



Register of ASX Listing Rule Waivers

16 to 30 September 2013

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

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

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Rule Number	1.1 condition 11
Date	19/09/2013
ASX Code	RGS
Listed Company	REGENEUS LTD
Waiver Number	WLC130302-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Regeneus Ltd (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 options.</p> <p>1.1. 308,040 options exercisable at \$0.006 each on or before 30 May 2020.</p> <p>1.2. 100,000 options exercisable at \$0.14 each on or before 8 March 2021.</p> <p>1.3. 4,621,145 options exercisable at \$0.136 each on or before 10 years from the date of grant.</p>
Basis For Decision	<p>Underlying Policy If an entity seeking admission to the official list has options on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application The Company currently has options on issue with an exercise price below 20 cents. These options are expected to represent between 2.65% and 2.77% of the issued capital of the Company on a fully diluted basis following the public offer to be conducted in connection with its listing on ASX. The options had been issued to directors, employees and contractors of the Company. As the total number of options on issue with an exercise price of less than 20 cents is insignificant, the continued existence of these options will not undermine the integrity of the 20 cent rule.</p>

Rule Number	3.20.2
Date	27/09/2013
ASX Code	IDC
Listed Company	INDOCHINE MINING LIMITED
Waiver Number	WLC130314-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Indochine Mining Limited (the "Company"), in connection with its proposal to undertake an accelerated non-renounceable pro rata entitlement offer (the "Entitlement Offer"), a waiver from listing rule 3.20.2 to permit the record date for the Entitlement Offer ("Record Date") not to be six business days after the announcement of the Entitlement Offer, but in accordance with the timetable submitted by the Company, on the following conditions.</p> <p>1.1. The Record Date for the Entitlement Offer is no earlier than the third business day after the date the trading halt for the Entitlement Offer commences, including that date, provided that the trading halt for the Entitlement Offer commences before the open of trading on that day.</p> <p>1.2. All other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
Basis For Decision	<p>Underlying Policy Listing rule 3.20.2 requires a listed entity to give ASX at least seven business days' notice of a record date and to comply with the Appendix 3A timetable. Adequate notice of record dates and compliance with timetables in relation to corporate actions ensures that investors are able to determine their entitlements, trading may take place on a basis where participants in the market have certainty as to whether they will be entitled to participate in the corporate action, and ASX's trading and settlement systems can accommodate the proposed corporate action. This ensures that an orderly market is maintained.</p> <p>Present Application The Company is undertaking an Accelerated Non-Renounceable Entitlement Offer, a type of pro rata offer that does not conform to a particular mandatory timetable in the listing rules, has a record date earlier than the seventh business day after announcement of the offer, and which involves the entity's securities being placed in a trading halt at the beginning of the offer. There is no trading of securities on a cum entitlement basis. A waiver from the requirement of giving seven business days' notice of the record date is granted as the imposition of the trading halt and the fact that the entity's securities only trade after the trading halt on an ex entitlement basis means that there is no risk of market confusion about entitlements, and a corporate action may be accommodated by ASX systems.</p>

Rule Number	3.20.2
Date	18/09/2013
ASX Code	IDZ
Listed Company	INDOOR SKYDIVE AUSTRALIA GROUP LIMITED
Waiver Number	WLC130315-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Indoor Skydive Australia Group Limited (the "Company"), in connection with its proposal to undertake an accelerated renounceable entitlement offer with retail rights trading (the "Entitlement Offer"), a waiver from listing rule 3.20.2 to permit the record date for the Entitlement Offer ("Record Date") not to be six business days after the announcement of the Entitlement Offer, but in accordance with the timetable submitted by the Company, on the following conditions.</p> <p>1.1. The Record Date for the Entitlement Offer is no earlier than the third business day after the date the trading halt for the Entitlement Offer commences, including that date, provided that the trading halt for the Entitlement Offer commences before the open of trading on that day.</p> <p>1.2. All other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
Basis For Decision	<p>Underlying Policy Listing rule 3.20.2 requires a listed entity to give ASX at least seven business days' notice of a record date and to comply with the Appendix 3A timetable. Adequate notice of record dates and compliance with timetables in relation to corporate actions ensures that investors are able to determine their entitlements, trading can take place on a basis where participants in the market have certainty as to whether they will be entitled to participate in the corporate action, and ASX's trading and settlement systems can accommodate the proposed corporate action. This ensures that an orderly market is maintained.</p> <p>Present Application The Company is undertaking an Accelerated Renounceable Entitlement Offer, a type of pro rata offer that does not conform to a particular mandatory timetable in the listing rules, has a record date earlier than the seventh day after announcement of the offer, and which involves the entity's securities being placed in a trading halt at the beginning of the offer. There is no trading of securities on a cum-entitlement basis. A waiver from the requirement of giving seven business days' notice of the record date is granted as the imposition of the trading halt and the fact that the entity's securities only trade after the trading halt on an ex-entitlement basis means that there is no risk of market confusion about entitlements, and a corporate action can be accommodated by ASX systems.</p>

Rule Number	4.3B
Date	30/08/2013
ASX Code	NWS
Listed Company	NEWS CORPORATION..
Waiver Number	WLC130317-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants News Corporation (the "Company") a waiver from listing rule 4.3B to the extent necessary to permit the Company to lodge its preliminary final report for the year ended 30 June 2013 immediately all the information or documents become available, and in any event no later than 90 days after the end of its financial year, on condition that the full details of this waiver are released to the market immediately.</p>
Basis For Decision	<p>Underlying Policy Following the end of its financial year, an entity (except a mining exploration entity) must give ASX the information set out in Appendix 4E. Under the listing rules, the information must be given to ASX no later than the time the information or any full year accounts are lodged with ASIC and in any event, no later than two months after the end of the accounting period. This rule supports both the periodic and continuous disclosure regimes by requiring the timely disclosure of audited or reviewed financial information, together with a summary of that information presented in a prescribed format.</p> <p>Present Application The Company is foreign incorporated and has significant operations based both within and outside Australia. The Company's primary listing is on NASDAQ, and the majority of its securityholders hold their securities on NASDAQ. The Company was recently listed on ASX on 19 June 2013 and only came into existence following the separation of News Corporation into Twenty-First Century Fox, Inc. and the Company on 28 June 2013. Since its listing on ASX the volume of trading on ASX has been significantly smaller than the volume of trading on NASDAQ. Listing rule 4.3B would require the Company to lodge an Appendix 4E with ASX within 2 months of the end of its financial year. Under the US reporting regime the Company is required to lodge annual financial statements within 90 days after the end of its financial year. The Company prepares its financial statements in accordance with US accounting standards and the majority of its shareholders will rely on the US accounts. A waiver is considered appropriate to allow the Company to lodge its preliminary final report with ASX at the same time it is required to lodge its accounts in accordance with the requirements of the Securities Exchange Commission in the US. Under the waiver, the Company will have up to 90 days after the end of its financial year within which to lodge financial information equivalent to the preliminary final report under the listing rules. This is an extension of approximately 1 month. The Company is considered to satisfy the criteria for relief outlined in Guidance Note 4 in relation to this particular obligation.</p>

Rule Number	7.1
Date	30/09/2013
ASX Code	ANZ
Listed Company	AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED
Waiver Number	WLC130304-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants ANZ Banking Group Limited (the "Company") a waiver from listing rule 7.1 in relation to its US, Australian and European note programmes, provided that the sole conversion terms for convertible notes issued under such programmes comprise a non-viability conversion into equity clause which is held and exercisable solely by the Australian Prudential Regulation Authority and only able to be triggered in limited circumstances.
Basis For Decision	<p>Underlying Policy Listing rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. The actual number of equity securities that a listed entity may issue without prior ordinary security holder approval is calculated by reference to a formula in listing rule 7.1, and is approximately 15% of the number of fully paid ordinary securities. (The formula is more complex than this description indicates, and is set out in full in listing rule 7.1.) A number of exceptions from the requirement to limit the number of equity securities that may be issued without prior ordinary security holder approval are permitted under listing rule 7.2, including where securities are issued under a pro rata entitlement offer.</p> <p>Present Application Listing of subordinated notes in \$500,000 parcels in the wholesale debt market which is frequented by sophisticated investors. Securities are characterised as debt for accounting and all other relevant purposes. It is a requirement of the Australian Prudential Regulation Authority (APRA) under the Basel 3 amendments to the prudential standards relating to Tier 2 securities, that those securities include a non-viability conversion into equity clause which is held and exercisable solely by APRA and only able to be triggered in limited circumstances. It is appropriate to grant a waiver from listing rule 7.1 to permit the conversion of any relevant securities into equity without shareholder approval in those circumstances, as any conversion of the relevant securities would be immediate.</p>

Rule Number	7.1
Date	27/09/2013
ASX Code	IDC
Listed Company	INDOCHINE MINING LIMITED
Waiver Number	WLC130314-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Indochine Mining Limited (the "Company"), in connection with its proposal to undertake an accelerated non-renounceable pro rata entitlement offer (the "Entitlement Offer"), a waiver from listing rule 7.1 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. On or before the Record Date, securityholders who are believed by the Company to be persons to whom offers of ordinary shares may be made without a prospectus in accordance with Chapter 6D of the Corporations Act (Cth) 2001 ("Institutional Securityholder") 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 ("Foreign Excluded Investors").</p> <p>1.2. Entitlements not taken up by Institutional Securityholders under the Institutional Offer, and entitlements which would have been offered to Foreign Excluded Investors may be 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 (the "Institutional Bookbuild"). The minimum offer price that securities may be offered under the Institutional Bookbuild shall not be less than the price at which they are offered under the Entitlement Offer.</p> <p>1.3. Institutional Securityholders and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations reduced accordingly.</p> <p>1.4. All securityholders, other than securityholders 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>1.5. Ordinary shares are offered under the Institutional Offer and the Retail Offer at the same price.</p> <p>1.6. Related parties do not participate beyond their pro rata entitlement, unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are included in the offer documents to be sent to all securityholders.</p>

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Basis For Decision	<p>Underlying Policy Listing rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. The actual number of equity securities that a listed entity may issue without prior ordinary security holder approval is calculated by reference to a formula in listing rule 7.1, and is approximately 15% of the number of fully paid ordinary securities. (The formula is more complex than this description indicates, and is set out in full in listing rule 7.1.) A number of exceptions from the requirement to limit the number of equity securities that may be issued without prior ordinary security holder approval are permitted under listing rule 7.2, including where securities are issued under a pro rata entitlement offer.</p> <p>Present Application The Company is undertaking an Accelerated Non-Renounceable Entitlement Offer, under which offers are made to institutional and retail shareholders as at a single record date. As an equivalent offer is being made to all shareholders, and the only difference is the timing of the offer, where a first round offer is first made to institutional shareholders and a second round offer is made to retail shareholders, the offer is functionally equivalent to a pro rata entitlement offer. The proposed offer structure is consistent with an exception in listing rule 7.2 and does not undermine the policy of listing rule 7.1.</p>
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Rule Number	7.1
Date	18/09/2013
ASX Code	IDZ
Listed Company	INDOOR SKYDIVE AUSTRALIA GROUP LIMITED
Waiver Number	WLC130315-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Indoor Skydive Australia Group Limited (the "Company"), in connection with its proposal to undertake an accelerated renounceable entitlement offer with retail rights trading (the "Entitlement Offer"), a waiver from listing rule 7.1 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. On or before the record date, securityholders who are believed by the Company to be persons to whom offers of ordinary shares may be made without a prospectus in accordance with Chapter 6D of the Corporations Act (Cth) 2001 ("Institutional Securityholder") 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 ("Foreign Excluded Investors").</p> <p>1.2. Entitlements not taken up by Institutional Securityholders under the Institutional Offer, and 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 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 (the "Institutional Bookbuild"). The minimum offer price that securities may be offered under the Institutional Bookbuild shall not be less than the price at which they are offered under the Entitlement Offer.</p> <p>1.3. Institutional Securityholders and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations reduced accordingly.</p> <p>1.4. All securityholders, other than securityholders 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>1.5. 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 Securityholders (including investors who are not securityholders as at the Record Date) through a bookbuild process immediately following the close of the Retail Offer (the "Retail Bookbuild"). The minimum offer price that the securities may be offered under the Retail Bookbuild shall not be less than the price offered under the Entitlement Offer.</p> <p>1.6. Ordinary shares are offered under the Institutional Offer and the Retail Offer at the same price.</p> <p>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</p>

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	offer documents to be sent to all securityholders.
Basis For Decision	<p>Underlying Policy Listing rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. The actual number of equity securities that a listed entity may issue without prior ordinary security holder approval is calculated by reference to a formula in listing rule 7.1, and is approximately 15% of the number of fully paid ordinary securities. (The formula is more complex than this description indicates, and is set out in full in listing rule 7.1.) A number of exceptions from the requirement to limit the number of equity securities that may be issued without prior ordinary security holder approval are permitted under listing rule 7.2, including where securities are issued under a pro rata entitlement offer.</p> <p>Present Application The Company is undertaking an Accelerated Renounceable Entitlement Offer, under which offers are made to institutional and retail shareholders as at a single record date. As an equivalent offer is being made to all shareholders, and the only difference is the timing of the offer, where a first round offer is first made to institutional shareholders and a second round offer is made to retail shareholders, the offer is functionally equivalent to a pro rata entitlement offer. The proposed offer structure is consistent with an exception in listing rule 7.2 and does not undermine the policy of listing rule 7.1.</p>

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Rule Number	7.11.3
Date	17/09/2013
ASX Code	RRP
Listed Company	REALM RESOURCES LIMITED
Waiver Number	WLC130321-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Realm Resources Limited (the "Company") a waiver from listing rule 7.11.3, in connection with its proposed non-renounceable entitlement offer (the "Entitlement Offer") of 37 ordinary fully paid shares at \$0.004 per share for every 9 ordinary fully paid shares held on the record date, to permit the Company to undertake the Entitlement Offer, subject to the following conditions.</p> <p>1.1. Shareholders of the Company approve the Entitlement Offer.</p> <p>1.2. Shareholders of the Company approve the sub-underwriting of the Entitlement Offer by Taurus Funds Management Pty Limited.</p> <p>1.3. The notice of meeting seeking shareholder approval for the Entitlement Offer contains a voting exclusion statement that excludes the votes of any substantial shareholders, any proposed underwriter or sub-underwriter of the Entitlement Offer, and any brokers or managers of the Entitlement Offer.</p> <p>1.4. The Company releases details of this waiver at the time the full details of the Entitlement Offer are announced on the ASX Market Announcements platform.</p>
Basis For Decision	<p>Underlying Policy A listed entity is not permitted to make a pro-rata offer at a ratio greater than 1 for 1 except where the pro-rata offer is renounceable and the issue price is not more than average price for securities in that class (calculated over the last five days on which sales in the securities were recorded before the day on which the issue was announced). The rule enables smaller holders to either maintain their proportionate holding in the entity without requiring an excessive outlay of funds or being significantly diluted, or to realise value by selling renounceable rights.</p> <p>Present Application The Company is proposing to undertake a non-renounceable entitlement issue on 37 for 9 basis. The Company's shares are currently suspended from official quotation and will remain suspended from quotation pending completion of the Entitlement Offer. As the Company's securities remain suspended it is unable to undertake the entitlement issue on a renounceable basis. The waiver is granted to permit a non-renounceable entitlement issue with a greater than 1 for 1 ratio conditional on prior shareholder approval being obtained. The notice of meeting is also required to include a voting exclusion statement to exclude any substantial shareholders, any proposed underwriters or sub underwriters and/or any brokers or managers and their respective associates from voting on the resolution. The conditions attached to the waiver are consistent with the underlying policy of listing rule 7.11.3 and also complement the principle of listing rule 7.1, which protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval.</p>

Rule Number	7.14
Date	20/09/2013
ASX Code	CLO
Listed Company	CLOUGH LIMITED
Waiver Number	WLC130305-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Clough Limited (the "Company") a waiver from listing rule 7.14 to the extent necessary to permit the Company to have a record date for a special dividend within six business days of the record date for the scheme of arrangement between the Company and its shareholders under Part 5.1 of the Corporations Act 2001 (Cth).
Basis For Decision	<p>Underlying Policy An entity must not have a record date for any corporate action fewer than six business days after a record date for another corporate action. This requirement enables ASX to establish a market around entitlements and maintain orderly trading and settlement of securities.</p> <p>Present Application The Company is undertaking a scheme of arrangement under Part 5.1 of the Corporations Act pursuant to which all of its issued capital will be acquired by Murray & Roberts Holdings Limited and Murray & Roberts Pty Ltd. The consideration to be received by shareholders under the merger will include the payment of a special dividend. The special dividend record date is proposed to be 4 business days before the scheme record date. The Company's securities will be suspended from official quotation on ASX once the scheme becomes effective in law. The suspension will be imposed prior to the ex date for the special dividend. Given that the securities will be suspended from quotation before they would trade on an ex-dividend basis, ASX considers that the timetable proposed does not raise any orderly market or trading or settlement issues.</p>

Rule Number	7.15
Date	17/09/2013
ASX Code	RRP
Listed Company	REALM RESOURCES LIMITED
Waiver Number	WLC130321-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Realm Resources Limited (the "Company") a waiver from listing rule 7.15, in connection with its proposed non-renounceable entitlement offer of 37 ordinary fully paid shares at \$0.004 per share for every 9 ordinary fully paid shares held on the record date (the "Entitlement Offer"), to permit the Company to undertake the Entitlement Offer with a record date which is prior to the date of the shareholders' meeting to approve the Entitlement Offer, subject to the following conditions.</p> <p>1.1 The Company's securities are not reinstated to official quotation at any time prior to the shareholders' meeting to approve the Entitlement Offer.</p> <p>1.2 The Company releases details of this waiver at the time the full details of the Entitlement Offer are announced on the ASX Market Announcements platform.</p>
Basis For Decision	<p>Underlying Policy Where a listed entity is required to obtain security holder approval for an offer or issue of securities, listing rule 7.15 requires a listed entity to set a record date to determine entitlements at least 7 business days after the meeting at which approval to offer or issue the securities is sought. The rule provides security holders an opportunity to adjust their holding to participate in an offer or issue of securities.</p> <p>Present Application The Company is proposing to undertake a non-renounceable entitlement issue on 37 for 9. The Company's shares are currently suspended from official quotation and will remain suspended from quotation pending completion of the Entitlement Offer. The entitlement issue is conditional on prior shareholder approval being obtained. The Company proposes to set the record date prior to the meeting. The Company's securities are expected to remain suspended at least until close of the offer because the underwriting arrangements are essential to ensure that the Company is able to repay \$5 million that is due on 30 September 2013. There is no possibility of trading in securities on cum or ex rights basis where securities are suspended. In the circumstances, it is considered there is no possibility of market confusion arising from having a record date for a pro rata issue precede the meeting to authorise the making of the issue. The waiver is granted on condition the Company's securities remain suspended until after the shareholders' meeting.</p>

Rule Number	7.40
Date	27/09/2013
ASX Code	IDC
Listed Company	INDOCHINE MINING LIMITED
Waiver Number	WLC130314-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Indochine Mining Limited (the "Company"), in connection with its proposal to undertake an accelerated non-renounceable pro rata entitlement offer (the "Entitlement Offer"), a waiver from listing rule 7.40 to permit the record date for the Entitlement Offer ("Record Date") not to be six business days after the announcement of the Entitlement Offer, but in accordance with the timetable submitted by the Company, on the following conditions.</p> <p>1.1. The Record Date for the Entitlement Offer is no earlier than the third business day after the date the trading halt for the Entitlement Offer commences, including that date, provided that the trading halt for the Entitlement Offer commences before the open of trading on that day.</p> <p>1.2. All other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
Basis For Decision	<p>Underlying Policy Listing rule 7.40 prescribes that listed entities must follow mandatory timetables for various corporate actions, including pro rata entitlements issues (Appendix 7A, paragraphs 3 & 4). Compliance with timetables ensures that investors are able to determine their entitlements, trading may take place on a basis where participants in the market have certainty as to whether they will be entitled to participate in the corporate action, and ASX's trading and settlement systems can accommodate the proposed corporate action. This ensures that an orderly market is maintained.</p> <p>Present Application The Company is undertaking an Accelerated Non-Renounceable Entitlement Offer, a type of pro rata offer that does not conform to a particular mandatory timetable in the listing rules, has a record date earlier than the sixth business day after announcement of the offer, and which involves the entity's securities being placed in a trading halt at the beginning of the offer. There is no trading of securities on a cum entitlement basis. A waiver from the requirement of giving six business days' notice of the record date is granted as the imposition of the trading halt and the fact that the entity's securities only trade after the trading halt on an ex entitlement basis means that there is no risk of market confusion about entitlements, and a corporate action may be accommodated by ASX systems.</p>

Rule Number	7.40
Date	18/09/2013
ASX Code	IDZ
Listed Company	INDOOR SKYDIVE AUSTRALIA GROUP LIMITED
Waiver Number	WLC130315-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Indoor Skydive Australia Group Limited (the "Company"), in connection with its proposal to undertake an accelerated renounceable entitlement offer with retail rights trading (the "Entitlement Offer"), a waiver from listing rule 7.40 to permit the record date for the Entitlement Offer ("Record Date") not to be six business days after the announcement of the Entitlement Offer, but in accordance with the timetable submitted by the Company, on the following conditions.</p> <p>1.1. The Record Date for the Entitlement Offer is no earlier than the third business day after the date the trading halt for the Entitlement Offer commences, including that date, provided that the trading halt for the Entitlement Offer commences before the open of trading on that day.</p> <p>1.2. All other aspects of the timetable for the Entitlement Offer are acceptable to ASX.</p>
Basis For Decision	<p>Underlying Policy Listing rule 7.40 prescribes that listed entities must follow mandatory timetables for various corporate actions, including pro rata entitlements issues (Appendix 7A, paragraphs 3 & 4). Compliance with timetables ensures that investors are able to determine their entitlements, trading can take place on a basis where participants in the market have certainty as to whether they will be entitled to participate in the corporate action, and ASX's trading and settlement systems can accommodate the proposed corporate action. This ensures that an orderly market is maintained.</p> <p>Present Application The Company is undertaking an Accelerated Renounceable Entitlement Offer, a type of pro rata offer that does not conform to a particular mandatory timetable in the listing rules, has a record date earlier than the sixth business day after announcement of the offer, and which involves the entity's securities being placed in a trading halt at the beginning of the offer. There is no trading of securities on a cum entitlement basis. A waiver from the requirement of giving six business days' notice of the record date is granted as the imposition of the trading halt and the fact that the entity's securities only trade after the trading halt on an ex-entitlement basis means that there is no risk of market confusion about entitlements, and a corporate action can be accommodated by ASX systems.</p>

Rule Number	7.40
Date	23/09/2013
ASX Code	WES
Listed Company	WESFARMERS LIMITED
Waiver Number	WLC130324-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Wesfarmers Limited (the "Company") a waiver from listing rule 7.40 to the extent necessary to permit the capital return and consolidation of fully paid ordinary shares and partially protected shares to not be carried out according to the timetable set out in paragraph 5 of Appendix 7A but in accordance with a timetable acceptable to ASX.
Basis For Decision	<p>Underlying Policy Listing rule 7.40 prescribes that listed entities must follow mandatory timetables for various corporate actions, including reorganisations without court approval (Appendix 7A, paragraph 5). Compliance with timetables ensures that investors are able to determine their entitlements, trading may take place on a basis where participants in the market have certainty as to whether they will be entitled to participate in the corporate action, and ASX's trading and settlement systems can accommodate the proposed corporate action. This ensures that an orderly market is maintained.</p> <p>Present Application The Company is proposing to undertake a capital return and consolidation. Due to the size of the Company's shareholder base, an extension of 2 business days for the despatch of the payment advices relating to the capital return and holding notices relating to the consolidation is necessary. A waiver from the requirement to follow the timetable in Appendix 7A is granted, as the reorganisation may be accommodated by ASX systems on the timetable that the Company proposes to follow, and there is no risk of market confusion about the basis of quotation.</p>

Rule Number	9.1.3
Date	27/09/2013
ASX Code	OKU
Listed Company	OKLO RESOURCES LIMITED
Waiver Number	WLC130318-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Oklo Resources Limited ("Company") a waiver from listing rule 9.1.3 to the extent necessary to permit it not to apply the restrictions in Appendix 9B to the 800,000,000 fully paid ordinary shares ("Consideration Shares") issued by the Company to Compass Gold Corporation ("Compass") pursuant to the Company's proposed acquisition of 100% of the issued capital of Compass Gold BVI Mali Corp ("Compass BVI Mali") (the "Transaction") which are to be distributed in specie to the shareholders of Compass and to its creditors that are not related parties of the Company or Compass or their associates, on the following condition.</p> <p>1.1. The Consideration Shares issued to Compass, to be distributed to related parties of either the Company or Compass or their associates, will be subject to restrictions in accordance with paragraph 6 of Appendix 9B.</p>
Basis For Decision	<p>Underlying Policy Holder of restricted securities is not permitted to realise a benefit from restricted securities during escrow period. The holder and controllers must enter into restriction agreement. Security certificates must be held by bank trustee or securities must be subject to holding lock. This protects integrity of the ASX market and 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>Present Application Listed entity proposes to acquire all of the issued capital of an unlisted entity holding classified assets from an entity listed in a foreign jurisdiction. Due to the cost and tax implications of issuing the Consideration Shares directly to the shareholders of the vendor entity, proposed to initially issue the Consideration Shares to the vendor company which will then issue to its shareholders and creditors. Assets being acquired by the Company have been subject to continuous disclosure regime in a foreign jurisdiction. Due to the proposed arrangement, the vendor company for an intervening period will hold more than 20% of the issued capital of the Company, triggering paragraph 6 of Appendix 9B. If not for the unfavourable tax and cost implications of issuing the Consideration Shares directly to shareholders and creditors, the vendor company would have no need to hold the Consideration shares for a short period of time thereby triggering paragraph 6 of Appendix 9B. It is proposed to grant the waiver to allow the Consideration Shares to be issued to the vendor company and apply the restrictions of paragraph 6 of Appendix 9B to the Consideration Shares in the hands of the vendor company. It is proposed to waive the application of paragraph 6 of Appendix 9B to Consideration Shares transferred from the vendor company to shareholders and creditors</p>

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unrelated to the Company and the vendor company. It is proposed to apply paragraph 6 of Appendix 9B to Consideration Shares transferred from the vendor company to shareholders and creditors who are related parties or their associates of either the Company or the vendor company.

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Rule Number	10.1
Date	20/09/2013
ASX Code	EGN
Listed Company	ENGENCO LIMITED
Waiver Number	WLC130311-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Engenco Limited (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit Greentrains Limited ("Greentrains"), an entity in which the Company holds an 81% interest, which entered into a loan facility of up to \$30 million (the "Facility") and which Facility has now been extended with Elph Pty Limited ("Elph"), a substantial shareholder of the Company, pursuant to which Elph (or a related party of Elph) will take fixed and floating charges ("Charge") over the assets of Greentrains and Greentrains Leasing Pty Ltd (together, the "Greentrains Group") and some of the assets of Gemco Rail Pty Ltd ("Gemco Rail") in favour of Elph, without shareholder approval, on the following conditions.</p> <p>1.1. Each Charge document includes a term that if an event of default occurs and Elph exercises its rights under the Charge, Elph or any of its associates cannot acquire any legal or beneficial interest in an asset of the Greentrains Group or Gemco Rail in full or part satisfaction of Greentrains Group's obligations under the Facility, or otherwise deal with the assets of Greentrains Group or Gemco Rail, 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 Charge and selling the assets to an unrelated third party on arm's length commercial terms and conditions and distributing the cash proceeds to Elph in accordance with its legal entitlements.</p> <p>1.2. A summary of the material terms of the Facility and Charge documents is made in each annual report of the Company during the term of the Facility.</p> <p>1.3. Any variation to the terms of the Facility or Charge documents which is (i) not a minor change or (ii) inconsistent with the terms of the waiver, is subject to shareholder approval.</p> <p>1.4. The Company must seek to discharge the Facility when the funds advanced under the Facility have been repaid, or if they are not discharged, seek shareholder approval for the continuation of the Facility for any further loan facility amount.</p> <p>1.5. The Company immediately releases to the market an announcement which sets out the terms of the waiver, and the Company's plans with respect to the repayment of the funds advanced under all of the Facility and the discharge of the Facility, including the timeframe within which it expects the repayment and discharge to occur.</p>

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Basis For Decision	<p>Underlying Policy Listed entities are required to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provision of the Corporations Act (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).</p> <p>Present Application The Company has already entered into a Facility of up to \$30 million with Elph, a substantial shareholder of the Company. Pursuant to that Facility, Elph was granted a charge over the assets of the Greentrains Group. The granting of the charge constituted a disposal of a substantial asset of the Company under listing rule 10.1 and the Company was granted a waiver from the rule subject to the usual conditions. The Facility provided by Elph has now been extended to 30 September 2014 and in support of the Facility additional security has been provided by Gemco Rail (a wholly owned subsidiary of the Company) in the form of a charge over 194 unencumbered rail wagon assets. The granting of the charges by Greentrains Group and Gemco rail constitute the disposal of a substantial asset of the Company under listing rule 10.1 to a substantial shareholder. It is proposed to grant a waiver from listing rule 10.1 subject to a number of conditions, including that the Charge provides that in the event that the Charge is exercised, neither the substantial holder nor any of its associates are entitled to acquire the assets without the Company first complying with any applicable listing rules, including listing rule 10.1. These conditions provide sufficient safeguard against value-shifting to the substantial holder or an associate of the substantial holder.</p>
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Rule Number	10.11
Date	27/09/2013
ASX Code	IDC
Listed Company	INDOCHINE MINING LIMITED
Waiver Number	WLC130314-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Indochine Mining Limited (the "Company"), in connection with its proposal to undertake an accelerated non-renounceable pro rata entitlement offer (the "Entitlement Offer"), a waiver from listing rule 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. On or before the Record Date, securityholders who are believed by the Company to be persons to whom offers of ordinary shares may be made without a prospectus in accordance with Chapter 6D of the Corporations Act (Cth) 2001 ("Institutional Securityholder") 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 ("Foreign Excluded Investors").</p> <p>1.2. Entitlements not taken up by Institutional Securityholders under the Institutional Offer, and entitlements which would have been offered to Foreign Excluded Investors may be 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 (the "Institutional Bookbuild"). The minimum offer price that securities may be offered under the Institutional Bookbuild shall not be less than the price at which they are offered under the Entitlement Offer.</p> <p>1.3. Institutional Securityholders and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations reduced accordingly.</p> <p>1.4. All securityholders, other than securityholders 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>1.5. Ordinary shares are offered under the Institutional Offer and the Retail Offer at the same price.</p> <p>1.6. Related parties do not participate beyond their pro rata entitlement, unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are included in the offer documents to be sent to all securityholders.</p>

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Basis For Decision	<p>Underlying Policy Listed entities are required to obtain the prior approval of security holders for an issue of equity securities to related parties. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act (and any related party provisions applying to foreign entities under relevant legislation). A number of exceptions from the requirement for prior security holder approval are permitted under listing rule 10.12, including where securities are issued under a pro rata entitlement offer.</p> <p>Present Application The Company is undertaking an Accelerated Non-Renounceable Entitlement Offer. As an equivalent offer is being made to all shareholders and the only difference is the timing of the offer, where a first round offer is made to institutional shareholders and a second round offer is made to retail shareholders, the offer is functionally equivalent to a pro rata entitlement offer. As related parties and their associates are not entitled to participate beyond pro rata allocations, there is no concern that they could be obtaining securities on advantageous terms or increasing their holding to the detriment of other shareholders.</p>
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Rule Number	10.11
Date	18/09/2013
ASX Code	IDZ
Listed Company	INDOOR SKYDIVE AUSTRALIA GROUP LIMITED
Waiver Number	WLC130315-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Indoor Skydive Australia Group Limited (the "Company"), in connection with its proposal to undertake an accelerated renounceable entitlement offer with retail rights trading (the "Entitlement Offer"), a waiver from listing rule 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. On or before the record date, securityholders who are believed by the Company to be persons to whom offers of ordinary shares may be made without a prospectus in accordance with Chapter 6D of the Corporations Act (Cth) 2001 ("Institutional Securityholder") 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 ("Foreign Excluded Investors").</p> <p>1.2. Entitlements not taken up by Institutional Securityholders under the Institutional Offer, and 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 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 (the "Institutional Bookbuild"). The minimum offer price that securities may be offered under the Institutional Bookbuild shall not be less than the price at which they are offered under the Entitlement Offer.</p> <p>1.3. Institutional Securityholders and Foreign Excluded Investors who sell down their holdings before the Record Date have their pro rata allocations reduced accordingly.</p> <p>1.4. All securityholders, other than securityholders 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>1.5. 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 Securityholders (including investors who are not securityholders as at the Record Date) through a bookbuild process immediately following the close of the Retail Offer (the "Retail Bookbuild"). The minimum offer price that the securities may be offered under the Retail Bookbuild shall not be less than the price offered under the Entitlement Offer.</p> <p>1.6. Ordinary shares are offered under the Institutional Offer and the Retail Offer at the same price.</p> <p>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</p>

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	offer documents to be sent to all securityholders.
Basis For Decision	<p>Underlying Policy Listed entities are required to obtain the prior approval of security holders for an issue of equity securities to related parties. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act (and any related party provisions applying to foreign entities under relevant legislation). A number of exceptions from the requirement for prior security holder approval are permitted under listing rule 10.12, including where securities are issued under a pro rata entitlement offer.</p> <p>Present Application The Company is undertaking an Accelerated Renounceable Entitlement Offer. As an equivalent offer is being made to all shareholders and the only difference is the timing of the offer, where a first round offer is made to institutional shareholders and a second round offer is made to retail shareholders, the offer is functionally equivalent to a pro rata entitlement offer. As related parties and their associates are not entitled to participate beyond pro rata allocations, there is no concern that they could be obtaining securities on advantageous terms or increasing their holding to the detriment of other shareholders.</p>

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Rule Number	10.11
Date	6/05/2013
ASX Code	MQG
Listed Company	MACQUARIE GROUP LIMITED
Waiver Number	WLC130316-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Macquarie Group Limited (the "Company") a waiver from listing rule 10.11 to the extent necessary to permit related parties of the Company to participate in an offer of Macquarie Capital Notes in the form of fully paid, subordinated, non-cumulative, unsecured, mandatorily convertible notes ("MCN") (the "Offer") and to be issued MCN without shareholder approval on the following conditions.</p> <p>1.1 The number of MCN which may be issued to related parties collectively is no more than 0.2% of the total number of MCN issued under the Offer, and the participation of related parties in the Offer is on the same terms and conditions as applicable to other subscribers for MCN.</p> <p>1.2 The Company releases the terms of the waiver to the market when it announces the Offer.</p> <p>1.3 When the MCN are issued, the Company announces to the market the total number of MCN issued to related parties in aggregate.</p>
Basis For Decision	<p>Underlying Policy Listed entities are required to obtain the prior approval of security holders for an issue of equity securities to related parties. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act (and any related party provisions applying to foreign entities under relevant legislation).</p> <p>Present Application The Company intends to make a public offer of unsecured and subordinated notes which may be redeemed or converted into ordinary shares in accordance with the terms of issue. Related parties of the Company will participate in the public offer on the same terms as unassociated investors. The waiver is granted to permit related parties to participate in the offer subject to an aggregate cap of no more than 0.2% of securities offered. The participation of natural person related parties in a public offer subject to this cap is a de minimis departure from the principle that no equity securities may be issued to a related party without shareholder approval other than under an exception in listing rule 10.12. The terms of this waiver must be disclosed to the market.</p>

Rule Number	10.13.5
Date	19/09/2013
ASX Code	PLS
Listed Company	PILBARA MINERALS LIMITED
Waiver Number	WLC130319-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Pilbara Minerals Limited (the "Company") a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of general meeting (the "Notice") to approve the issue of a maximum of \$9,900 worth of shares to Mr Neil Biddle (or his nominee), a maximum of \$9,900 worth of shares to Mr Tony Leibowitz (or his nominee), and a maximum of \$16,500 worth of shares to Mr Robert Adamson (or his nominee), in each case in lieu of directors' fees, not to include an issue price, subject to the following conditions.</p> <p>1.1 The Notice states that the number of shares to be issued to Mr Biddle, Mr Leibowitz and Mr Adamson (or their nominees) will be calculated by dividing the amount owed to each director in respect of their directors' fees by the volume weighted average trading price of the Company's shares on ASX in the 5 day period prior to the date of issue of the shares.</p> <p>1.2 The Company releases the terms of the waiver to the market immediately.</p> <p>1.3 The Company's annual report for any period during which the shares are issued to Mr Biddle, Mr Leibowitz and Mr Adamson (or their 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>
Basis For Decision	<p>Underlying Policy This rule provides certainty to a listed entity's security holders by requiring a notice of meeting containing a resolution in accordance with listing rule 10.11 to state the issue price and terms of issue of securities that are intended to be issued to each of the relevant persons for whom approval is being sought.</p> <p>Present Application The Company proposes to seek security holder approval for the issue of securities to certain directors in lieu of directors' fees. The issue price of the securities to be issued is presently unascertainable as it is based on a formula including a future security price. Where the degree of dilution is not expected to be excessive in view of a listed entity's security price and the dollar value of the grant, and where the future security price will be known shortly after the security holder meeting, as is the case here, the inclusion of sufficient information in the notice of meeting about the method for calculating the issue price of the relevant securities is considered not to offend the policy of the rule in providing certainty to security holders.</p>

Rule Number	10.15A.5
Date	24/09/2013
ASX Code	BMN
Listed Company	BANNERMAN RESOURCES LIMITED
Waiver Number	WLC120341-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Bannerman Resources Limited (the "Company") a waiver from listing rule 10.15A.5 to the extent necessary to permit the notice of meeting seeking shareholder approval for the participation by non-executive directors of the Company in the Non-Executive Director Share Incentive Plan ("NEDSIP") (the "Notice"), not to state the names of all non-executive directors who may participate in the NEDSIP, on condition that the Company releases the terms of the waiver to the market no later than the time the Notice is released to the market.</p>
Basis For Decision	<p>Underlying Policy The notice of meeting requirement for the approval of an issue of securities under listing rule 10.14 requires that the names of all directors and associates who may participate in an employee incentive scheme should be included in the notice of meeting to approve the issue. This ensures that security holders are able to make an informed decision on the matter.</p> <p>Present Application Non-executive directors may elect to participate in the non-executive directors share incentive plan where the non-executive director is entitled to receive one third of its annual director fees in the form of incentives and the other two thirds of the director fees are received in cash. The maximum number of securities to be issued under the share incentive plan will be disclosed in the notice of meeting. The securities may be issued to non-executive directors of the entity not named in notice of meeting but who are appointed to office from time to time. The plan is specifically for non-executive directors and as such there is no concern that particular non-executive directors may acquire securities on advantageous terms by their being able to participate in a fee sacrifice plan with other non-executive directors.</p>

Rule Number	10.15A.8
Date	24/09/2013
ASX Code	BMN
Listed Company	BANNERMAN RESOURCES LIMITED
Waiver Number	WLC120341-002
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Bannerman Resources Limited (the "Company") a waiver from listing rule 10.15A.8 to the extent necessary to permit the notice of meeting seeking shareholder approval for the participation by non-executive directors of the Company in the Non-Executive Director Share Incentive Plan ("NEDSIP") (the "Notice"), to state that all non-executive directors in office from time to time may participate in the NEDSIP, on condition that the Company releases the terms of the waiver to the market no later than the time the Notice is released to the market.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 10.15A.8 requires that a notice of meeting to approve the issue of securities to a non-executive director under an employee incentive scheme includes a statement that additional persons who become entitled to participate in the employee incentive scheme after the resolution is approved and not named in notice, will not be able to participate in the employee incentive scheme until approval is obtained under listing rule 10.14. This enables security holders to make an informed decision on the matter.</p> <p>Present Application Non-executive directors may elect to participate in the non-executive director share incentive plan pursuant to which a non-executive director may be issued securities in the entity in lieu of fees. Securities may be issued to non-executive directors of the entity not named in notice of meeting but who are appointed to office from time to time. The plan is specifically for non-executive directors and there is no concern that particular non-executive directors may acquire shares on advantageous terms by their being able to participate in a fee sacrifice plan with other non-executive directors.</p>

Rule Number	10.15A.2
Date	16/09/2013
ASX Code	DOW
Listed Company	DOWNER EDI LIMITED
Waiver Number	WLC130307-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Downer EDI 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 a resolution seeking shareholder approval pursuant to listing rule 10.14 for the grant of performance rights under the Company's long term incentive plan to Mr Grant Fenn, not to state a maximum number of performance rights that may be granted, on condition that the Notice describes the method by which the number of performance rights to be granted will be calculated.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	10.15.2
Date	24/09/2013
ASX Code	FXJ
Listed Company	FAIRFAX MEDIA LIMITED
Waiver Number	WLC130312-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Fairfax Media Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's notice of annual general meeting (the "Notice"), in relation to a resolution seeking shareholder approval pursuant to listing rule 10.14 for the grant of options and performance shares under the Company's transitional incentive plan to Mr Greg Hywood, not to state a maximum number of options and performance shares that may be granted, on condition that the Notice describes the method by which the number of options and performance shares to be granted will be calculated.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	10.15.2
Date	23/09/2013
ASX Code	ICN
Listed Company	ICON ENERGY LIMITED
Waiver Number	WLC130313-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Icon Energy Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's 2013 notice of annual general meeting (the "Notice"), in relation to the resolutions seeking shareholder approval under listing rule 10.14 for the grant to Mr Raymond Swinburn James and Dr Kevin Jih of performance rights under the Company's performance rights plan (the "Plan"), not to state a maximum number of performance rights that may be granted to Mr James and Dr Jih under the Plan, on condition that the Notice sets out the methods by which the number of performance rights to be granted is calculated.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	14.7
Date	20/09/2013
ASX Code	CUX
Listed Company	CROSSLAND STRATEGIC METALS LTD
Waiver Number	WLC130306-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Crossland Strategic Metals Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company, without shareholder approval, to issue 40,000,000 fully paid ordinary shares to HK Rare Earth Sdn Bhd under a placement ("Placement Shares") as approved by shareholders at the general meeting held on 16 May 2013, later than 3 months after the date of the shareholder's meeting, on the following conditions.</p> <p>1.1 The Placement Shares are issued no later than 31 October 2013, and otherwise on the same conditions as approved by shareholders on 16 May 2013.</p> <p>1.2 The issue price of the Placement Shares cannot be set any lower than 80% of the lowest average market price of the Company's shares calculated over any period of 5 consecutive days on which sales in the Company's shares were recorded during the period between 16 May 2013 and 16 August 2013.</p> <p>1.3 The terms of this waiver are released to the market immediately</p>
Basis For Decision	<p>Underlying Policy If a notice of meeting states that an entity will do something that the listing rules require it to do, the entity must do that thing. This supports the integrity of listing rule requirements that forbid a listed entity from taking a particular action unless it has obtained the prior approval of ordinary security holders, and require the giving to security holders of specific information about the proposed action in order for such approval to be validly obtained.</p> <p>Present Application Listing rule 7.3.2 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within 3 months of the date of the shareholders' meeting. Listing rule 7.3.2 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval. Listing rule 14.7 ensures that an issue of securities approved by security holders conforms to the terms on which security holder approval for the issue was obtained.</p> <p>The issue of the Placement Shares to unrelated parties was approved by shareholders on 16 May 2013. The Placement Shares were to be issued within 3 months of this date, and the funds raised would be used for purposes including exploration and development activities at the Charley Creek Rare Earth Project. The Company does not expect to be in a position to issue the Placement Shares within the original extended 6 week timeframe granted by ASX due to delays associated with the company obtaining FIRB approval. Only a further short extension would be appropriate, to ensure that</p>

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an entity cannot purport to act on an approval that has become stale. The maximum degree of voting dilution that might be caused by the issue of the Placement Shares is fixed. Other than its share price, the Company's circumstances have not materially changed since shareholder approval was obtained for the issue of securities. The maximum number of securities is fixed and the issue price of Placement Shares is within the pricing parameters approved by shareholders. It is therefore appropriate that the Company be given a further 4 week extension of time.

Rule Number	14.7
Date	18/09/2013
ASX Code	EHG
Listed Company	EHG CORPORATION LIMITED
Waiver Number	WLC130309-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants EHG Corporation Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue 16,250,000 fully ordinary shares ("Shares") to Penta Group Pte Ltd ("Penta"), as approved by shareholders at the general meeting held on 14 June 2013, later than 3 months after the date of the shareholders' meeting, on the following conditions.</p> <p>1.1. The Shares are issued no later than 14 December 2013 and otherwise on the same terms as approved by shareholders on 14 June 2013.</p> <p>1.2. The terms of this waiver are released to the market immediately.</p>
Basis For Decision	<p>Underlying Policy If a notice of meeting states that an entity will do something that the listing rules require it to do, the entity must do that thing. This supports the integrity of listing rule requirements that forbid a listed entity from taking a particular action unless it has obtained the prior approval of ordinary security holders, and require the giving to security holders of specific information about the proposed action in order for such approval to be validly obtained. Listing rule 7.3.2 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within 3 months of the date of the shareholders' meeting. Listing rule 7.3.2 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval. Listing rule 14.7 ensures that an issue of securities approved by ordinary security holders conforms to the terms on which security holder approval for the issue was obtained.</p> <p>Present Application The Company, at its general meeting on 14 June 2013, obtained shareholder approval for the issue of ordinary shares. The Company's securities were suspended from official quotation pending re-compliance with chapters 1 and 2 of the listing rules. The Company has requested an extension of approximately three months. The maximum number of securities to be issued is fixed and the degree of dilution to existing shareholders to be caused by the issue is known. The circumstances of the entity have not changed materially since the date of the shareholder approval and the reason for the delay is beyond the Company's control. The Company meets the criteria for the grant of the waiver and the waiver is essential for the Company to meet its re-compliance requirements in the future.</p>

Rule Number	14.11
Date	24/09/2013
ASX Code	TIX
Listed Company	360 CAPITAL INDUSTRIAL FUND
Waiver Number	WLC130303-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants 360 Capital Industrial Fund (the "Fund") a waiver from listing rule 14.11 to the extent necessary to permit the Fund not to comply with the voting exclusion statement in the notice of general meeting containing a resolution (the "Resolution") for the ratification of the prior issue of 48,637,361 units (the "Issue"), so that the votes of security holders who participated in the Issue may be counted, to the extent only that those holders are acting solely in a fiduciary, nominee or custodial capacity on behalf of beneficiaries who did not participate in the Issue (the "Nominee Holders"), on the following conditions.</p> <p>1.1 The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the Issue, nor are they an associate of a person who participated in the Issue.</p> <p>1.2 The beneficiaries direct the Nominee Holders to vote for or against the Resolution.</p> <p>1.3 The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	14.11
Date	25/09/2013
ASX Code	DUE
Listed Company	DUET GROUP
Waiver Number	WLC130308-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants DUET Investment Holdings Limited ("DIHL"), DUET Company Limited ("DUETCo"), DUET Finance Trust ("DFT") and DUET Finance Limited ("DFL") collectively forming a stapled structure named DUET Group (the "Group"), a waiver from listing rule 14.11 to the extent necessary to permit the Group not to comply with the voting exclusion statement in the notice of general meeting containing a resolution for ratification of the issue of 48,543,690 stapled securities to existing and new institutional investors ("Resolution") (the "Issue") so that the votes of security holders who participated in the Issue may be counted, to the extent only that those holders are acting solely in a fiduciary nominee, trustee or custodial capacity on behalf of beneficiaries who did not participate in the Issue (the "Nominee Holders"), on the following conditions.</p> <p>1.1. The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the Issue, nor are they an associate of a person who participated in the Issue.</p> <p>1.2. The beneficiaries direct the Nominee Holders to vote for or against the Resolution.</p> <p>1.3. The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	15.16(b)
Date	16/09/2013
ASX Code	WWM
Listed Company	WENTWORTH HOLDINGS LIMITED
Waiver Number	WLC130323-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Wentworth Holdings Limited (the "Company") a waiver from listing rule 15.16(b) to the extent necessary to permit Thorney Management Services Pty Ltd to continue to act as investment manager in accordance with the terms of the Thorney Management Agreement ("TMA"), for a period of up to 10 years from the date of the TMA.
Basis For Decision	<p>Underlying Policy Listing rule 15.16 sets out that management agreements for investment entities (except a pooled development fund) must provide: that the manager may only end the management agreement if it has given at least 3 months' notice; if the term of the agreement is fixed, it must not be for more than 5 years; and if the agreement is extended past 5 years, it will end on three months' notice after an ordinary resolution is passed to end it. This rule ensures that managers give adequate notice to the entity before terminating its management agreement and that a manager of an investment entity is not entrenched for a period longer than 5 years without providing security holders of the entity the opportunity to require the management agreement to be terminated. This gives security holders the power to end the management arrangement after a reasonable fixed term, and prevents the entrenchment of managers.</p> <p>Present Application The Thorney Management Agreement has an initial term of 10 years; upon expiry of the initial 10 year fixed term, the Thorney Management Agreement may be extended for a further term of 7 years at the election by Thorney provided it has given the Company at least nine months' notice. The Company may terminate the agreement after the expiration of the initial 10 year fixed term, on delivery of 3 months' prior written notice following approval of the Company's shareholder to do so. An initial term of 10 years provides an appropriate balance between the desire of managers to protect their products for long enough to recoup their initial investment and the right of security holders to end a management agreement after a reasonable fixed term.</p>