable Hybrid Securities;</p> <p>1.2.2. the number of Stapled Securities in total that have been issued in satisfaction of the distributions paid on the Exchangeable Hybrid Securities;</p> <p>1.2.3. a calculation of the notional number of Stapled Securities that could be issued if a distribution on the Exchangeable Hybrid Securities were to be satisfied by the issue of Stapled Securities on a distribution payable during the remaining term of this waiver.</p> <p>1.3. In any event, any Stapled Securities which may be issued to CIC or any other holder of Exchangeable Hybrid Securities in satisfaction of distributions payable on the Exchangeable Hybrid Securities are to be issued no later than 13 months after the date of the securityholders' meeting.</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 - statement that securities will be issued within three months 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>  Listed stapled entity raised funds by an issue of exchangeable hybrid securities - issuer of the exchangeable hybrid securities is a sub-trust of the listed stapled entity - sub-trust not listed - exchangeable hybrid securities are convertible into the stapled securities of the listed stapled entity - issue of stapled security in lieu of cash distribution on exchangeable hybrid security subject to security holder approval - waiver granted on condition that the terms of the exchangeable hybrid securities are summarised in the</p>



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notice of meeting and each annual report that is issued while the exchangeable hybrid securities remain on issue containing a summary of the terms of the exchangeable hybrid securities, the number of stapled securities that have been issued in lieu of a cash distribution on the exchangeable hybrid securities, a calculation of the notional number of stapled securities that remain to be issued should stapled securities be issued in lieu of cash distributions of the exchangeable hybrid securities - limitation of period of waiver to 13 months after securityholder approval maintains a limit on the extent of the dilutionary impact of the issues under this securityholder approval to the possible satisfaction of the distributions payable on the exchangeable hybrid securities

<b>Rule Number</b>	7.3.2
<b>Date</b>	14/10/2011
<b>ASX Code</b>	GMG
<b>Listed Company</b>	GOODMAN GROUP
<b>Waiver Number</b>	WLC110290-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Goodman Group (the "Group") a waiver from listing rule 7.3.2 to the extent necessary to permit the Group's notice of securityholders' meeting seeking approval for the issue of Stapled Securities to China Investment Corporation ("CIC") or any other holder of exchangeable hybrid securities issued on 16 October 2009 (the "Exchangeable Hybrid Securities") in satisfaction of the distributions payable on the Exchangeable Hybrid Securities to state that those Stapled Securities may be issued later than three months after the date of the securityholders' meeting, on the following conditions.</p> <p>1.1. A summary of the terms and conditions of the Exchangeable Hybrid Securities is set out in the notice of securityholders' meeting, including the terms for the distributions and the formula for calculating the number of Stapled Securities to be issued if distributions on the Exchangeable Hybrid Securities are satisfied by an issue of Stapled Securities.</p> <p>1.2. The Group discloses in each annual report for any period in which the Exchangeable Hybrid Securities remain on issue:</p> <p>1.2.1. a summary of the terms and conditions of the Exchangeable Hybrid Securities;</p> <p>1.2.2. the number of Stapled Securities in total that have been issued in satisfaction of the distributions paid on the Exchangeable Hybrid Securities;</p> <p>1.2.3. a calculation of the notional number of Stapled Securities that could be issued if a distribution on the Exchangeable Hybrid Securities were to be satisfied by the issue of Stapled Securities on a distribution payable during the remaining term of this waiver.</p> <p>1.3. In any event, any Stapled Securities which may be issued to CIC or any other holder of Exchangeable Hybrid Securities in satisfaction of distributions payable on the Exchangeable Hybrid Securities are to be issued no later than 13 months after the date of the securityholders' meeting.</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 - statement that securities will be issued within three months 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>  Listed stapled entity raised funds by an issue of exchangeable hybrid securities - issuer of the exchangeable hybrid securities is a sub-trust of the listed stapled entity - sub-trust not listed - exchangeable hybrid securities are convertible into the stapled securities of the listed stapled entity - issue of stapled security in lieu of cash distribution on exchangeable hybrid security subject to security holder approval - waiver granted on condition that the terms of the exchangeable hybrid securities are summarised in the</p>

## Register of ASX Listing Rule Waivers

notice of meeting and each annual report that is issued while the exchangeable hybrid securities remain on issue containing a summary of the terms of the exchangeable hybrid securities, the number of stapled securities that have been issued in lieu of a cash distribution on the exchangeable hybrid securities, a calculation of the notional number of stapled securities that remain to be issued should stapled securities be issued in lieu of cash distributions of the exchangeable hybrid securities - limitation of period of waiver to 13 months after securityholder approval maintains a limit on the extent of the dilutionary impact of the issues under this securityholder approval to the possible satisfaction of the distributions payable on the exchangeable hybrid securities.

<b>Rule Number</b>	7.40
<b>Date</b>	5/10/2011
<b>ASX Code</b>	COF
<b>Listed Company</b>	COFFEY INTERNATIONAL LIMITED
<b>Waiver Number</b>	WLC110283-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Coffey International Limited (the "Company") the following waivers, in connection with the Company undertaking a capital raising to raise between \$40 and \$50 million by way of an accelerated non-renounceable entitlement offer of its ordinary shares (the "Entitlement Offer") and a placement ("Placement).</p> <p>1.1. A waiver from 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 to ASX, 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 open of trading on that day, and all other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Prescribes the 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 that the timetable is acceptable to ASX.</p>

<b>Rule Number</b>	7.40
<b>Date</b>	14/10/2011
<b>ASX Code</b>	ERA
<b>Listed Company</b>	ENERGY RESOURCES OF AUSTRALIA LIMITED
<b>Waiver Number</b>	WLC110302-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Energy Resources of Australia Ltd (the "Company") waivers from the following listing rules, and give the following confirmations, in connection with the Company's undertaking a capital raising by way of an accelerated renounceable entitlement offer of the Company's securities ("Securities") (the "Entitlement Offer").</p> <p>1.1. Waivers from 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 open of trading on that day, and all other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Prescribes the timetable for various corporate actions including pro rata issue (Appendix 7A, paragraph 3) - maintains orderly market.</p> <p>Present Application Accelerated renounceable entitlement offer - functionally equivalent to renounceable pro rata offer - waiver granted on condition that the timetable is acceptable to ASX.</p>

<b>Rule Number</b>	7.40
<b>Date</b>	13/10/2011
<b>ASX Code</b>	SUL
<b>Listed Company</b>	SUPER RETAIL GROUP LIMITED
<b>Waiver Number</b>	WLC110299-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Super Retail Group Limited (the "Company") the following waivers, in connection with the Company's undertaking a capital raising to raise approximately \$350 million by way of an accelerated renounceable pro-rata entitlement offer of ordinary shares (the "Entitlement Offer").</p> <p>1.1 A waiver from listing rules 3.20.2 and 7.40 to the extent necessary 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 open of trading on that day, and all other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Prescribes the timetable for various corporate actions including pro rata issue (Appendix 7A, paragraph 3) - maintains orderly market.</p> <p>Present Application Accelerated renounceable entitlement offer - functionally equivalent to renounceable pro rata offer - waiver granted on condition that the timetable is acceptable to ASX.</p>

<b>Rule Number</b>	10.1
<b>Date</b>	5/10/2011
<b>ASX Code</b>	SUR
<b>Listed Company</b>	SUN RESOURCES NL
<b>Waiver Number</b>	WLC110300-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Sun Resources NL (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit the Company to enter into a loan facility (the "Facility") with Inkjar Pty Ltd ("Inkjar") and associated security documents ("Charge Documents") under which Inkjar takes a fixed charge over specific assets of the Company in favour of Inkjar, without shareholder approval, on the following conditions:</p> <p>1.1 Each Charge Document includes a terms that if an event of default occurs and Inkjar exercises its rights under the security, Inkjar cannot acquire any legal or beneficial interest in an asset of the Company in full or part satisfaction of the Company's obligations under the Facility, or otherwise deal with the assets of the Company, without the Company first having complied with any applicable listing rules, including listing rule 10.1, other than as required by law or a receiver, or receiver and manager appointed exercising its power of sale under the charges and selling the assets to an unrelated third party on arm's length commercial terms and conditions and distributing the cash proceeds to Inkjar in accordance with its legal entitlements.</p> <p>1.2 A summary of the material terms of the Facility is made in each annual report of the Company during the term of the loan.</p> <p>1.3 Any variation to the terms of the Facility or Charge Document which is:</p> <p>1.3.1 not a minor change; or</p> <p>1.3.2 inconsistent with the terms of this waiver, must be subject to shareholder approval.</p> <p>1.4 The Company immediately releases to the market an announcement which sets out the terms of this waiver, and the Company's plans with respect to the repayment of the Facility and the discharge of the security associated with the Facility, including the timeframe within which it expects the repayment and discharge to occur.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Requirement to obtain approval of security holders to 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 provision of the Corporations Act (and whether related party provisions apply to foreign entities).</p>

## Register of ASX Listing Rule Waivers

### Present Application

Company to have access to a loan facility from a related party - security to be granted in form of fixed charge over the assets of the Company - loan used to purchase oil and gas leases - grant of security over assets amounts to disposal and involves substantial asset - related party not entitled under security to acquire the asset without Company first complying with relevant ASX listing rules, including listing rule 10.1 -- exclusion of the related party from acquiring or dealing with the asset removes the potential for the related party to acquire the asset at a discount to its value - waiver granted on conditions that material terms of loan agreement are in Company's annual report, related party may only acquire assets (in event of default) with shareholder approval and any variation to loan agreement to be approved by shareholders of Company - waiver subject to these conditions provides sufficient safeguard against value-shifting transaction to the related party lender.

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<b>Rule Number</b>	10.11
<b>Date</b>	4/10/2011
<b>ASX Code</b>	BPL
<b>Listed Company</b>	BROKEN HILL PROSPECTING LIMITED
<b>Waiver Number</b>	WLC110281-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Broken Hill Prospecting Limited (the "Company") a waiver from listing rule 10.11 to the extent necessary to permit the Company, without shareholder approval, to issue:</p> <p>1.1 500,000 options exercisable at \$0.20 at any time up to 17 February 2016 on the terms referred to on page 22-23 of the Company's Replacement Prospectus dated 12 November 2010, ("Loyalty Options") to Heritage Gold NZ Limited;</p> <p>1.2 250,000 Loyalty Options to Top Sail Ltd; and</p> <p>1.3 150,000 Loyalty Options to O'Connor Superannuation Fund; on the following conditions.</p> <p>2. The Loyalty Options are issued no later than 15 October 2011.</p> <p>2.1 The Loyalty Options are not to be issued to any other related parties without the approval of the shareholders of the Company.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Requirement to obtain approval of security holders to issue securities to related parties - directed at preventing related parties obtaining securities on advantageous terms and increasing their holdings proportion to other holdings - only unassociated security holders' votes are counted - protects security holders' interests by supplementing the related party provision of the Corporations Act (and whatever related party provisions apply to foreign entities).</p> <p><b>Present Application</b> Company intended to make issue of options to pre-IPO subscribers who remained shareholders six months after listing - some options to be issued to director-related entities - adequate disclosure of proposed issue included in replacement prospectus issued in connection with initial listing application, including disclosure of related party status of some of the proposed allottees of the options - subscription under prospectus with adequate notice of the issue can be taken to be equivalent to shareholder approval of issue - options to be issued represent 0.6% of the issued capital - waiver granted on condition that the options be issued no later than 15 October 2011.</p>

<b>Rule Number</b>	10.11
<b>Date</b>	5/10/2011
<b>ASX Code</b>	COF
<b>Listed Company</b>	COFFEY INTERNATIONAL LIMITED
<b>Waiver Number</b>	WLC110283-004
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Coffey International Limited (the "Company") the following waivers, and gives the following confirmations, in connection with the Company undertaking a capital raising to raise between \$40 and \$50 million by way of an accelerated non-renounceable entitlement offer of its ordinary shares (the "Entitlement Offer") and a placement ("Placement).</p> <p>1.1. A waiver from listing rules 7.1 and 10.11 to the extent necessary to permit the Company to conduct the Entitlement Offer without securityholder approval, on condition that the Entitlement Offer complies with the following.</p> <p>1.1.1. On or before the record date for the Entitlement Offer, securityholders who are believed by the Company or the underwriters to the Entitlement Offer to be exempt investors in accordance with Chapter 6D of the Corporations Act 2001 ("Institutional Securityholder") may be invited by the Company to subscribe for a number of ordinary shares equal to at least 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 Institutional Securityholders under the Institutional Offer and, if the underwriter to the Entitlement Offer determines, 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 securityholders as at the record date) through a bookbuild process conducted and completed on or before the record date.</p> <p>1.1.3. Institutional Securityholders and Foreign Excluded Investors who sell down their holdings before the record date have their pro rata allocations reduced accordingly.</p> <p>1.1.4. All securityholders, other than securityholders who receive an offer in the Institutional Entitlement Offer and Foreign Excluded Investors, are offered a number of ordinary shares equal to at least their pro rata allocations of the Entitlement Offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the securityholders not to be included in the pro rata offer.</p> <p>1.1.5. Ordinary shares are offered under the Institutional Entitlement Offer and the 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, including sub-underwriting agreements, and the terms of the underwriting are included in the offer documents to be sent to all securityholders.</p>

## Register of ASX Listing Rule Waivers

<b>Basis For Decision</b>	<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.</p> <p>Present Application Accelerated non-renounceable 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 agreements.</p>
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<b>Rule Number</b>	10.11
<b>Date</b>	14/10/2011
<b>ASX Code</b>	ERA
<b>Listed Company</b>	ENERGY RESOURCES OF AUSTRALIA LIMITED
<b>Waiver Number</b>	WLC110302-004
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Energy Resources of Australia Ltd (the "Company") waivers from the following listing rules, and give the following confirmations, in connection with the Company's undertaking a capital raising by way of an accelerated renounceable entitlement offer of the Company's securities ("Securities") (the "Entitlement Offer").</p> <p>1.1. Waivers from listing rules 7.1 and 10.11 to the extent necessary to permit the Company to conduct the Entitlement Offer without security holders' approval, on condition that the Entitlement Offer complies with the following.</p> <p>1.1.1. On or before the record date for the Entitlement Offer, security holders who are believed by the Company or the underwriters to the Entitlement Offer to be exempt investors in accordance with Chapter 6D of the Corporations Act 2001 (Cth) ("Institutional Investors") may be invited by the Company to subscribe for a number of Securities equal to at least 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 ("Institutional Foreign Excluded Investors").</p> <p>1.1.2. Entitlements not taken up by Institutional Investors under the Institutional Entitlement Offer may be offered to other Institutional Investors (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>1.1.3. Institutional Investors and Institutional 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 Institutional Foreign Excluded Investors, are offered a number of Securities equal to at least their pro rata allocations of the entitlement offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the security holders not to be included in the pro rata offer ("Retail Foreign Excluded Investors").</p> <p>1.1.5. Entitlements not taken up in the Retail Entitlement Offer are offered to Institutional Investors (including such investors who are not security holders as at the record date) through a bookbuild process immediately following the close of the Retail Entitlement Offer ("Retail Bookbuild").</p> <p>1.1.6. Securities are offered under the Institutional Entitlement Offer and the Retail Entitlement Offer at the same price.</p> <p>1.1.7. Entitlements which would have been offered to Institutional Foreign Excluded Investors and Retail Foreign Excluded Investors will be issued to a nominee ("Nominee") in accordance with section 615 of the Corporations Act 2001 (Cth) and sold by the Nominee through the Retail Bookbuild.</p> <p>1.1.8. Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements, including sub-underwriting agreements, and the terms of the underwriting are included in the offer documents to be</p>

## Register of ASX Listing Rule Waivers

	sent to all security holders.
<b>Basis For Decision</b>	<p>Underlying Policy Requirement to obtain approval of securityholders 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 securityholders' votes are counted - protect securityholders' interests by supplementing the related party provisions of the Corporations Act.</p> <p>Present Application Accelerated renounceable entitlement offer - functionally equivalent to 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 agreements.</p>

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<b>Rule Number</b>	10.11
<b>Date</b>	30/09/2011
<b>ASX Code</b>	MSC
<b>Listed Company</b>	MINERALS CORPORATION LIMITED
<b>Waiver Number</b>	WLC110294-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited grants Minerals Corporation Limited (the "Company") a waiver from listing rules 7.1 and 10.11 to the extent necessary to permit the Company, without shareholder approval, to issue shares under a share purchase plan (the "SPP") conducted as if Australian Securities and Investments Commission Class Order 09/425 applied to the SPP pursuant to which each shareholder (including related parties) will be offered \$15,000 worth of shares on the following conditions.</p> <p>1.1. The number of the shares issued in relation to the SPP offer under the prospectus will not exceed 30% of the Company's securities currently on issue.</p> <p>1.2. The issue price of the shares issued in relation to the SPP offer under the prospectus will be at least 80% of the average market price for securities in that class, calculated over the last 5 days on which sales in the securities were recorded, either before the day on which the issue was announced or before the day on which the issue is made.</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 parties - directed at preventing related parties obtaining securities on advantageous terms and increasing their holding proportionate to other holdings - only un-associated 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> Company unable to rely on exception 8 of listing rule 10.12 as ASIC relief to conduct issue without a disclosure document unavailable because the Company has been suspended for more than 5 days in the last 12 months - Company to issue a prospectus and to conduct offer as if ASIC Class Order 09/425 applied - all security holders will be able to participate on equal terms - within spirit of exception - waiver granted.</p>

<b>Rule Number</b>	10.11
<b>Date</b>	13/10/2011
<b>ASX Code</b>	SUL
<b>Listed Company</b>	SUPER RETAIL GROUP LIMITED
<b>Waiver Number</b>	WLC110299-004
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Super Retail Group Limited (the "Company") the following waivers, and gives the following confirmations, in connection with the Company's undertaking a capital raising to raise approximately \$350 million by way of an accelerated renounceable pro-rata entitlement offer of ordinary shares (the "Entitlement Offer").</p> <p>1.1 A waiver from listing rules 7.1 and 10.11 to the extent necessary to permit the Company to conduct the Entitlement Offer without shareholder approval, on condition that the Entitlement Offer complies with the following.</p> <p>1.1.1 On or before the record date, shareholders who are believed by the Company or the underwriters to the Entitlement Offer to be persons to whom offers of ordinary shares may be made without a prospectus in accordance with Chapter 6D of the Corporations Act 2001 ("Institutional Shareholder") may be invited by the Company to subscribe for a number of ordinary shares equal to their pro rata allocation of the Entitlement Offer ("Institutional 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 Institutional Shareholders under the Institutional Offer, and, if the underwriters determine, entitlements which would have been offered to investors who have been excluded under listing rule 7.7.1 ("Foreign Excluded Investors") may be offered to other Institutional Shareholders (including such investors who are not shareholders as at the record date) through a bookbuild process conducted and completed on or before the record date.</p> <p>1.1.3 Institutional Shareholders 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 shareholders, other than shareholders who received an offer in the Institutional Offer and Foreign Excluded Investors, are offered a number of ordinary shares equal to their pro rata allocations of the Entitlement Offer ("Retail 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 Entitlements not taken up in the Retail Offer, and, if the underwriters determine, entitlements which would have been offered to Retail Foreign Excluded Investors, may be offered to Institutional Shareholders (including investors who are not security holders as at the Record Date) through a bookbuild process immediately following the close of the Retail Offer.</p> <p>1.1.6 Ordinary shares are offered under the Institutional Offer and Retail Offer at the same price.</p> <p>1.1.7 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 shareholders.</p>

## Register of ASX Listing Rule Waivers

<b>Basis For Decision</b>	<p>Underlying Policy Requirement to obtain approval of shareholders 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 shareholders' votes are counted - protect shareholders' interests by supplementing the related party provisions of the Corporations Act.</p> <p>Present Application Accelerated entitlement offer - functionally equivalent to 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 as underwriter.</p>
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<b>Rule Number</b>	10.13.3
<b>Date</b>	6/10/2011
<b>ASX Code</b>	ABV
<b>Listed Company</b>	ADVANCED BRAKING TECHNOLOGY LTD
<b>Waiver Number</b>	WLC110276-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Advanced Braking Technology Limited (the "Company") a waiver from each of 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 \$101,915 worth of shares to Mr David Humann (or his nominee), a maximum of \$55,000 worth of shares to Professor Malcolm Richmond (or his nominee) and a maximum of \$55,000 worth of shares to Mr David Slack (or his nominee), in each case in lieu of directors' fees, to state that the shares will be issued later than one month after the date of the shareholders' meeting, and not to include an issue price, subject to the following conditions.</p> <p>1.1 The Notice states the following.</p> <p>1.1.1 The shares will be issued to Mr Humann, Professor Richmond and Mr Slack (or their respective nominees) bi-annually in respect of 6 monthly periods ending 30 June and 31 December of each year that Mr Humann, Professor Richmond and Mr Slack remains a director.</p> <p>1.1.2 The number of shares to be issued to Mr Humann, Professor Richmond and Mr Slack (or their respective nominees) in respect of any half year will be calculated by dividing the amount owed to each director in respect of their director's fees for the half year by the volume weighted average trading price of the Company's shares on ASX in the 30 day period prior to 30 June or 31 December, as applicable, with any fractions of a share to be rounded down to the nearest whole number; save that if Mr Humann, Professor Richmond or Mr Slack should cease to be a director on a date other than 30 June or 31 December, the calculation of the number of shares to be issued to each director will be performed by substituting the date that Mr Humann, Professor Richmond or Mr Slack ceases to be a director for a reference to 30 June or 31 December.</p> <p>1.2 The Company releases the terms of the waivers to the market immediately.</p> <p>1.3 The shares are issued within 30 days of 30 June and 31 December of each year.</p> <p>1.4 The shares approved by shareholders may only be issued in respect of entitlements to directors' fees accrued by Mr Humann, Professor Richmond and Mr Slack up to 31 December 2012.</p> <p>1.5 The Company's annual report for any period during which the shares are issued to Mr Humann, Professor Richmond or Mr Slack (or their respective nominees), discloses details of the number of shares that were issued to each of them, including the percentage of the Company's issued capital represented by those shares.</p>

## Register of ASX Listing Rule Waivers

<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 directors (or their nominees) in lieu of directors' fees - securities to be issued at volume weighted average market price calculated over the 30 day period prior to 30 June or 31 December as applicable - waiver granted on condition that securities are issued within the time frame approved by shareholders at entity's annual general meeting - annual report to disclose details of relevant securities that have been issued - waiver effective only for entitlements to directors' fees up to end of next calendar year - potential for dilution limited in time - entity must return to shareholders at next AGM if it wants to continue arrangement with directors.</p>
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<b>Rule Number</b>	10.13.5
<b>Date</b>	6/10/2011
<b>ASX Code</b>	ABV
<b>Listed Company</b>	ADVANCED BRAKING TECHNOLOGY LTD
<b>Waiver Number</b>	WLC110276-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Advanced Braking Technology Limited (the "Company") a waiver from each of 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 \$101,915 worth of shares to Mr David Humann (or his nominee), a maximum of \$55,000 worth of shares to Professor Malcolm Richmond (or his nominee) and a maximum of \$55,000 worth of shares to Mr David Slack (or his nominee), in each case in lieu of directors' fees, to state that the shares will be issued later than one month after the date of the shareholders' meeting, and not to include an issue price, subject to the following conditions.</p> <p>1.1 The Notice states the following.</p> <p>1.1.1 The shares will be issued to Mr Humann, Professor Richmond and Mr Slack (or their respective nominees) bi-annually in respect of 6 monthly periods ending 30 June and 31 December of each year that Mr Humann, Professor Richmond and Mr Slack remains a director.</p> <p>1.1.2 The number of shares to be issued to Mr Humann, Professor Richmond and Mr Slack (or their respective nominees) in respect of any half year will be calculated by dividing the amount owed to each director in respect of their director's fees for the half year by the volume weighted average trading price of the Company's shares on ASX in the 30 day period prior to 30 June or 31 December, as applicable, with any fractions of a share to be rounded down to the nearest whole number; save that if Mr Humann, Professor Richmond or Mr Slack should cease to be a director on a date other than 30 June or 31 December, the calculation of the number of shares to be issued to each director will be performed by substituting the date that Mr Humann, Professor Richmond or Mr Slack ceases to be a director for a reference to 30 June or 31 December.</p> <p>1.2 The Company releases the terms of the waivers to the market immediately.</p> <p>1.3 The shares are issued within 30 days of 30 June and 31 December of each year.</p> <p>1.4 The shares approved by shareholders may only be issued in respect of entitlements to directors' fees accrued by Mr Humann, Professor Richmond and Mr Slack up to 31 December 2012.</p> <p>1.5 The Company's annual report for any period during which the shares are issued to Mr Humann, Professor Richmond or Mr Slack (or their respective nominees), discloses details of the number of shares that were issued to each of them, including the percentage of the Company's issued capital represented by those shares.</p>
<b>Basis For Decision</b>	<p>Underlying Policy  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>

## Register of ASX Listing Rule Waivers

Present Application

Formula provided for calculating issue price of securities - securities will be issued at a price equal to the volume weighted average of the trading price of the entity's shares in the 30 day period preceding 30 June 2012 or 31 December 2012 as applicable - waiver granted to permit notice of meeting not to include a fixed issue price provided that notice contains formula for calculating the issue price.

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<b>Rule Number</b>	10.14
<b>Date</b>	5/10/2011
<b>ASX Code</b>	IFL
<b>Listed Company</b>	IOOF HOLDINGS LIMITED
<b>Waiver Number</b>	WLC110292-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants IOOF Holdings Limited (the "Company") a waiver from listing rule 10.14 to the extent necessary to permit the Company not to seek shareholder approval for the grant of options in the Company to Mr Phil Butterworth, Chief Executive Officer of DKN Financial Group Limited ("DKN"), for the following purposes (and in accordance with the arrangements disclosed in the scheme booklet for the scheme of arrangement between DKN and its shareholders released by DKN on 19 August 2011).</p> <p>1.1 As compensation for Mr Butterworth's allowing his options over DKN shares to lapse; and</p> <p>1.2 As part of Mr Butterworth's overall remuneration package. on condition that the merger between the Company and DKN, by way of a scheme of arrangement between DKN and its shareholders, becomes effective.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Requirement to obtain approval to an issue of securities to related party under an employee incentive scheme - directed at preventing related party obtaining securities on advantageous terms and increasing their holding proportionate to other holdings - only unassociated security holders' votes are counted - protect security holders' interests by supplementing the related party provisions of the Corporations Act (and whatever related party provisions apply to foreign entities).</p> <p><b>Present Application</b> Company acquiring an ASX listed entity - director and CEO of acquired entity has options issued by the acquired entity - Company to replace the options issued by the acquired entity with options issued by the Company, as well as further options as part of remuneration package - all options issued are out of the money - technical application of the rule based on Corporations Act definition of association between the executive and director of both acquiring and acquired entity - preserves the incentives already granted to the executive in the new merged entity.</p>

<b>Rule Number</b>	10.14
<b>Date</b>	23/09/2011
<b>ASX Code</b>	TIG
<b>Listed Company</b>	TIGERS REALM COAL LIMITED
<b>Waiver Number</b>	WLC110301-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tigers Realm Coal Limited (the "Company") a waiver from Listing rule 10.14 to the extent necessary to permit the Company to issue a total of 8,199,508 options in four tranches of 2,049,877 each to Martin Grant pursuant to the terms and conditions contained in the Company's staff option plan and summarised in the Company's Prospectus dated 15th August 2011, without shareholder approval, on the following conditions.</p> <p>1.1 The options are issued within three years of the date of admission to the official list.</p> <p>1.2 Details of any options issued are published in each annual report of the Company relevant to the period in which they are issued.</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 even if under an employee incentive scheme - directed at preventing related party obtaining securities on advantageous terms and increasing their holding proportionate to other holdings - only unassociated security holders' votes are counted - protect security holders' interests by supplementing the related party provisions of the Corporations Act (and whatever related party provisions apply to foreign entities).</p> <p><b>Present Application</b> Adequate disclosure of proposed issues of options under employee incentive scheme in IPO prospectus - proposed issue of options under employee incentive scheme to named executive director - subscription under prospectus equivalent to approval of transactions - waiver limited to permitting options to be issued within three years of listing.</p>

<b>Rule Number</b>	10.15A.2
<b>Date</b>	13/10/2011
<b>ASX Code</b>	GOZ
<b>Listed Company</b>	GROWTHPOINT PROPERTIES AUSTRALIA
<b>Waiver Number</b>	WLC110291-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Growthpoint Properties Australia (the "Group") a waiver from listing rule 10.15A.2 to the extent necessary to permit the Group's notice of annual general meeting, in relation to the issue of securities under the Group's Employee Incentive Plan to the Managing Director of the Group pursuant to listing rule 10.14, not to state a maximum number of securities that may be issued to the Managing Director, on condition that the notice states the method and formula by which the number of securities to be granted is calculated.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  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><b>Present Application</b>  Remuneration arrangements with the Managing Director - maximum number of securities to be issued based on base salary of the managing director and future security price - maximum number of securities not currently ascertainable - monetary value of incentive arrangements to be disclosed in notice of AGM - waiver granted on condition that notice contains sufficient information about the method of calculating entitlements.</p>

<b>Rule Number</b>	10.15A.2
<b>Date</b>	13/10/2011
<b>ASX Code</b>	SHL
<b>Listed Company</b>	SONIC HEALTHCARE LIMITED
<b>Waiver Number</b>	WLC110298-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Sonic Healthcare Limited (the "Company") a waiver from listing rule 10.15A.2 to the extent necessary to permit the Company's notice of annual general meeting (the "Notice") in relation to resolutions seeking shareholder approval pursuant to listing rule 10.14 for the grant of options and performance rights under the Company's Employee Option Plan ("Option Plan") and Performance Rights Plan ("Performance Plan") to Dr Colin Goldschmidt and Mr Chris Wilks not to state the maximum number of option and performance rights that may be granted, on condition that the Notice states the method by which the number of options and performance rights to be granted is calculated.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  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><b>Present Application</b>  Executive incentive scheme - maximum number of options and performance rights to be granted based on proportion of base salary and future share price - maximum number not yet ascertainable - waiver granted on condition that notice contains sufficient information about the method of calculating entitlements.</p>



<b>Rule Number</b>	10.15.2
<b>Date</b>	6/10/2011
<b>ASX Code</b>	BMN
<b>Listed Company</b>	BANNERMAN RESOURCES LIMITED
<b>Waiver Number</b>	WLC110278-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Bannerman Resources Limited (the "Company") a waiver from the following listing rule 10.15.2 to the extent necessary to permit the Company to omit from its November 2011 notice of annual general meeting ("Notice") seeking shareholder approval for the issue of performance rights ("PRs") under the Company's employee incentive plan pursuant to listing rule 10.14 the maximum number of PRs that may be issued to Mr Len Jubber, on condition that the Notice includes the formula by which the number of PRs to be issued is calculated, and the number of PRs proposed to be issued is announced to ASX prior to the meeting and announced at the meeting the subject of the Notice.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  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><b>Present Application</b>  Employee incentive scheme - maximum number of PRs to be issued based on formula and volume weighted share price leading up to the annual general meeting - maximum number PRs not ascertainable prior to notice of meeting being despatched - waiver granted on condition that notice of meeting contains sufficient information about the method of calculating entitlements.</p>

<b>Rule Number</b>	10.15.2
<b>Date</b>	6/10/2011
<b>ASX Code</b>	BPT
<b>Listed Company</b>	BEACH ENERGY LIMITED
<b>Waiver Number</b>	WLC110279-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Beach Energy Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's 2011 notice of Annual General Meeting seeking shareholder approval for the issue of performance rights under the Executive Incentive Plan to omit the maximum number of performance rights that may be issued to the Company's Managing Director, on the condition that the notice of meeting includes the formula by which the number of performance rights to be issued is determined.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  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><b>Present Application</b>  Employee incentive scheme - maximum number of performance rights to be issued based on formula and future share price - maximum number of performance rights not ascertainable prior to meeting - waiver granted on condition that notice of meeting contains sufficient information about the method of calculating entitlements.</p>

<b>Rule Number</b>	10.15.2
<b>Date</b>	6/10/2011
<b>ASX Code</b>	LLC
<b>Listed Company</b>	LEND LEASE GROUP
<b>Waiver Number</b>	WLC110293-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Lend Lease Group (the "Group") a waiver from listing rule 10.15.2 to the extent necessary to permit the Group's 2011 notice of annual general meetings (the "Notice"), in relation to the resolution seeking security holder approval pursuant to listing rule 10.14 for the issue of securities under the Group's short term incentive plan ("STI Plan") to Mr Stephen McCann, not to state a maximum number of securities that may be issued to Mr McCann under the STI Plan, on condition that the Notice states the method by which the number of securities to be granted is calculated.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  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><b>Present Application</b>  Employee incentive scheme - maximum number of securities to be issued based on formula and future security price - maximum number of securities to be issued not ascertainable prior to meeting - waiver granted on condition that notice of meeting contains sufficient information about the method of calculating entitlements.</p>

<b>Rule Number</b>	10.15.2
<b>Date</b>	7/10/2011
<b>ASX Code</b>	MYR
<b>Listed Company</b>	MYER HOLDINGS LIMITED
<b>Waiver Number</b>	WLC110295-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Myer Holdings Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's 2011 Notice of Annual General Meeting ("Notice") seeking shareholder approval for the issue of performance rights to Mr Bernie Brookes, Chief Executive Officer and Managing Director, in accordance with Company's long term incentive arrangements, not to state the maximum number of securities that may be issued to Mr Brookes, on condition that the Notice includes the method by which the number of performance rights to be issued is determined.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Notice of meeting requirement - approval of acquisition of securities for listing rule 10.14 purposes - statement of the maximum number of securities to be issued - provides certainty to security holders.</p> <p><b>Present Application</b>  Employee incentive scheme - maximum number of performance rights to be issued based on formula and future share price - maximum number of performance rights not ascertainable prior to meeting - waiver granted on condition that notice of meeting contains sufficient information about the method of calculating entitlements.</p>

<b>Rule Number</b>	11.4
<b>Date</b>	4/10/2011
<b>ASX Code</b>	CFE
<b>Listed Company</b>	CAPE LAMBERT RESOURCES LIMITED
<b>Waiver Number</b>	WLC110282-001
<b>Decision</b>	<p>1. Based solely on the information provided ASX Limited ("ASX") grants Cape Lambert Resources Ltd (the "Company") a waiver from listing rule 11.4 to the extent necessary to permit the Company, without seeking shareholder approval, to dispose of its interest in the Marampa Project in Sierra Leone ("Marampa Project") by way of an initial public offering of the securities of Marampa Iron Ore Limited (a company incorporated pursuant to the laws of the British Virgin Islands) ("Marampa BVI") and listing of Marampa BVI on the Alternative Investment Market of the London Stock Exchange ("AIM"), on the following conditions.</p> <p>1.1. The securities issued by Marampa BVI under its initial public offering are offered through a bookbuild process.</p> <p>1.2. The Company gives ASX an undertaking that during the period of six months from the date of first quotation of Marampa BVI's securities on AIM, the Company will not dispose of any securities in Marampa BVI if such disposal would result in the Company and its subsidiaries ceasing to retain at least a 25% interest in Marampa BVI (based on the number of fully paid ordinary shares on issue as at the date of commencement of official quotation). The undertaking must be executed as a deed.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Entity prohibited from disposing of major asset if entity is aware that acquirer of asset intends to issue or offer securities with a view to listing - disposal permitted if securities are to be offered pro rata to current security holders or if security holder approval is obtained - sufficiently significant matter for security holders to be consulted - provides opportunity to security holders to participate in any premium that may arise when the acquiring entity lists.</p> <p><b>Present Application</b> Company intends to partially divest a major asset portfolio - transaction to be effected by the sale of up to a 75% interest in wholly owned child entity - child entity to be listed on AIM- IPO to be conducted through a bookbuild process - offer of securities not made to existing shareholders of Company - little potential for any premium on listing - waiver granted on conditions IPO conducted via a bookbuild and Company to retain interest in entity listed for a period of 6 months from date of listing.</p>

<b>Rule Number</b>	14.3
<b>Date</b>	7/10/2011
<b>ASX Code</b>	BNC
<b>Listed Company</b>	BIONICHE LIFE SCIENCES INC.
<b>Waiver Number</b>	WLC110280-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Bioniche Life Sciences Inc. (the "Company") a waiver from listing rule 14.3 to the extent necessary to permit the Company to accept nominations for the election of directors in accordance with the shareholder proposal provisions of s137 of the Canada Business Corporation Act on the following conditions:</p> <p>1.1 The Company releases the terms of the waiver to the market.</p> <p>1.2 The Company issues a letter to all holders of CDIs which sets out the terms of the waiver, which is despatched with the notice of meeting, management proxy circular and CDI voting instruction form for the Company's 2011 annual general meeting.</p> <p>1.3 The Company sets out the terms of the waiver in the management proxy circular (which relates to a general meeting at which directors may be elected) provided to all holders of CDIs other than the management proxy circular to be issued by the Company for the 2011 annual general meeting.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Entity must accept nominations for election of directors up to 35 business days before date of meeting - gives reasonable opportunity for candidates to be nominated - supports shareholder democracy.</p> <p><b>Present Application</b> Entity incorporated in Canada, regulated by Canadian law and listed on TSX and ASX - laws of home jurisdiction mandate different period for accepting nominations for directors - provides reasonable opportunity for nominations to be made - waiver granted to accommodate compliance with law of home jurisdiction of foreign entity.</p>

<b>Rule Number</b>	14.7
<b>Date</b>	14/10/2011
<b>ASX Code</b>	CMR
<b>Listed Company</b>	COMPASS RESOURCES LIMITED
<b>Waiver Number</b>	WLC110284-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Compass Resources Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue up to 172,722,511 ordinary fully paid shares (the "Shares") to Coffee House Group Limited, later than one month after the general meeting of shareholders at which the issue of the Shares was approved, on the following conditions:</p> <p>1.1 The Shares are issued no later than 31 October 2011.</p> <p>1.2 The Company releases the terms of the waiver 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 rule require it to do, the entity must do that thing - supports listing rule requirements.</p> <p><b>Present Application</b> Company's shares suspended from quotation pending a recapitalisation - completion of recapitalisation proposal to take longer than one month after shareholders' meeting to approve the issue of shares to related party - company's shares remain suspended until recapitalisation completed and DOCA has been effectuated - waiver granted to permit shares to be issued by no later than 31 October 2011, being two and a half months after shareholder approval - reconvening a shareholders meeting to approve the issue again is of little or no benefit where the terms of the transaction remain materially unchanged and the shares remain suspended.</p>

<b>Rule Number</b>	14.7
<b>Date</b>	5/10/2011
<b>ASX Code</b>	EMS
<b>Listed Company</b>	EASTLAND MEDICAL SYSTEMS LTD
<b>Waiver Number</b>	WLC110285-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Eastland Medical Systems Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue up to 290,000 quoted options ("Options") exercisable at \$0.05 each expiring on or before 31 December 2012 to directors of the Company, Peter Jooste and Michael Stewart, later than 1 month after the shareholders' meeting that approved the issue of the Options on the following conditions:</p> <p>1.1. The Options are issued no later than 6 October 2011 and otherwise on the same terms and conditions as approved by shareholders on 2 August 2011.</p> <p>1.2. The terms of this waiver are immediately released to the market.</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> Company obtained shareholder approval for the issue of options to directors of the Company as part of a priority entitlement offer - options represent approximately 0.04% of the total shares on issue - shareholder approval to issue options received under listing rule 10.11 - notice of meeting stated that the options would be issued to directors no later than 1 month after the date of shareholder approval - unexpected developments concerning the Company's activities occurred after the commencement of the priority entitlement offer - offer extended in order to allow Company to determine whether a supplementary prospectus would be required - approval period for the issue of options to directors expired before Company was able to make this determination - Company's circumstances have not materially changed since shareholder approval - options to be issued on the same terms as originally approved by shareholders - directors subscribed for the options on or before the closing date under the original timetable - no additional benefit to related parties by reason of delay - proposed to grant waiver on the condition that the terms of the waiver are announced to the market.</p>