



Register of ASX Listing Rule Waivers

16 to 30 November 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**

**For all product enquiries, please contact:
- Customer Service Centre on 131 279**

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

Rule Number	2.1 condition 3
Date	8/11/2013
ASX Code	WSD
Listed Company	SERIES 2013-2 WST TRUST
Waiver Number	WLC130394-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants BNY Trust Company of Australia Limited (the "Issuer") in its capacity as trustee of the Series 2013-2 WST Trust (the "Trust") a waiver from condition 3 of listing rule 2.1 to the extent necessary that the securities of the Trust need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
Basis For Decision	<p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

Rule Number	3.20.2
Date	14/11/2013
ASX Code	FLK
Listed Company	FOLKESTONE LIMITED
Waiver Number	WLC130405-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Folkestone Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable 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 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 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 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	3.20.2
Date	22/11/2013
ASX Code	GNM
Listed Company	GUJARAT NRE COKING COAL LIMITED
Waiver Number	WLC130408-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Gujarat NRE Coking Coal Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable entitlement offer (the "Entitlement Offer"), a waiver from listing rule 3.20.2 to permit the record date for the Entitlement Offer 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 ("Record Date") 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 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 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	26/11/2013
ASX Code	TOU
Listed Company	TLOU ENERGY LIMITED
Waiver Number	WLC130417-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tlou Energy Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable entitlement offer (the "Entitlement Offer"), a waiver from listing rule 3.20.2 to permit the record date for the Entitlement Offer 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 ("Record Date") 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 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 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	6.18
Date	22/11/2013
ASX Code	ATI
Listed Company	ATLANTIC LIMITED
Waiver Number	WLC130401-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Atlantic Limited (the "Company") a waiver from listing rule 6.18 to the extent necessary to permit Droxford International Limited ("Droxford") to maintain its percentage interest in the issued share capital of the Company (the "Top-up Right"), in respect of a diluting event which occurs or is announced following entry into the Class C Convertible Bond Deed dated 10 September 2013, and the Class D Convertible Bond Deed dated 29 October 2013 between the Company and Droxford (the "Class C and D Convertible Bond Deeds"), by way of Droxford's having a right to participate in any issue of shares, or to subscribe for shares, subject to the following conditions.</p> <p>1.1 The Top-up Right lapses on the earlier of:</p> <p>1.1.1 the undiluted holding of Droxford in the Company falling below 5%;</p> <p>1.1.2 the undiluted holding of Droxford in the Company exceeding 25%; and</p> <p>1.1.3 the strategic relationship between the Company and Droxford ceasing or changing in such a way that it effectively ceases.</p> <p>1.2 The Top-up Right may only be transferred to an entity in the wholly owned group of Droxford.</p> <p>1.3 Any securities issued under the Top-up Right are offered to Droxford for consideration that is:</p> <p>1.3.1 no more favourable than cash consideration offered by third parties (in the case of issues of securities to third parties for cash consideration); or</p> <p>1.3.2 equivalent in value to non-cash consideration offered by third parties (in the case of issues of securities to third parties for non-cash consideration).</p> <p>1.4 The number of securities that may be issued to Droxford under the Top-up Right in the case of any diluting event must not be greater than the number required in order for Droxford to maintain its percentage holding in the issued share capital of the Company immediately before that diluting event; and, for the avoidance of doubt, not to reflect the percentage holding that Droxford would have in the voting securities of the Company on the assumption that its convertible bonds were converted.</p> <p>1.5 The Company discloses a summary of the Top-up Right to persons who may subscribe for securities under a prospectus, and undertakes to include in each annual report a summary of the Top-up Right.</p>
Basis For Decision	<p>Underlying Policy This rule prohibits an option over a percentage of an entity's capital and applies to any agreement that will enable an investor to achieve or maintain a fixed percentage of the capital of an entity. This relates to listed entities having an acceptable capital structure and supports other listing rules, principally listing rule 7.1.</p>

Register of ASX Listing Rule Waivers

Present Application

Droxford currently holds a 17.4% equity interest in the issued capital of the Company and is not currently a related party. ASX's policy permits listed entities to enter into agreements for top-up rights with shareholders with whom the entity has a strategic relationship, provided that the shareholder pays the same price as other offerees in an issue of securities. The strategic relationship must encompass more than the investor simply being a major shareholder or source of equity capital. The top up right must not be transferable, other than to wholly-owned subsidiaries of the relevant shareholder, because its existence must depend on the continuation of the strategic relationship. The nature of the relationship between the listed entity and the shareholder in this case is consistent with this policy. Droxford is also a convertible bond holder. The waiver does not extend to preserve Droxford's "fully converted interest" as defined in each of the Class C and D Convertible Bond Deeds. The instrument underlying the "fully converted interest" is, in part, a redeemable convertible bond, and the Top-up Right would to that extent be being based on a deemed equity interest. If the convertible bonds were redeemed rather than converted, the bonds would not result in the bondholder holding shares. It is therefore not appropriate that the Top-up Right should, while the convertible bonds remain unconverted, protect a notional equity interest that might never come to be held by the bondholder. The waiver is granted on the basis that it enables Droxford to protect only its current equity interest from time to time.

Rule Number	6.23.2
Date	21/11/2013
ASX Code	MIO
Listed Company	MICLYN EXPRESS OFFSHORE LIMITED
Waiver Number	WLC130412-001
Decision	Based solely upon the information provided, ASX Limited ("ASX") grants Miclyn Express Offshore Limited (the "Company") a waiver from listing rule 6.23.2 to the extent necessary to allow the Company to cancel 2,299,021 unlisted options without shareholder approval, on condition that the Company's shareholders approve the acquisition of all the outstanding equity capital in the Company, not currently held by CHAMP Marlin Holdings Limited and SEA6 Limited, by Manta Holdings Limited.
Basis For Decision	<p>Underlying Policy The cancellation of options for consideration requires the approval of holders of ordinary securities to prevent option holders from seeking to extract an economic benefit from the listed entity that has granted the options, other than by exercising options according to their terms. This requirement maintains an appropriate balance between the rights of holders of ordinary securities and holders of options and supports the integrity of the ASX market.</p> <p>Present Application The Company is incorporated in Bermuda and as such it is governed by Bermudan law, rather than the Corporations Act. The Company has received a proposal from CHAMP Marlin Holdings Limited and SEA6 Limited to acquire all of the outstanding equity capital in the Company not currently held by these two major shareholders (the "Acquisition"). If members approve the Acquisition, the Company is proposing to allow all of its unlisted options and share rights to vest. Rather than issue the shares on the effective date and then have those shares immediately cancelled as part of the Acquisition, the Company intends to cancel the options and share rights for cash consideration. The cash consideration will be the Acquisition consideration payable for each share, less the exercise price for the options (ie the intrinsic value). The waiver is granted on condition that shareholders approve the Acquisition.</p>

Rule Number	6.24
Date	20/11/2013
ASX Code	CSD
Listed Company	CONSOLIDATED TIN MINES LIMITED
Waiver Number	WLC130404-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Consolidated Tin Mines Limited (the "Company") a waiver from listing rule 6.24 to the extent necessary to permit the Company not to send the notice required by paragraph 6.1 of Appendix 6A, in relation to 61,674,990 quoted options exercisable at \$0.20, expiring on 31 December 2013 ("Options"), on the following conditions:</p> <p>1.1. The information required by paragraph 6.1 of Appendix 6A is provided to ASX Market Announcements by no later than 29 November 2013, together with a statement that an option expiry notice will not be sent to Option holders.</p> <p>1.2. If the market price of the Company's ordinary shares exceeds \$0.15 before 31 December 2013, the Company immediately sends an option expiry notice to Option holders.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	6.24
Date	25/11/2013
ASX Code	HTX
Listed Company	HEALTHLINX LIMITED
Waiver Number	WLC130409-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants HealthLinx Limited (the "Company") a waiver from listing rule 6.24 to the extent necessary to permit the Company not to send the notice required by paragraph 6.1 of Appendix 6A, in relation to 14,750,000 quoted options exercisable at \$0.10 each, expiring on 31 December 2013 (the "Options"), on the following conditions.</p> <p>1.1. The information required by paragraph 6.1 of Appendix 6A is provided to ASX Market Announcements by no later than 29 November 2013, together with a statement that an option expiry notice will not be sent to Option holders.</p> <p>1.2. If the market price of the Company's ordinary shares exceeds \$0.075 before 31 December 2013, the Company immediately sends an option expiry notice to Option holders.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	6.24
Date	15/11/2013
ASX Code	SNV
Listed Company	SINOVUS MINING LIMITED
Waiver Number	WLC130415-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Sinovus Mining Limited (the "Company") a waiver from listing rule 6.24 to the extent necessary to permit the Company not to send the notice required by paragraph 6.1 of Appendix 6A, in relation to 59,215,710 quoted options exercisable at \$0.05, expiring on 30 November 2013 ("Options"), on the following conditions:</p> <p>1.1. The information required by paragraph 6.1 of Appendix 6A is provided to ASX Market Announcements by no later than 18 November 2013, together with a statement that an option expiry notice will not be sent to Option holders.</p> <p>1.2. If the market price of the Company's ordinary shares exceeds \$0.037 before 30 November 2013, the Company immediately sends an option expiry notice to Option holders.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	7.1
Date	14/11/2013
ASX Code	FLK
Listed Company	FOLKESTONE LIMITED
Waiver Number	WLC130405-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Folkestone Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable 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 securityholder 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 or the underwriters to the Entitlement Offer to be persons to whom offers of securities 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 stapled securities equal to their pro rata allocation of the Entitlement Offer ("Institutional Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer ("Foreign Excluded Investors").</p> <p>1.2. Entitlements not taken up by Institutional Securityholders under the Institutional Entitlement Offer, and, if the underwriters determine, entitlements which would have been offered to investors 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 Entitlement Offer and Foreign Excluded Investors, are offered a number of stapled securities equal to their pro rata allocations of the Entitlement Offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer ("Retail Foreign Excluded Investors").</p> <p>1.5. Securities are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.6. Related parties do not participate beyond their pro rata entitlement, unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are included in the offer documents to be sent to all securityholders.</p>

Register of ASX Listing Rule Waivers

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 securityholders as at a single record date. As an equivalent offer is being made to all securityholders, and the only difference is the timing of the offer, where a first round offer is first made to institutional securityholders and a second round offer is made to retail securityholders, 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>
---------------------------	---

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

Rule Number	7.1
Date	22/11/2013
ASX Code	GNM
Listed Company	GUJARAT NRE COKING COAL LIMITED
Waiver Number	WLC130408-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Gujarat NRE Coking Coal Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable 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, security holders 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 2001 (Cth) ("Institutional Shareholders") 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 Entitlement 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 Investors under the Institutional Entitlement Offer, and entitlements which would have been offered to Foreign Excluded Investors may be offered to 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 (the "Institutional Bookbuild"). The minimum offer price that securities may be offered under the Institutional Bookbuild shall not be less than the price offered under the Entitlement Offer.</p> <p>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>1.4 All securityholders, other than holders who received an offer in the Institutional Entitlements Offer and Foreign Excluded Investors, are offered a number of ordinary shares equal to their pro rata allocations of the Entitlement Offer (the "Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer.</p> <p>1.5 Shares are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.6 Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements, including sub-underwriting agreements, and the terms of the underwriting are included in the Entitlement Offer documents to be sent to all securityholders.</p>

Register of ASX Listing Rule Waivers

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>
---------------------------	---

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

Rule Number	7.1
Date	26/11/2013
ASX Code	TOU
Listed Company	TLOU ENERGY LIMITED
Waiver Number	WLC130417-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tlou Energy Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable 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, security holders 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 2001 (Cth) ("Institutional Shareholders") 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 Entitlement 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 Investors under the Institutional Entitlement Offer, and, if the underwriter determines, entitlements which would have been offered to Foreign Excluded Investors may be offered to 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 (the "Institutional Bookbuild"). The minimum offer price that securities may be offered under the Institutional Bookbuild shall not be less than the price offered under the Entitlement Offer.</p> <p>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>1.4. All securityholders, other than holders who received an offer in the Institutional Entitlements Offer and Foreign Excluded Investors, are offered a number of ordinary shares equal to their pro rata allocations of the Entitlement Offer (the "Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer.</p> <p>1.5. Shares are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.6. Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements, including sub-underwriting agreements, and the terms of the underwriting are included in the Entitlement Offer documents to be sent to all securityholders.</p>

Register of ASX Listing Rule Waivers

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>
---------------------------	---

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

Rule Number	7.3.2
Date	22/11/2013
ASX Code	AVK
Listed Company	ARGENTINA MINING LIMITED
Waiver Number	WLC130400-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Argentina Mining Limited (the "Company") a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of meeting seeking shareholder approval for the issue of up to \$30,000 worth of ordinary fully paid shares (the "Mandate Shares") to Equity West Securities Pty Ltd ("Equity West") in consideration for investor relation services to be provided to the Company, to state that the Mandate Shares will be issued more than 3 months after the date of the shareholders' meeting, on the following conditions.</p> <p>1.1. For any annual reporting period during which any of the Mandate Shares have been issued or remain to be issued, the Company's annual report must set out in detail the number of Mandate Shares issued in that annual reporting period, and the number of Mandate Shares that remain to be issued, and the basis on which those securities may be issued.</p> <p>1.2. For any half year or quarter during which any of the Mandate Shares have been issued or remain to be issued, the Company's interim report and quarterly activities must include a summary statement of the number of Mandate Shares issued during the reporting period, and the number of Mandate Shares that remain to be issued, and the basis on which those shares may be issued.</p> <p>1.3. The Mandate Shares must be issued by no later than 12 months after Completion of the acquisition by the Company of all of the issued shares in Simba Minerals Limited, and in any event no later than 31 March 2015.</p> <p>1.4. The Company releases the terms of the waiver to the market immediately.</p>
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. This limit is not applicable if security holders' approve the issue of the securities at a general meeting. Listing rule 7.3 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities. In particular, listing rule 7.3.2 requires the date by which the entity will issue the securities and this date must be no later than 3 months after the date of the meeting, or, for court approved reorganisation of capital, no later than 3 months after the date of the court approval. This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p>Present Application The Company proposes to issue securities in consideration for</p>

Register of ASX Listing Rule Waivers

investor relations services provided to it over a 12 month period pursuant to the terms of a mandate agreement to be entered into with the services provider. The maximum value of securities to be issued is \$30,000 over a 12 month period. The securities will be issued at the 5 trading day volume weighted average price of the Company's shares prior to their issue. The degree of dilution is not expected to be excessive in view of the Company's security price and dollar value of the issue (approximately 0.84%). Where a listed entity has entered into a transaction which calls for the issue of securities in tranches at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the milestones to be achieved which trigger the obligation to issue the securities are appropriate to the entity and the transaction in all the circumstances, and adequate information can be given to shareholders about the future issues of securities. This allows the counterparty to the agreement to have commercial certainty about the ability of the entity to issue each tranche of securities as the counterparty performs its obligations, while maintaining the principle that shareholders must give their informed consent to future issues of securities.

Rule Number	7.3.2
Date	29/11/2013
ASX Code	FXR
Listed Company	FOX RESOURCES LIMITED
Waiver Number	WLC130406-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Fox Resources Limited (the "Company") a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of annual general meeting ("Notice") seeking shareholder approval for the issue of up to \$150,000 worth of fully paid ordinary shares ("Shares"), pursuant to a share purchase and convertible security agreement ("Agreement") with The Australian Special Opportunities Fund, LP, managed by The Lind Partners, LLC, to state that the Shares will be issued more than 3 months after the date of the shareholders' meeting, on the following conditions.</p> <p>1.1. The Shares must be issued by no later than 1 March 2014 which is one day later than the three month period prescribed by listing rule 7.3.2.</p> <p>1.2. The Company complies with the minimum pricing requirements of listing rule 7.3.3 such that the issue price of the Shares is at least 80% of the average market price for the Company's shares calculated over the last 5 days on which sales in shares were recorded before the day on which the issue was made.</p> <p>1.3. The Company releases the terms of the waiver to the market immediately.</p>
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. This limit is not applicable if security holders' approve the issue of the securities at a general meeting. Listing rule 7.3 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities. In particular, listing rule 7.3.2 requires the date by which the entity will issue the securities and this date must be no later than 3 months after the date of the meeting, or, for court approved reorganisation of capital, no later than 3 months after the date of the court approval. This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p>Present Application The Company proposes to issue securities to The Australian Special Opportunities Fund, LP, and the Lind Partners, LLC (together, "Lind") pursuant to the Agreement. Pursuant to the Agreement, over the next 24 months, a minimum of \$50,000 of shares will be pre purchased by Lind from the Company, approximately monthly, which may be increased by mutual consent to A\$150,000 ("Monthly Tranche Issues"). The Company is seeking shareholder approval pursuant to listing rule 7.1 for Monthly Tranche Issues on 1 December 2013, 31</p>

Register of ASX Listing Rule Waivers

December 2013, 31 January 2014 and 1 March 2014. The Shares are to be issued no later than 1 March 2014, which is one day later than the three month period prescribed by listing rule 7.3.2. The maximum number of securities to be issued is not known because the number to be issued is to be calculated by reference to a formula but the value of the issue will be no greater than \$150,000. The Agreement provides that the issue price of the Shares is to be calculated by reference to a formula, which varies from the minimum price requirements under listing rule 7.3.3. The Agreement however also provides that in the event that the issue price for any Share is less than 80% of the average market price (calculated over the last 5 days on which sales in the Company's shares were recorded before the day on which the issue was made), then the Company will issue the Shares using its 15% capacity under listing rule 7.1.

The waiver is granted on condition the Company complies with the minimum pricing requirements of listing rule 7.3.3 in issuing the Shares. The notice of meeting includes sufficient information about the method of calculating the number of securities to be issued, the issue price and the issue date will occur just one day outside the three month period permitted by Listing Rule 7.3.2 such that in these specific circumstances where the issue price will be known and the issue will occur within a reasonable timeframe following the approval, the principle that shareholders must consent to future issues of securities is not offended. It also allows the counterparty to an agreement to have commercial certainty about the ability of the entity to issue the third tranche of securities as the counterparty performs its obligations.

Rule Number	7.24A
Date	29/11/2013
ASX Code	SWJ
Listed Company	STONEWALL RESOURCES LIMITED
Waiver Number	WLC130416-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Stonewall Resources Limited (the "Company") a waiver from listing rule 7.24A to the extent necessary to permit the Company to conduct an equal return of capital by way of cash payment, on an equal basis to all of the Company's shareholders, including those shareholders that hold restricted securities in the Company, subject to the following condition.</p> <p>1.1. A specific resolution is included in a notice of general meeting of shareholders of the Company ("General Meeting") which seeks approval to be given for the disposal of all the Company's shares in Stonewall Mining Pty Ltd to Shandong Qixing Iron Tower Co., Ltd (or its nominee) in accordance with the share sale agreement as described in the explanatory statement to the General Meeting, with only unrestricted shareholders being able to vote and a majority of unrestricted shareholders of the Company vote in favour of the resolution.</p>
Basis For Decision	<p>Underlying Policy Under the Corporations Act, capital reorganisations can be undertaken in a number of forms. Section 256B deals with the equal return of capital which can be undertaken either by the payment of cash to shareholders, or the distribution of other assets of the company (including shares in another company). Listing Rule 7.24A relates to a prohibition placed on holders or restricted securities participating in cash or in specie return of capital. Concerns relate to restricted security holders receiving a benefit during period of escrow.</p> <p>Present Application An unrelated third party has offered to purchase the Company's main undertaking and the Company seeks to distribute the proceeds after tax by way of dividend and capital return to all shareholders. The proposed transaction is considered to be similar to a takeover of the whole of the Company. The Company has numerous restricted holders and the Company proposes to distribute cash by way of capital return to restricted holders. Participation in the equal reduction of capital does not render to the restricted security holder a windfall benefit on the basis of their holding of restricted securities during the restriction period. The conditions imposed attempt to parallel the requirements of listing rule 9.18.2, which permit the holders of restricted securities to accept a takeover bid for their restricted securities only if at least half of the securities in the bid class that are not restricted securities to which the offer relates have accepted. It is not considered contrary to the policy, spirit and intent of the rule to grant the waiver with the conditions imposed.</p>

Rule Number	7.40
Date	14/11/2013
ASX Code	FLK
Listed Company	FOLKESTONE LIMITED
Waiver Number	WLC130405-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Folkestone Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable 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 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 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 can be accommodated by ASX systems.</p>

Rule Number	7.40
Date	22/11/2013
ASX Code	GNM
Listed Company	GUJARAT NRE COKING COAL LIMITED
Waiver Number	WLC130408-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Gujarat NRE Coking Coal Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable entitlement offer (the "Entitlement Offer"), a waiver from listing rule 7.40 to permit the record date for the Entitlement Offer 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 ("Record Date") 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 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	26/11/2013
ASX Code	TOU
Listed Company	TLOU ENERGY LIMITED
Waiver Number	WLC130417-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tlou Energy Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable entitlement offer (the "Entitlement Offer"), a waiver from listing rule 7.40 to permit the record date for the Entitlement Offer 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 ("Record Date") 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 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	9.7
Date	15/11/2013
ASX Code	BYE
Listed Company	BYRON ENERGY LIMITED
Waiver Number	WLC130403-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Byron Energy Limited (the "Company") a waiver from listing rule 9.7 to the extent necessary to permit the Company to allow Summit Limited, LLC ("Summit") to transfer 2,014,298 fully paid ordinary shares and 322,288 options (the "Restricted Securities"), which are the subject of a restriction agreement that is effective for a period of 24 months from the date which the initial restricted securities are escrowed, to their beneficial owners on the following conditions.</p> <p>1.1 A new restriction agreement is entered into for the balance of the escrow period of the Restricted Securities.</p> <p>1.2 A copy of the restriction agreement is given to ASX.</p> <p>1.3 The Company instructs its share registry to immediately reinstate a holding lock on the Restricted Securities for the balance of the escrow period, ending 1 March 2015, and not to remove the holding lock without ASX's prior written consent.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	10.1
Date	28/11/2013
ASX Code	MCS
Listed Company	MCALEESE LIMITED
Waiver Number	WLC130411-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants McAleese Limited (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit the Company not to seek shareholder approval in relation to nine commercial property lease agreements entered into between Harbrew Pty Ltd, a wholly-owned subsidiary of the Company, and TPH Pty Ltd, an entity associated with two of the Company's directors (the "TPH Related Party Leases"), on the following conditions.</p> <p>1.1. A summary of the material terms of the TPH Related Party Leases is made in each annual report of the Company during the terms of the Leases.</p> <p>1.2. Any material variation to the terms of any of the TPH Related Party Leases is subject to shareholder approval.</p> <p>1.3. Renewal of the TPH Related Party Leases will be subject to shareholder approval, should listing rule 10.1 apply to the relevant lease at that time.</p>
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 provisions of the Corporations Act (or, in the case of foreign entities, the related party provisions in the law of their home jurisdiction).</p> <p>Present Application The Company has entered into related party transactions prior to listing, being 9 commercial property lease agreements with an entity associated with two of the Company's directors. The total consideration to be paid by the Company to the lessor during the remaining terms of the leases exceeds 5% of the Company's equity interests. The related party nature of the transactions was disclosed in the Company's initial public offering prospectus, as well as the material terms of relevant related party agreements. The waiver is permitted on the basis that a decision to apply for securities under the disclosure document takes place of shareholder approval of transaction.</p>

Rule Number	10.11
Date	14/11/2013
ASX Code	FLK
Listed Company	FOLKESTONE LIMITED
Waiver Number	WLC130405-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Folkestone Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable 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 securityholder 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 or the underwriters to the Entitlement Offer to be persons to whom offers of securities 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 stapled securities equal to their pro rata allocation of the Entitlement Offer ("Institutional Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer ("Foreign Excluded Investors").</p> <p>1.2. Entitlements not taken up by Institutional Securityholders under the Institutional Entitlement Offer, and, if the underwriters determine, entitlements which would have been offered to investors 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 Entitlement Offer and Foreign Excluded Investors, are offered a number of stapled securities equal to their pro rata allocations of the Entitlement Offer ("Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer ("Retail Foreign Excluded Investors").</p> <p>1.5. Securities are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.6. Related parties do not participate beyond their pro rata entitlement, unless they do so pursuant to bona fide underwriting arrangements and the terms of the underwriting are included in the offer documents to be sent to all securityholders.</p>

Register of ASX Listing Rule Waivers

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 securityholders and the only difference is the timing of the offer, where a first round offer is made to institutional securityholders and a second round offer is made to retail securityholders, 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 securityholders. Two directors, being related parties of the Company may agree to sub-underwrite the Retail Entitlement offer. The proposed underwriting agreement will be bona fide and disclosed in the offer materials and will be on arm's length terms.</p>
---------------------------	--

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

Rule Number	10.11
Date	12/11/2013
ASX Code	GHC
Listed Company	GENERATION HEALTHCARE REIT
Waiver Number	WLC130407-001
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Generation Healthcare REIT (the "Trust"), in connection with a proposed placement to raise \$11 million (the "Placement"), a waiver from listing rule 10.11 to the extent necessary to permit its responsible entity, APN Funds Management Ltd ("APN FM"), to issue units to related parties of the Trust acting in a fiduciary, custodial or nominee capacity on behalf of their unrelated beneficiaries without securityholder approval, on condition that all offers of the units pursuant to the Placement are made on the same terms and conditions as are made to other applicants.</p>
Basis For Decision	<p>Underlying Policy Listed entities are required to obtain the prior approval of securityholders 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 securityholders. The rule protects ordinary securityholders' 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 Trust proposes to conduct a placement of units to institutional and sophisticated investors. The placement is to be priced by way of a bookbuild. The responsible entity of the Trust is also responsible entity of unlisted managed investment schemes (the APN Funds), which hold a number of units in the Trust. Listing rule 10.11 applies to participation of related parties in placements of securities by the Trust, including the responsible entity. The unitholders of the APN Funds are not persons to whom the issue of securities would otherwise be subject to listing rule 10.11. The issue of units to associates of a responsible entity under a placement is permitted under Class Order 05/26 subject to a number of conditions, including relevantly that the associates are acting in an eligible fiduciary capacity and their percentage holding in the managed investment scheme does not increase. The participation in a placement offered to a number of institutional investors conducted by a listed managed investment scheme of unlisted managed investment schemes with a common responsible entity, where the unitholders of the unlisted schemes are not otherwise persons within the scope of listing rule 10.11, and subject to compliance with the conditions of Class Order 05/26 and of this waiver, is unlikely to lead to the acquisition of units by related parties on advantageous terms contrary to the policy of listing rule 10.11.</p>

Rule Number	10.11
Date	22/11/2013
ASX Code	GNM
Listed Company	GUJARAT NRE COKING COAL LIMITED
Waiver Number	WLC130408-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Gujarat NRE Coking Coal Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable 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, security holders 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 2001 (Cth) ("Institutional Shareholders") 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 Entitlement 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 Investors under the Institutional Entitlement Offer, and entitlements which would have been offered to Foreign Excluded Investors may be offered to 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 (the "Institutional Bookbuild"). The minimum offer price that securities may be offered under the Institutional Bookbuild shall not be less than the price offered under the Entitlement Offer.</p> <p>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>1.4 All securityholders, other than holders who received an offer in the Institutional Entitlements Offer and Foreign Excluded Investors, are offered a number of ordinary shares equal to their pro rata allocations of the Entitlement Offer (the "Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer.</p> <p>1.5 Shares are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.6 Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements, including sub-underwriting agreements, and the terms of the underwriting are included in the Entitlement Offer documents to be sent to all securityholders.</p>

Register of ASX Listing Rule Waivers

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>
---------------------------	--

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

Rule Number	10.11
Date	26/11/2013
ASX Code	TOU
Listed Company	TLOU ENERGY LIMITED
Waiver Number	WLC130417-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tlou Energy Limited (the "Company"), in connection with the Company undertaking an accelerated non-renounceable 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, security holders 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 2001 (Cth) ("Institutional Shareholders") 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 Entitlement 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 Investors under the Institutional Entitlement Offer, and, if the underwriter determines, entitlements which would have been offered to Foreign Excluded Investors may be offered to 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 (the "Institutional Bookbuild"). The minimum offer price that securities may be offered under the Institutional Bookbuild shall not be less than the price offered under the Entitlement Offer.</p> <p>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>1.4. All securityholders, other than holders who received an offer in the Institutional Entitlements Offer and Foreign Excluded Investors, are offered a number of ordinary shares equal to their pro rata allocations of the Entitlement Offer (the "Retail Entitlement Offer"), unless listing rule 7.7.1 would permit the holder not to be included in the pro rata offer.</p> <p>1.5. Shares are offered under the Institutional Entitlement Offer and Retail Entitlement Offer at the same price.</p> <p>1.6. Related parties do not participate beyond their pro rata entitlement unless they do so pursuant to bona fide underwriting arrangements, including sub-underwriting agreements, and the terms of the underwriting are included in the Entitlement Offer documents to be sent to all securityholders.</p>

Register of ASX Listing Rule Waivers

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>
---------------------------	--

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

Rule Number	10.13.3
Date	21/11/2013
ASX Code	MNZ
Listed Company	MNEMON LIMITED
Waiver Number	WLC130413-001
Decision	<p>1. Based solely upon the information provided, ASX Limited ("ASX") grants Mnemon Limited (the "Company") a waiver from listing rule 10.13.3 to the extent necessary to permit the Company to issue the respective portion of the total of 12,500,000 fully paid ordinary shares to Elliot Kaplan, David Leslie, Naseema Sparks in their capacity as shareholders of DealsDirect Pty Limited ("DealsDirect"), 208,333 options over ordinary shares to Grootemaat Holdings Pty Ltd, 312,500 options over ordinary shares to CVC Limited and 312,500 options over ordinary shares to CVC Private Equity Limited (together, the "Related Party Shares"), later than one month after the date of the shareholders' meeting, on the following conditions.</p> <p>1.1. The Related Party Shares will be issued no later than three months after the date of the meeting.</p> <p>1.2. The Company releases the terms of the waiver to the market immediately.</p>
Basis For Decision	<p>Underlying Policy The issue of equity securities to related parties requires prior security holder approval, unless an exception in listing rule 10.12 is applicable. A notice of meeting containing a resolution for the approval of an issue of securities to related parties under listing rule 10.11 must include a statement that the securities will be issued within one month of the date of the security holders' meeting. The securities must be issued within a short period of time after the meeting so that the related party allottees do not have an extended period during which they have the option to decide whether or not to take up the issue of equity securities that has been approved. Imposing a short period of time during which to complete the issue also reduces the possibility of there being a material change in the entity's circumstances when the issue takes place from the circumstances obtaining at the time the resolution was approved. This helps to provide a greater degree of certainty to security holders about the likely value of the equity securities when they are issued.</p> <p>Present Application The Company is undertaking a recompliance transaction under listing rule 11.1.3 and its shares will be suspended from official quotation if the Company's shareholders approve the proposed transaction. Pursuant to the transaction, the Company intends to issue shares to related parties. Approval for these issues will be sought under listing rule 10.11. Listing rule 10.13.3 requires the notice of meeting to state that the shares will be issued to the related parties within one month of the date of the meeting. It is proposed, however, that the issue of the related party shares will occur within three months of the date of the meeting and at the same time as securities issued to subscribers under a prospectus lodged in connection with the Company's recompliance with chapters 1 and 2 of the listing rules. The prospectus offer is integral to the Company's recompliance and accordingly, the shares cannot</p>

Register of ASX Listing Rule Waivers

be issued to the related parties until this and other elements of the transaction are completed. In circumstances where an entity's securities will be suspended from quotation pending its recompliance with chapters 1 and 2 of the listing rules, there is unlikely to be any undue benefit to related parties arising from allowing the issue of securities to them to take place within a three rather than one month timeframe, and at the same time as other issues relevant to the transaction (including to unrelated parties) are completed.

Rule Number	10.13.5
Date	22/11/2013
ASX Code	PCP
Listed Company	PARAMOUNT MINING CORPORATION LTD
Waiver Number	WLC130414-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Paramount Mining Corporation Limited (the "Company") a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of annual general meeting (the "Notice") to approve the issue of a maximum of USD\$1,000,000 worth of shares (the "Related Party Shares") to R & K Global Finance Limited, subject to the following conditions.</p> <p>1.1 The Notice states that the number of Related Party Shares to be issued to R & K Global Finance Limited will be calculated by dividing USD\$1,000,000 by the lesser of \$0.05 or the volume weighted average trading price of the Company's shares on ASX in the 20 day period prior to the date of the annual general meeting.</p> <p>1.2 The Related Party Shares are issued to R & K Global Finance Limited on the same terms and conditions as shares to be issued to unrelated parties by way of a placement.</p> <p>1.3 The Company releases the terms of the waiver to the market immediately.</p> <p>1.4 The number of Related Party Shares proposed to be issued is announced to the market prior to the annual general meeting and is also announced at the annual general meeting prior to the Company's security holders voting on the resolution for the issue.</p> <p>1.5 The Company's annual report for any period during which the Related Party Shares are issued to R & K Global Finance Limited, discloses details of the number of shares that were issued to R & K Global Finance Limited, 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 a related party on the same terms the issue of securities to unrelated parties as a share placement. 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 at the time of 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	14.7
Date	27/11/2013
ASX Code	BCC
Listed Company	BUCCANEER ENERGY LIMITED
Waiver Number	WLC130402-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Buccaneer Energy Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue up to 6,000,000 fully paid ordinary shares to Mr Dean Gallegos as approved by shareholders at the general meeting held on 2 October 2013, later than 1 month after the date of the meeting (the "Gallegos Shares"), on the following conditions.</p> <p>1.1. The Gallegos Shares are issued no later than 6 December 2013 and otherwise on the same terms and conditions approved by shareholders on 2 October 2013.</p> <p>1.2. The terms of this waiver are immediately released to the market.</p>
Basis For Decision	<p>Underlying Policy If a notice of meeting states that an entity will do something that the listing rules require it to do, the entity must do that thing. 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 Shareholder approval was obtained on 2 October 2013 for the issue of fully paid ordinary shares to a director. The Company's notice of meeting stated that the securities would be issued within 1 month of the date of the meeting (as required by listing rule 10.13.3). The securities have not been issued within this timeframe as the director has experienced delays in finalisation of the financing arrangements to fund the share purchase. The Company intends to issue the shares to Mr Gallegos (or his nominee) within 5 business days of the date of the ASX waiver. The notice of meeting stated a fixed number of securities to be issued to Mr Gallegos and the shares will be issued at a fixed issue price of \$0.04. The dilutive impact of the issue of the shares would equate to approximately 0.22% of the Company's issued share capital. Other than its share price which is currently less than the issue price of the shares, the circumstances of the Company have not changed materially since shareholders approved the proposed issue. As the time period for extension is not excessive, the degree of dilution to shareholders is fixed and minimal and the reasons provided for the delay are reasonable, an extension of time of a further 5 weeks to carry out the issue of the shares approved by shareholders is considered to be an appropriate basis for granting the waiver. Reconvening a shareholders' meeting to approve the issue again is considered to be of little or no benefit. A waiver is appropriate as there is no undue benefit to the related party arising from the delay.</p>

Rule Number	14.7
Date	22/11/2013
ASX Code	IPA
Listed Company	INDIGO PROPERTIES AUSTRALIA LIMITED
Waiver Number	WLC130410-001
Decision	<p>1. Subject to resolution 2, and based solely on the information provided, ASX Limited ("ASX") grants Indigo Properties Australia Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue the following securities (each on a post-consolidation basis), as approved by shareholders at the general meeting held on 24 May 2013, later than 3 months after the date of the shareholders' meeting.</p> <p>1.1. 47,250,000 fully paid ordinary shares at an issue price of \$0.0001</p> <p>1.2. 63,000,000 fully paid ordinary shares at an issue price of \$0.005</p> <p>1.3. 27,750,000 fully paid ordinary shares at an issue price of \$0.0001</p> <p>1.4. 37,000,000 fully paid ordinary shares at an issue price of \$0.005</p> <p>1.5. 250,000,000 fully paid ordinary shares at an issue price of \$0.01 (together, the "Shares")</p> <p>2. Resolution 1 is conditional on the following.</p> <p>2.1. The Shares are issued no later than 24 February 2014 and otherwise on the same terms as approved by shareholders on 24 May 2013.</p> <p>2.2. The terms of this waiver are released to the market immediately.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	14.7
Date	29/11/2013
ASX Code	TUC
Listed Company	TUC RESOURCES LIMITED
Waiver Number	WLC130418-001
Decision	<p>1. Subject to resolution 2, and based solely on the information provided, ASX Limited ("ASX") grants TUC Resources Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue the following securities to Jialong Trading Co Ltd and Sunwy International Ltd (or their nominees) (together, the "Investors") as approved by shareholders at the annual general meeting held on 25 October 2013, later than 1 month after the date of the meeting:</p> <p>1.1. up to 12,500,000 fully paid ordinary shares; and</p> <p>1.2. up to 12,400,000 quoted options exercisable at \$0.20 each on or before 15 August 2014, (together, the "Tranche 2 Securities").</p> <p>2. Resolution 1 is conditional on the following:</p> <p>2.1. The Tranche 2 Securities are issued no later than 20 December 2013 and otherwise on the same terms and conditions approved by shareholders on 25 October 2013.</p> <p>2.2. The terms of the waiver are released to the market immediately.</p>
Basis For Decision	<p>Underlying Policy</p> <p>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>The issue of equity securities to related parties requires prior security holder approval, unless an exception in listing rule 10.12 is applicable. A notice of meeting containing a resolution for the approval of an issue of securities to related parties under listing rule 10.11 must include a statement that the securities will be issued within one month of the date of the security holders' meeting. The securities must be issued within a short period of time after the meeting so that the related party recipients of the securities do not have an extended period during which they have the option to decide whether or not to take up the issue of equity securities that has been approved. Imposing a short period of time during which to complete the issue also reduces the possibility of there being a material change in the entity's circumstances when the issue takes place from the circumstances at the time the resolution was approved. This helps to provide a greater degree of certainty to security holders about the likely value of the equity securities when they are issued.</p> <p>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>

Register of ASX Listing Rule Waivers

Present Application

Shareholder approval was obtained on 25 October 2013 for the issue of the Tranche 2 Securities to related parties of the Company. The Company's notice of meeting stated that the Tranche 2 Securities would be issued to the related parties (or their respective nominees) within one month from the date of the meeting (as required by listing rule 10.13.3). The Company will not be in a position to issue the Tranche 2 Securities within this timeframe due to delays associated with the Investors obtaining FIRB approval. The maximum number of securities that could be issued is fixed and the circumstances of the Company have not changed materially since shareholders approved the issue of the Tranche 2 Securities. A waiver to allow the Company an extension of time of just under one month is appropriate. There is no undue benefit to the related parties arising from the delay in issuing the Tranche 2 Securities.