



Register of ASX Listing Rule Waivers

16 to 31 August 2014

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 2
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 1.1 condition 2 to the extent necessary to permit the Company's constitution not to comply with the listing rules insofar as the constitution provides that the Company may do the following:</p> <p>1.1 issue non-voting shares; 1.2 impose fees for the registration of transfer of securities; 1.3 issue preference shares on terms inconsistent with listing rule 6.3; and 1.4 permit the board to determine the remuneration of the Company's directors and increase directors' fees in a manner inconsistent with listing rule 10.17,</p> <p>on condition that the Company gives to ASX an undertaking (executed in the form of a deed) that it will not do any of these things while it remains listed on ASX and while they remain forbidden by the listing rules.</p>
Basis For Decision	<p>Underlying Policy An entity must have a constitution consistent with the listing rules.</p> <p>Present Application The Company was incorporated in a foreign jurisdiction and is listed on the TSX Venture Exchange. The Company's constitution was developed prior to the Company contemplating listing on ASX, and does not strictly comply with the ASX listing rule requirements. To require compliance with the ASX listing rules would be onerous and costly. The waiver is granted on condition that the Company does not in future issue non-voting shares; impose fees for the registration of transfer of securities; issue preference shares on terms inconsistent with listing rule 6.3; or permit the board to determine the remuneration of the Company's directors and increase directors' fees in a manner inconsistent with listing rule 10.17.</p>

Rule Number	1.1 condition 6
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 1.1 condition 6 to the extent necessary to permit the Company to apply for quotation only of those CHESS Depository Interests ("CDIs") issued over its fully paid common shares into the Australian market, subject to the following conditions.</p> <p>1.1 The Company applies for quotation of new CDIs issued into the Australian market on a monthly basis, and the Company provides to the market a monthly update of the net changes in the number of CDIs over its common shares.</p> <p>1.2 The Company releases details of this waiver as pre-quotation disclosure.</p>
Basis For Decision	<p>Underlying Policy Listing rule 1.1 condition 6 requires that all of an entity's securities in its main class (other than those which are restricted) should be quoted. This rule ensures transparency and certainty as to number of securities available to be traded in the market and therefore maintains the integrity of the ASX market.</p> <p>Present Application The Company applying for admission to the official list of ASX is a company regulated by Canadian law and listed on the TSX Venture Exchange ("TSX-V"). The Company intends to merge with Atlantic Gold NL, an ASX listed entity, by way of a scheme of arrangement. The consideration being offered to Atlantic Gold NL shareholders under the scheme of arrangement is the issue of securities in the Company. Securities of Canadian entities must trade and settle on ASX in the form of CDIs. The Company's existing common shares quoted on TSX-V will not be quoted on ASX. It is considered appropriate that a waiver be granted to allow only those common shares represented by CDIs to be quoted on ASX, as this represents the number of shares actually available to be traded and settled in the Australian market.</p>

Rule Number	1.4.1
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 1.4.1 to the extent necessary to permit the Information Memorandum not to state that it contains all information required under section 710 of the Corporations Act 2001 (Cth), subject to the following conditions.</p> <p>1.1 The Information Memorandum incorporates the Scheme Booklet.</p> <p>1.2 The Company releases all of the documents incorporated into the Scheme Booklet by reference to the market as pre-quotations disclosure.</p>
Basis For Decision	<p>Underlying Policy If ASX agrees pursuant to listing rule 1.1 condition 3 that an entity may provide an information memorandum in lieu of a prospectus or product disclosure statement, listing rule 1.4.1 requires the applicant entity include a statement that the information that would be required under sections 710 or 1013C of the Corporations Act 2001 (Cth) to be contained in a prospectus or product disclosure statement is included in the information memorandum. This ensures that security holders are provided with adequate information.</p> <p>Present Application The Company is listed on the TSX Venture Exchange and regulated by Canadian law. The Company will use the Information Memorandum (incorporating the Scheme Booklet) rather than a prospectus for the purpose of listing rule 1.1 condition 3, which will not include the statement required by listing rule 1.4.1. The waiver is granted on the basis that the information required by section 710 of the Corporations Act will be included by way of the Information Memorandum incorporating the Scheme Booklet.</p>

Rule Number	1.4.7
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-004
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 1.4.7 to the extent necessary to permit the Information Memorandum not to include additional experts' consents for the inclusion in the Information Memorandum of reports included in the Scheme Booklet, on condition that the Information Memorandum includes a clear statement indicating that the report is with reference to the Scheme Booklet only.
Basis For Decision	<p>Underlying Policy An entity seeking admission to the official list of ASX as an ASX Listing is required to issue a prospectus or product disclosure statement, or if ASX agrees, an information memorandum that complies with the information memorandum requirements of listing rule 1.4. For entities using an information memorandum, it is one of the requirements of listing rule 1.4.7 that if the information memorandum includes a statement claiming to be made by an expert or based on a statement made by an expert, a statement that the expert has given, and has not withdrawn, consent to the issue of the information memorandum with the particular statement included in its form and context must also be included in the information memorandum.</p> <p>Present Application The Company, which is regulated by Canadian law and listed on the TSX Venture Exchange, intends to merge with Atlantic Gold NL by way of a scheme of arrangement under the Corporations Act 2001 (Cth). Atlantic Gold NL has lodged a Scheme Booklet containing experts' reports. The Company will use an Information Memorandum which incorporates the Scheme Booklet rather than a prospectus for the purposes of listing rule 1.1 condition 3. Consents from the experts will be given for the inclusion of the reports in the Scheme Booklet rather than for their inclusion in the Information Memorandum. The Scheme Booklet will include the terms of the merger with the Company. It will be transparent that the experts' reports are given in the context of the Scheme Booklet prepared by Atlantic Gold NL.</p>

Rule Number	1.4.7
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-005
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 1.4.7 to the extent necessary to permit the Information Memorandum to include a statement that the Company has not raised any capital in Australia for the 3 months before the date of issue of the Information Memorandum and will not need to raise any capital in Australia for the 3 months after the date of issue of the Information Memorandum, on condition that any fundraising document released by the Company in the 3 months before the date of the Information Memorandum is released to the market as pre-quotations disclosure.</p>
Basis For Decision	<p>Underlying Policy An entity seeking admission to the official list of ASX as an ASX Listing is required to issue a prospectus or product disclosure statement, or if ASX agrees, an information memorandum that complies with the information memorandum requirements of listing rule 1.4. This provides a platform for continuous disclosure which is necessary to keep the market adequately informed. For entities using an information memorandum, it is one of the requirements of listing rule 1.4.7 that the information memorandum states that the entity has not raised capital in the 3 months preceding the date of issue of the information memorandum and will not raise capital in the 3 months after the date of issue of the information memorandum. This statement is intended to demonstrate that the entity has no need for capital. If an entity needs to raise capital at or around the time of its listing, it should do so under a prospectus or product disclosure statement. This supports the primacy of a full form offer document of one of those types as a new entity's basic listing document for the purposes of listing rule 1.1 condition 3, and that subscribers to a fundraising conducted in conjunction with a listing proposal should do so under a high quality disclosure document under the Corporations Act 2001 (Cth). Where there is no need for a fundraising, it is not necessary to require the entity to issue such a document, and it is sufficient for an information memorandum (with an equivalent level of disclosure to a full form prospectus) to be provided.</p>

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Present Application

The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX Venture Exchange. The Company is proposing to acquire Atlantic Gold NL by way of a scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth). Under the scheme of arrangement, the Company will issue securities to Atlantic Gold NL shareholders as consideration for the transfer of their securities in Atlantic Gold NL to the Company. The Company intends to use an information memorandum to satisfy listing rule 1.1 condition 3, as it does not need to raise capital in connection with listing on ASX. It is possible that some shares will be issued pursuant to the exercise of options already on issue. This issue will take place outside of Australia and will not require a prospectus. There is no concern that the Company is seeking to avoid preparing a prospectus. The waiver permits the Company to state that it has not raised any capital in the preceding 3 months in Australia and will not need to raise capital in Australia for the following 3 months. This allows the Company to raise capital in jurisdictions outside of Australia.

Rule Number	1.4.8
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-006
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 1.4.8 to the extent necessary to permit the Information Memorandum not to include a statement that a supplementary information memorandum will be issued if the Company becomes aware of certain matters occurring between the issue of the Information Memorandum and the date the Company's securities are quoted on ASX, on condition that:</p> <p>1.1 if, before it is admitted to the official list of ASX, the Company files any disclosures of the matters set out in listing rule 1.4.8 with the TSX Venture Exchange ("TSX-V") and/or the Canadian regulatory authorities, it will at the same time provide a copy of the document to Atlantic Gold NL for release to the Australian market; and</p> <p>1.2 Atlantic Gold NL undertakes to release any such documents provided by the Company. This undertaking is to be given and executed in the form of a deed no later than the date the Information Memorandum is released over the ASX Market Announcements Platform.</p>
Basis For Decision	<p>Underlying Policy Under listing rule 1.1 condition 3, an entity seeking admission to the official list of ASX as an ASX listing is required to issue a prospectus or product disclosure statement, or if ASX agrees, an information memorandum that complies with the information memorandum requirements of Appendix 1A. For entities using an information memorandum, it is a requirement that the information memorandum contain a statement that a supplementary information memorandum will be issued if the entity becomes aware of any material new information. This provision replicates the requirements of the Corporations Act 2001 (Cth) in respect of supplementary disclosure documents.</p> <p>Present Application The Company, which is currently listed on TSX-V, intends to effect a scheme of arrangement ("Scheme") pursuant to which the Company will obtain ownership of Atlantic Gold NL. The consideration for the acquisition of the Atlantic Gold NL shares will be the issue of securities in the Company. As part of the Scheme, Atlantic Gold NL will deliver a Scheme Booklet to its members to assist them in making a decision whether or not to approve the Scheme. The level of disclosure contained in the Scheme Booklet about the Company and the resulting merged entity (assuming the Scheme is approved) will be to a level that is equivalent to a prospectus. The Company intends to use an Information Memorandum (rather than a prospectus) for the purposes of listing rule 1.1 condition 3. The Information Memorandum will incorporate by reference the Scheme Booklet. The Scheme Booklet to be issued by Atlantic Gold NL under the Scheme must be approved by ASIC. The Scheme must be approved by the court, and there is a</p>

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legal requirement to provide additional information if required. Atlantic Gold NL will continue to be subject to listing rule 3.1 until the Scheme becomes effective so it will be able to announce to the market any matters that are material to it (and would therefore be expected to be material to the Company upon implementation of the Scheme). It is therefore not necessary to require a statement in the Information Memorandum that supplementary information will be provided. It is proposed to grant the waiver on condition that the Company provides Atlantic Gold NL with a copy of any further disclosure documents on any of the relevant matters that the Company provides to TSX-V and/or the Canadian regulatory authorities, and Atlantic Gold NL undertakes to release any such documents provided by the Company to the Australian market.

Rule Number	2.1 condition 3
Date	12/08/2014
ASX Code	PJO
Listed Company	PUMA SERIES 2014-2
Waiver Number	WLC140231-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Limited in its capacity as trustee (the "Issuer") of the PUMA Series 2014-2 a waiver from condition 3 of listing rule 2.1 to the extent necessary that the Issuer's securities 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	2.1 condition 3
Date	12/08/2014
ASX Code	SAB
Listed Company	SMART ABS SERIES 2014-2E TRUST
Waiver Number	WLC140232-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited (the "Issuer") in its capacity as trustee of the SMART ABS Series 2014-2E Trust (the "Trust") a waiver from condition 3 of listing rule 2.1 to the extent necessary that the Trust's securities 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	2.4
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-007
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 2.4 to the extent necessary to permit the Company to apply for quotation only of those CHESS Depository Interests ("CDIs") issued over its fully paid common shares and share purchase warrants ("Warrants") into the Australian market, subject to the following conditions.</p> <p>1.1 The Company applies for quotation of CDIs issued into the Australian market on a monthly basis, and the Company provides to the market a monthly update of the net changes in the number of CDIs over its common shares and Warrants.</p> <p>1.2 The Company releases details of this waiver as pre-quotation disclosure.</p>
Basis For Decision	<p>Underlying Policy Listing rule 2.4 requires that an entity must be granted quotation of all securities in its main class. This ensures fungibility of the entity's securities. There is also transparency and certainty as to number of securities available to be traded in the market and maintains the integrity of ASX market. Listing rule 2.8 states that an entity must apply for quotation of securities to be quoted in a timely manner.</p> <p>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX Venture Exchange ("TSX-V"). Its common shares are not eligible to be settled directly in the CHESS system, so transactions in the Company's securities on ASX's market will be settled through the use of CDIs created over common shares. CDIs will not be created over all the Company's common shares. Shareholders who wish to continue to trade on TSX-V will continue to hold common shares, and shareholders who wish to trade on the ASX market will hold CDIs. All common shares of the Company (other than restricted securities) will be quoted on at least one of the markets on which the Company is listed, and a holder will be able to trade their securities in at least one market. Shareholders can change their holding from common shares to CDIs, or vice versa, pursuant to the relevant provisions of the ASX Settlement Rules (a process known as transmutation); but CDIs will not exist over all the shares of the Company at any given time. The total number of shares on issue therefore will not be the same as the total number of securities immediately available to be traded on ASX's market. Granting quotation to the number of common shares over which CDIs have been created, rather than to the total number of common shares on issue, will give a more accurate representation of the number of securities that are immediately available to be traded on ASX. Participants in the market on ASX will be better informed about the free float and depth and liquidity of the market for the Company's securities on ASX if only common shares over which CDIs have actually been created are quoted.</p>

Rule Number	2.8
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-008
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 2.8 to the extent necessary to allow the Company not to apply for quotation of CHESS Depository Interests ("CDIs") which are issued as a result of holders of fully paid common shares or share purchase warrants ("Warrants") in the Company converting their shares or Warrants to CDIs, within 10 business days of issue of those CDIs, subject to the following conditions.</p> <p>1.1 The Company applies for quotation of CDIs issued into the Australian market on a monthly basis, and the Company provides to the market a monthly update of the net changes in the number of CDIs over its common shares and Warrants.</p> <p>1.2 The Company releases details of this waiver as pre-quotation disclosure.</p>
Basis For Decision	<p>Underlying Policy Listing rule 2.4 requires that an entity must be granted quotation of all securities in its main class. This ensures fungibility of the entity's securities. There is also transparency and certainty as to number of securities available to be traded in the market and maintains the integrity of the ASX market. Listing rule 2.8 states that an entity must apply for quotation of securities to be quoted in a timely manner.</p> <p>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. Its common shares are not eligible to be settled directly in the CHESS system, so transactions in the Company's securities on ASX's market will be settled through the use of CDIs created over common shares. CDIs will not be created over all the Company's common shares. Shareholders who wish to continue to trade on TSX-V will continue to hold common shares, and shareholders who wish to trade on the ASX market will hold CDIs. All common shares of the Company (other than restricted securities) will be quoted on at least one of the markets on which the Company is listed, and a holder will be able to trade its securities in at least one market. Shareholders can change their holding from common shares to CDIs, or vice versa, pursuant to the relevant provisions of the ASX Settlement Rules (a process known as transmutation); but CDIs will not exist over all the shares of the Company at any given time. The total number of shares on issue therefore will not be the same as the total number of securities immediately available to be traded on ASX's market. Granting quotation to the number of common shares over which CDIs have been created, rather than to the total number of common shares on issue, will give a more accurate representation of the number of securities that are immediately available to be traded on ASX. Participants in the market on ASX will be better informed about the free float and depth and liquidity of the market for the Company's securities on ASX if only common shares over which</p>

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CDIs have actually been created are quoted.

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Rule Number	3.10.5
Date	12/08/2014
ASX Code	PUO
Listed Company	PUMA SERIES 2014-2
Waiver Number	WLC140231-002
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Limited in its capacity as trustee (the "Issuer") of the PUMA Series 2014-2 a waiver from listing rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of Notes that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.
Basis For Decision	<p>Underlying Policy An entity must tell ASX of an issue of securities and must give ASX an Appendix 3B in respect of those securities. An entity must tell ASX if any securities are restricted securities or subject to voluntary escrow. This disclosure maintains an informed market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The Issuer issues other debt securities that are not to be quoted on ASX. With respect to an issue of debt securities not quoted on ASX, the entity has to tell ASX but does not have to lodge an Appendix 3B. The information required by an Appendix 3B would not be relevant for an issue of such securities. The entity must still notify ASX of an issue of debt securities to be quoted on ASX and lodge an Appendix 3B in order to maintain an informed market.</p>

Rule Number	3.10.5
Date	12/08/2014
ASX Code	SAB
Listed Company	SMART ABS SERIES 2014-2E TRUST
Waiver Number	WLC140232-002
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited (the "Issuer") in its capacity as trustee of the SMART ABS Series 2014-2E Trust a waiver from listing rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of Notes that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.
Basis For Decision	<p>Underlying Policy An entity must tell ASX of an issue of securities and must give ASX an Appendix 3B in respect of those securities. An entity must tell ASX if any securities are restricted securities or subject to voluntary escrow. This disclosure maintains an informed market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The Issuer issues other debt securities that are not to be quoted on ASX. With respect to an issue of debt securities not quoted on ASX, the entity has to tell ASX but does not have to lodge an Appendix 3B. The information required by an Appendix 3B would not be relevant for an issue of such securities. The entity must still notify ASX of an issue of debt securities to be quoted on ASX and lodge an Appendix 3B in order to maintain an informed market.</p>

Rule Number	4.10.9
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-009
Decision	Based solely on the information provided, ASX Limited grants Spur Ventures Inc. (the "Company") a waiver from listing rule 4.10.9 to the extent necessary that the Company not be required to include in its annual report the names of the 20 largest holders of its quoted securities, the number of equity securities each holds, and the percentage of capital each holds.
Basis For Decision	<p>Underlying Policy Listing rule 4.10.9 requires that an entity include in its annual report the names of the 20 largest holders of each class of quoted securities, the number of securities each holds and the percentage of capital each holds. It is considered this information is useful to investors.</p> <p>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX Venture Exchange. In Canada, the practice is for nominee and depository entities to hold stock in their own name. Disclosure of these names will not provide any useful information to investors.</p>

Rule Number	6.10.3
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-010
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 6.10.3 to the extent necessary to permit the Company to set the "specified time" to determine whether a shareholder is entitled to vote at a shareholders meeting in accordance with the requirements of the relevant Canadian legislation.
Basis For Decision	<p>Underlying Policy Listing rule 6.10 prohibits an entity from removing or changing a security holder's right to vote in respect of particular securities, except in certain limited cases. This supports security holder democracy by preventing listed entities from interfering arbitrarily with the voting rights of voting securities. One of the cases for which the rule makes an exception is where the person became the holder of the securities after the time determined under the Corporations Act 2001 (Cth) as the "specified time" for deciding who held securities for the purposes of the meeting. The exception recognises the primacy of the Corporations Act 2001 (Cth), which has made a specific provision in relation to this particular element of determining the constituency of voting security holders at a meeting.</p> <p>Present Application The Company is formed under the Canadian law. That law, rather than the Corporations Act 2001 (Cth), provides the method of determining whether a person is entitled to vote at a security holders' meeting. A waiver from listing rule 6.10.3 is granted to permit the Company to comply with the law of its home jurisdiction on this subject.</p>

Rule Number	6.10.3
Date	8/08/2014
ASX Code	VGI
Listed Company	VISTA GROUP INTERNATIONAL LIMITED
Waiver Number	WLC140233-001
Decision	Based solely on the information provided, ASX Limited grants Vista Group International Limited (the "Company") a waiver from listing rule 6.10.3 to the extent necessary to permit the Company to set the "specified time" to determine whether a shareholder is entitled to vote at a shareholders meeting in accordance with the requirements of the relevant New Zealand legislation.
Basis For Decision	<p>Underlying Policy Listing rule 6.10 prohibits an entity from removing or changing a security holder's right to vote in respect of particular securities, except in certain limited cases. This supports shareholder democracy by preventing listed entities from interfering arbitrarily with the voting rights of voting securities. One of the cases for which the rule makes an exception is where the person became the holder of the securities after the time determined under the Corporations Act as the "specified time" for deciding who held securities for the purposes of the meeting. The exception recognises the primacy of the Corporations Act, which has made a specific provision in relation to this particular element of determining the constituency of voting security holders at a meeting.</p> <p>Present Application The Company is incorporated in New Zealand and will accordingly comply with New Zealand legislation rather than the Corporations Act 2001 (Cth) for the purposes of determining whether a person is entitled to vote at a security holder meeting. The waiver is granted to permit the Company to comply with the laws of its home jurisdiction.</p>

Rule Number	6.16
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-011
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 6.16 to the extent necessary to permit the Company to:</p> <p>1.1 have the option plan approved by Company's shareholders on 27 June 2007 (the "Option Plan") that does not comply with listing rule 6.16; and</p> <p>1.2 issue options and have options on issue under the Option Plan that do not specifically comply with listing rule 6.16, on condition that the full terms of the Option Plan are released to the market as pre-quotations disclosure, and the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.16 requires that option terms must permit the rights of option holders to be changed to comply with the listing rules applying to a reorganisation of capital. This rule enhances compliance with the substantive rules, such as listing rule 7.22, and ensures that options on issue can have their terms changed in compliance with the listing rules in force at the time of the reorganisation of capital (if the listing rules have been amended).</p> <p>Present Application The Company is regulated by Canadian law and listed on the TSX Venture Exchange ("TSX-V"). The Company intends to acquire Atlantic Gold NL by way of a scheme of arrangement. The consideration being offered to Atlantic Gold NL shareholders under the scheme of arrangement is securities in the Company. The existing Option Plan has been drafted in compliance with the requirements of TSX-V. The waiver is limited to options that may be issued and that have already been issued under the existing Option Plan.</p>

Rule Number	6.19
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-012
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 6.19 to the extent necessary to permit the Company to:</p> <p>1.1 have the option plan approved by Company's shareholders on 27 June 2007 (the "Option Plan") that does not comply with listing rule 6.19; and</p> <p>1.2 issue options and have options on issue under the Option Plan that do not specifically comply with listing rule 6.19, on condition that the full terms of the Option Plan are released to the market as pre-quotations disclosure, and the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.19 requires that option terms set out the option holder's rights to participate in a new issue without exercising the option, or state that there are no such rights. This rule informs both holders of ordinary securities and holders of options of the potential participation of option holders in new issues.</p> <p>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX Venture Exchange ("TSX-V"). The Company's Option Plan has been drafted in compliance with the requirements of TSX-V and the relevant Canadian legislation. The Option Plan is silent as to an option holder's rights to participate in a new issue. It is considered appropriate to grant a waiver provided it is limited to options that may be issued and that have already been issued under the existing Option Plan.</p>

Rule Number	6.21
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-013
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 6.21 to the extent necessary to permit the Company to:</p> <p>1.1 have the option plan approved by Company's shareholders on 27 June 2007 (the "Option Plan") that does not comply with listing rule 6.21; and</p> <p>1.2 issue options and have options on issue under the Option Plan that do not specifically comply with listing rule 6.21, on condition that the full terms of the Option Plan are released to the market as pre-quotations disclosure, and the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.21 provides that options must not confer the right to a change in the exercise price or a change in the number of securities issued on exercise if it also permits a right to participate in new issues without exercising the option, unless the right is permitted under listing rule 6.22. An option's terms must contain a statement of any rights the option holder has to a change in the exercise price of the option, or a change to the number of underlying securities over which the option can be exercised. This rule ensures that the balance between the rights of holders of ordinary securities and holders of options is maintained.</p> <p>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX Venture Exchange ("TSX-V"). The Company's Option Plan has been drafted in compliance with requirements of TSX-V and the relevant Canadian legislation. The Option Plan confers the right to a change in the exercise price and a change in the number of underlying securities issued on exercise, in accordance with TSX-V requirements, but is silent on the right to participate in new issues without exercising the option. It is considered appropriate to grant a waiver, provided it is limited to options that may be issued and that have already been issued under the existing Option Plan.</p>

Rule Number	6.22
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-014
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 6.22 to the extent necessary to permit the Company to:</p> <p>1.1 have the option plan approved by Company's shareholders on 27 June 2007 (the "Option Plan") that does not comply with listing rule 6.22; and</p> <p>1.2 issue options and have options on issue under the Option Plan that do not specifically comply with listing rule 6.22, on condition that the full terms of the Option Plan are released to the market as pre-quotations disclosure, and the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.22 provides that options which confer the right to a change in exercise price or a change in the number of securities issued on exercise must do so only in accordance with a formula in the listing rule. This rule maintains the balance between the rights of holders of ordinary securities and holders of options. There is certainty as to the terms of the options or how the terms may be varied.</p> <p>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX Venture Exchange ("TSX-V"). The Company's Option Plan has been drafted in compliance with the requirements of TSX-V and the relevant Canadian legislation. The Option Plan confers the right to a change in the exercise price and a change in the number of underlying securities issued on exercise, in accordance with TSX-V requirements. It is considered appropriate to grant a waiver provided it is limited to options that may be issued and that have already been issued under the existing Option Plan.</p>

Rule Number	6.23.2
Date	19/08/2014
ASX Code	IOH
Listed Company	IRON ORE HOLDINGS LIMITED
Waiver Number	WLC140241-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Iron Ore Holdings Limited (the "Company") a waiver from listing rule 6.23.2 to the extent necessary to permit the Company to cancel, without shareholder approval, up to a maximum of 7,850,000 unquoted options to acquire ordinary shares in the Company (the "Options"), on the following conditions.</p> <p>1.1. The off-market takeover bid from BC Iron Limited ("BC Iron") for all the issued shares in the Company has been declared unconditional.</p> <p>1.2. BC Iron has acquired voting power in the Company of at least 50.1%.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

Rule Number	6.23.2
Date	27/08/2014
ASX Code	ROC
Listed Company	ROC OIL COMPANY LIMITED
Waiver Number	WLC140246-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Roc Oil Company Limited (the "Company") a waiver from listing rule 6.23.2 to the extent necessary to permit the Company to cancel, without shareholder approval, up to a maximum of 21,876,894 options, eligible rights and ineligible rights, on the following conditions.</p> <p>1.1. The off-market takeover bid from Fosun International Limited ("Fosun") or a subsidiary of Fosun (collectively, the "Bidder") for all the issued ordinary shares in the Company has been declared unconditional.</p> <p>1.2. The Bidder has acquired voting power in the Company of at least 50.1%.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	6.23.3
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-015
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 6.23.3 to the extent necessary to permit the Company to:</p> <p>1.1 have the option plan approved by Company's shareholders on 27 June 2007 (the "Option Plan") that does not comply with listing rule 6.23.3; and</p> <p>1.2 issue options and have options on issue under the Option Plan that do not specifically comply with listing rule 6.23.3, on condition that the full terms of the Option Plan are released to the market as pre-quotations disclosure, and the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.23.3 stipulates that changes to options which have the effect of reducing the exercise price, increasing the exercise period or increasing the number of securities received on exercise is prohibited. These terms are considered to be so fundamental and integral to the terms of the options when granted that they cannot be changed even with the approval of shareholders. These option terms determine the intrinsic value (if any) which may be attributed to the options. The valuation of the options and investors' decisions whether to buy, hold, sell, or exercise, the options depends upon investors having certainty as to the terms of the options. To ensure the integrity of the market any changes to the fundamental terms of the options are prohibited.</p> <p>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX Venture Exchange ("TSX-V"). The Company's Option Plan has been drafted in compliance with the requirements of TSX-V and the relevant Canadian legislation, and allows for changes to option terms that are prohibited under listing rule 6.23.3. It is considered that a waiver to permit changes to the terms of options already on issue or to be issued under the existing Option Plan will not undermine the overall appropriateness of the capital structure of the Company.</p>

Rule Number	6.23.4
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-016
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 6.23.4 to the extent necessary to permit the Company to:</p> <p>1.1 have the option plan approved by Company's shareholders on 27 June 2007 (the "Option Plan") that does not comply with listing rule 6.23.4; and</p> <p>1.2 issue options and have options on issue under the Option Plan that do not specifically comply with listing rule 6.23.4, on condition that the full terms of the Option Plan are released to the market as pre-quotations disclosure, and the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.23.4 sets out the circumstances in which option terms can be changed. Some terms can be changed with the approval of holders of ordinary securities. This ensures that an appropriate balance is maintained between the rights of holders of ordinary securities and the holders of options.</p> <p>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX Venture Exchange ("TSX-V"). The Company's Option Plan has been drafted in compliance with the requirements of TSX-V and the relevant Canadian legislation, and allows for changes to option terms to be made without shareholder approval. It is considered that a waiver to permit changes to the terms of options already on issue or to be issued under the existing Option Plan will not undermine the overall appropriateness of the capital structure of the Company.</p>

Rule Number	6.24
Date	12/08/2014
ASX Code	PUO
Listed Company	PUMA SERIES 2014-2
Waiver Number	WLC140231-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Limited in its capacity as trustee (the "Issuer") of the PUMA Series 2014-2 (the "Trust") a waiver from Appendix 6A paragraph 2 to the extent necessary to permit the Trust to follow a timetable for interest payments outlined in the Information Memorandum, on condition that on the next business day after an interest payment date the Issuer tells ASX the following.</p> <p>1.1. The record date for the next interest period. 1.2. The payment date for the next interest period.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.24 requires an entity to comply with Appendix 6A which prescribes the timetable and information notification requirements for various corporate actions. This requirement ensures that security holders and the market are given timely information regarding their securities, and assists ASX to maintain orderly trading and settlement of securities. Paragraph 2 of Appendix 6A applies to interest payments on quoted debt securities.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest monthly. The Sub-Fund Notice in relation to the securities specifies the record date for the notes is three business days before an interest payment date. The waiver is granted on the condition that the entity tells ASX the relevant dates for the next interest period the business day after a payment has been made. This requirement ensures that an informed market is maintained.</p>

Rule Number	6.24
Date	12/08/2014
ASX Code	SAB
Listed Company	SMART ABS SERIES 2014-2E TRUST
Waiver Number	WLC140232-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited (the "Issuer") in its capacity as trustee of the SMART ABS Series 2014-2E Trust (the "Trust") a waiver from Appendix 6A paragraph 2 to the extent necessary to permit the Trust to follow a timetable for interest payments outlined in the Offering Circular, on condition that on the next business day after an interest payment date the Issuer tells ASX the following.</p> <p>1.1. The record date for the next interest period. 1.2. The payment date for the next interest period.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.24 requires an entity to comply with Appendix 6A which prescribes the timetable and information notification requirements for various corporate actions. This requirement ensures that security holders and the market are given timely information regarding their securities, and assists ASX to maintain orderly trading and settlement of securities. Paragraph 2 of Appendix 6A applies to interest payments on quoted debt securities.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest monthly. The Offering Circular in relation to the securities specifies the record date for the notes is two business days before an interest payment date. The waiver is granted on the condition that the entity tells ASX the relevant dates for the next interest period the business day after a payment has been made. This requirement ensures that an informed market is maintained.</p>

Rule Number	7.1
Date	8/08/2014
ASX Code	VGI
Listed Company	VISTA GROUP INTERNATIONAL LIMITED
Waiver Number	WLC140233-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Vista Group International Limited (the "Company") a waiver from listing rule 7.1 to the extent necessary to permit the Company to issue more than 15% of its shares without shareholder approval on the following conditions.</p> <p>1.1.The Company remains subject to, and complies with, the NZX Listing Rules with respect to the issue of new securities.</p> <p>1.2.The Company certifies to ASX on an annual basis (on or about 31 March each year) that it remains subject to, has complied with, and continues to comply with, the NZX Listing Rules with respect to the issue of new securities.</p> <p>1.3.If the Company becomes aware of any change to the application of the NZX Listing Rules with respect to the issue of new securities, or that the Company is no longer in compliance with the NZX Listing Rules with respect to the issue of new securities, it must immediately advise ASX.</p> <p>1.4.The Company releases the terms of the waiver to the market as pre-quotation disclosure.</p> <p>Without limiting ASX's right to vary or revoke its decision under listing rule 18.3, ASX reserves the right to revoke the waiver from listing rule 7.1 above if:</p> <p>(a) the Company fails to comply with any of the above conditions; or</p> <p>(b) there are changes to the NZX Listing Rules in respect of the issue of new securities such that, in ASX's opinion, the regulation of the issue of new securities under those NZX Listing Rules ceases to be comparable to the regulation of the issue of new securities under the ASX Listing Rules.</p>
Basis For Decision	<p>Underlying Policy</p> <p>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.</p>

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Present Application

The Company is incorporated in New Zealand and will have its primary listing on NZX Limited. The NZX Listing Rules place constraints on the issue of new securities by a listed entity. At present, these constraints are considered to be broadly similar to those imposed by listing rule 7.1. ASX policy on the listing of foreign entities as outlined in Guidance Note 4 recognises that where a foreign entity is listed on an overseas stock exchange it may be acceptable for the entity to be permitted to comply only with the listing rules of the overseas stock exchange on a particular matter, where those rules are sufficiently similar to the ASX Listing Rules on the relevant matter.

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Rule Number	7.3.2
Date	26/08/2014
ASX Code	CAV
Listed Company	CARNAVALE RESOURCES LIMITED
Waiver Number	WLC140236-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Carnavale Resources Limited (the "Company") a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of meeting (the "Notice") seeking shareholder approval for the issue of:</p> <p>1.1. 13,896,820 ordinary shares ("Unrelated Consideration Shares"); 1.2. 13,896,820 Unrelated A Class Performance Shares; and 1.3. 13,896,820 Unrelated B Class Performance Shares, as part of the proposed acquisition of 100% of the issued share capital of Tojo Minerals Pty Ltd, to state that the Unrelated Consideration Shares, Unrelated A Class Performance Shares and Unrelated B Class Performance Shares will be issued more than 3 months after the date of the shareholders' meeting and in any event no later than 31 March 2015.</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 reorganisations 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 has entered into an agreement giving it the option to acquire the entire issued capital of Tojo Minerals Pty Ltd. The Company has until 28 February 2015 to exercise the option and the Unrelated Consideration Shares, Unrelated A Class Performance Shares and Unrelated B Class Performance Shares will be issued no later than 31 March 2015, a period of 6 months following the date of security holders approving the issue. The maximum number of securities to be issued is fixed and the degree of dilution is known. Where a listed entity has entered into a transaction which calls for the issue of securities as deferred consideration 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</p>

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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 issue 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	29/08/2014
ASX Code	MEH
Listed Company	MERAH RESOURCES LIMITED
Waiver Number	WLC140242-001
Decision	<p>1. Based solely on the information provided ASX Limited ("ASX") grants Merah Resources Limited (the "Company") a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of meeting (the "Notice") seeking shareholder approval for the issue of up to 1,616,160 deferred consideration shares ("Oresearch Deferred Consideration Shares") for the acquisition of 100% of the issued share capital of Oresearch Limited ("Oresearch") (the "Oresearch Transaction") not to state that the Oresearch Deferred Consideration Shares will be issued to unrelated parties within 3 months of the date of the meeting, on the following conditions.</p> <p>1.1 The Oresearch Deferred Consideration Shares are issued no later than 18 months after the date of the shareholder meeting.</p> <p>1.2 For any annual reporting period during which any of the Oresearch Deferred Consideration Shares have been issued or any of them remain to be issued, the Company's annual report sets out in detail the basis on which the Oresearch Deferred Consideration Shares may be issued.</p> <p>1.3 In any half year or quarterly report for a period during which any of the Oresearch Deferred Consideration Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Oresearch Deferred Consideration Shares issued during the reporting period, and the number of Oresearch Deferred Consideration Shares remaining to be issued.</p> <p>1.4 The notice of meeting sets out in detail the milestones which must be satisfied prior to the issue of the Oresearch Deferred Consideration Shares.</p> <p>1.5 The milestones which must be satisfied for the Oresearch Deferred Consideration Shares to be issued are not varied.</p>
Basis For Decision	<p>Underlying Policy</p> <p>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 reorganisations 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>Where a listed entity has entered into a transaction which calls for the issue of securities as deferred consideration in tranches at</p>

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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 entity and 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.

Present Application

The Company has entered into an agreement to acquire the entire issued capital of an entity, Oresearch Limited ("Oresearch Acquisition"). The quantum of the consideration payable for the Oresearch Acquisition depends upon the Company reaching milestones with respect to certain acquisitions and capital raisings ("Oresearch Milestones"). The consideration for the Oresearch Acquisition is shares in the Company ("Oresearch Deferred Consideration Shares"). The Oresearch Deferred Consideration Shares are to be issued to unrelated parties no later than 18 months following the date of security holders approving the issue. The maximum number of securities to be issued for the Oresearch Acquisition is fixed and the degree of dilution is known. The waiver is granted on condition that terms of the waiver are released to the market, the Oresearch Deferred Consideration Shares are issued no later than 18 months after shareholder approval is received and the Company's reports disclose details of the Oresearch Deferred Consideration Shares issued and still remaining to be issued.

Rule Number	8.2
Date	12/08/2014
ASX Code	PUO
Listed Company	PUMA SERIES 2014-2
Waiver Number	WLC140231-004
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Limited in its capacity as trustee (the "Issuer") of the PUMA Series 2014-2 a waiver from listing rule 8.2 to the extent necessary that the Issuer need not provide an issuer sponsored subregister as long as the waiver to listing rule 2.1 condition 3 operates.
Basis For Decision	<p>Underlying Policy An entity is to provide an issuer sponsored subregister for securities except where listing rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p>Present Application This is a companion waiver to the waiver from listing rule 2.1 condition 3 granted to the Issuer.</p>

Rule Number	8.2
Date	12/08/2014
ASX Code	SAB
Listed Company	SMART ABS SERIES 2014-2E TRUST
Waiver Number	WLC140232-004
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited (the "Issuer") in its capacity as trustee of the SMART ABS Series 2014-2E Trust a waiver from listing rule 8.2 to the extent necessary that the Issuer need not provide an issuer sponsored subregister as long as the waiver of listing rule 2.1 condition 3 operates.
Basis For Decision	<p>Underlying Policy An entity is to provide an issuer sponsored subregister for securities except where listing rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p>Present Application This is a companion waiver to the waiver from listing rule 2.1 condition 3 granted to the Issuer.</p>

Rule Number	8.10
Date	12/08/2014
ASX Code	PUO
Listed Company	PUMA SERIES 2014-2
Waiver Number	WLC140231-005
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Limited in its capacity as trustee (the "Issuer") of the PUMA Series 2014-2 a waiver from listing rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of Notes from the date which is 3 business days before an interest payment date or the maturity date of the Notes or if the transfer is in contravention of clause 14.6 of the Sub-Fund Notice or clause 8 of the PUMA Trust Deed, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.</p>
Basis For Decision	<p>Underlying Policy An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</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. The Issuer is required to close the register of a series of debt securities from the close of business three days prior to an interest payment date or the maturity date or where the transfer does not comply with requirements of the Sub-Fund Notice or PUMA Trust Deed. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p>

Rule Number	8.10
Date	12/08/2014
ASX Code	SAB
Listed Company	SMART ABS SERIES 2014-2E TRUST
Waiver Number	WLC140232-005
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited (the "Issuer") in its capacity as trustee of the SMART ABS Series 2014-2E Trust a waiver from listing rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of Notes:</p> <p>1.1.from the date which is 2 business days before each distribution payment date in relation to the Notes until that interest payment date; and</p> <p>1.2.if in contravention of clause 4.13 of the Series Supplement or clause 10 of the Master Trust Deed,</p> <p>on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.</p>
Basis For Decision	<p>Underlying Policy An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</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 CHESS. The Issuer is required to close the register of a series of debt securities from the close of business two business days prior to an interest payment date or the maturity date; or where the transfer does not comply with requirements of relevant provisions of the Series Supplement or the Master Trust Deed. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p>

Rule Number	8.21
Date	12/08/2014
ASX Code	PUO
Listed Company	PUMA SERIES 2014-2
Waiver Number	WLC140231-006
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Limited in its capacity as trustee (the "Issuer") of the PUMA Series 2014-2 a waiver from listing rule 8.21 to the extent that the Issuer need not do the following.</p> <p>1.1. In respect of transactions that are settled outside of CHESSE, mark transfer forms as required by Appendix 8A.</p> <p>1.2. In respect of transactions that are settled within the Austraclear system, send confirmation of a change of address to a security holder at the holder's old address.</p>
Basis For Decision	<p>Underlying Policy An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p>

Rule Number	8.21
Date	12/08/2014
ASX Code	SAB
Listed Company	SMART ABS SERIES 2014-2E TRUST
Waiver Number	WLC140232-006
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited (the "Issuer") in its capacity as trustee of the SMART ABS Series 2014-2E Trust a waiver from listing rule 8.21 to the extent that the Issuer need not do the following.</p> <p>1.1. In respect of transactions that are settled outside of CHESSE, mark transfer forms as required by Appendix 8A.</p> <p>1.2. In respect of transactions that are settled within the Austraclear system, send confirmation of a change of address to a security holder at the holder's old address.</p>
Basis For Decision	<p>Underlying Policy An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p>

Rule Number	9.7
Date	19/08/2014
ASX Code	TOU
Listed Company	TLOU ENERGY LIMITED
Waiver Number	WLC140250-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tlou Energy Limited (the "Company") a waiver from listing rule 9.7 to the extent necessary to permit the Company to allow Arcturus Capital Pty Ltd to transfer 11,136,364 fully paid ordinary shares (the "Restricted Securities"), which are the subject of a restriction agreement that is effective for a period of 24 months from the commencement of quotation of the Company's securities on ASX, 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 9 April 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	25/08/2014
ASX Code	EUG
Listed Company	EUROGOLD LIMITED
Waiver Number	WLC140239-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Eurogold Limited (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit the Company not to seek securityholder approval in relation to the disposal of all of its remaining 21,623,670 fully paid ordinary shares of Dragon Mining Limited (the "EUG Dragon Shares") to Allied Properties Resources Limited ("Allied") and other shareholders of the Company ("Proposed Transaction"), subject to the following conditions.</p> <p>1.1. The disposal of the EUG Dragon Shares is offered on a pro-rata basis to all the shareholders of the Company.</p> <p>1.2. Any shortfall is offered to all shareholders.</p> <p>1.3. 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 disposal of the EUG Dragon Shares, including the timeframe within which it expects the Proposed Transaction to occur, and the underwriting agreement with Allied to take all of the EUG Dragon Shares not taken up by the remaining shareholders of the Company.</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 provision of the Corporations Act (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).</p>

Register of ASX Listing Rule Waivers

Present Application

The Company holds 21,623,670 fully paid ordinary shares in Dragon, which equates to a 24.33% interest. The Company currently does not have a main undertaking and is suspended from trading until it meets listing rule 12.1. Allied is a major shareholder of the Company holding 36.48%. The Company intends to offer the EUG Dragon Shares on a pro-rata basis to all shareholders of the Company, including Allied. All shareholders will be offered the option of taking up additional EUG Dragon Shares. Allied will also underwrite the Proposed Transaction. This amounts to a disposal of a substantial asset under listing rule 10.1. The Company is granted a waiver from the rule on a number of conditions, including that the Proposed Transaction of the EUG Dragon Shares is offered to all shareholders on a pro-rata basis and any options to take up additional shares will be offered to all shareholders. These conditions provide a sufficient safeguard against value-shifting to the substantial holder or related parties (or their associates).

Rule Number	10.1
Date	25/08/2014
ASX Code	MZI
Listed Company	MZI RESOURCES LTD
Waiver Number	WLC140243-001
Decision	<p>1. The decision made by ASX Limited ("ASX") dated 9 April 2014, in relation to a waiver granted to MZI Resources Limited (the "Company") be rescinded and replaced as follows:</p> <p>2. Based solely on the information provided, ASX Limited ("ASX") grants MZI Resources Limited (the "Company") a waiver from listing rule 10.1, to the extent necessary to permit the Company and its subsidiaries ("Subsidiaries"), to.</p> <p>2.1. Grant security over its assets in favour of Resource Capital Fund VI L.P. ("RCF") (the "General Security") pursuant to a loan facility agreement under which RCF may provide the Company up to US\$7.5 million pursuant to a secured bridge loan facility to enable it to continue to progress the development of its Keysbrook Project (the "Facility"), without obtaining shareholder approval on the following conditions.</p> <p>2.1.1. The Facility includes a term that if an event of default occurs and RCF exercises its rights under the General Security, neither RCF nor any of its associates can acquire any legal or beneficial interest in an asset of the Company in full or part satisfaction of the Company's obligations under the Facility, or otherwise deal with the assets of the Company, without the Company first having complied with any applicable listing rules, including listing rule 10.1, other than as required by law or through a receiver, or receiver and manager (or any other person acting on behalf of RCF) appointed by RCF exercising its power of sale under the General Security and selling the assets to an unrelated third party on arm's length commercial terms and conditions and distributing the cash proceeds to RCF in accordance with its legal entitlements.</p> <p>2.1.2. A summary of the material terms of the Facility is made in each annual report of the Company during the term of the Facility.</p> <p>2.1.3. Any variations to the terms of the Facility or the General Security which is (i) not a minor change or (ii) inconsistent with the terms of the waiver, must be subject to shareholder approval.</p> <p>2.1.4. The Company must seek to discharge the General Security when the funds advanced under the Facility are repaid, or if it is not discharged, seek shareholder approval for the continuation of the General Security for any further loan facility amount.</p> <p>2.1.5. 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 the Facility and the discharge of the General Security, including the timeframe within which it expects the repayment and discharge to occur.</p>

Register of ASX Listing Rule Waivers

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 entered into a secured bridge loan facility of up to US\$4.5 million with Resource Capital Fund VI L.P. ("RCF") ("Loan") which is secured over the assets of the Company and one of its subsidiaries ("Security"). The purpose of the Loan is to enable the Company to progress the development of its Keysbrook Project. RCF is a substantial holder in the Company. This amounts to a disposal of a substantial asset under listing rule 10.1. The Company obtained a waiver from Listing Rule 10.1 to permit it to enter the Security. The Company and RCF have agreed to increase the maximum amount available under the Loan to US\$7.5 million which is also secured by the Security. The Company is granted a waiver from Listing Rule 10.1 to enable the Security to secure a loan of up to US\$7.5 million on a number of conditions, including that the security documents provide that in the event that the Security is exercised, neither the substantial holder or the related parties (nor any of their associates) are entitled to acquire the assets without the Company first complying with any applicable listing rules, including listing rule 10.1. This condition provides a sufficient safeguard against value-shifting to the substantial holder or related parties (or their associates).</p>

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Rule Number	10.1
Date	25/08/2014
ASX Code	QSS
Listed Company	QUESTUS LIMITED
Waiver Number	WLC140251-001
Decision	<p>1. Based solely on the information available, ASX Limited ("ASX") replaces resolution 2 of the ASX decision dated 13 August 2013 provided to Questus Limited (the "Company") in relation to listing rule 10.1 as follows.</p> <p>1.1. "2. Resolution 1 applies only until 15 August 2015 and is subject to any amendments to the listing rules or changes in the interpretation or administration of the listing rules and policies of ASX".</p>
Basis For Decision	Underlying Policy Standard Decision, Refer to Guidance Note 17.

Rule Number	10.1
Date	13/08/2014
ASX Code	SRR
Listed Company	SHAW RIVER MANGANESE LIMITED
Waiver Number	WLC140247-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Shaw River Manganese Limited (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit the Company not to seek securityholder approval in relation to the security interest ("Security Interest") granted by the Company in favour of Bryve Resources Pty Ltd ("BRPL") over the assets of the Company including Otjozondu Mining (Pty) Ltd ("OM") and issued shares in OM held by Otjozondu Holdings (Pty) Ltd ("OH"), both wholly owned subsidiaries of the Company, in connection with a debt facility for the sum of up to \$8 million, to be provided by BRPL to the Company ("Debt Facility") subject to the following conditions.</p> <p>1.1. The Security Interest includes a term that if an event of default occurs and BRPL, or any of its associates, exercise their rights under the Security Interest, neither BRPL nor any of its associates can acquire any legal or beneficial interest in the Company or an asset of the Company in full or part satisfaction of the Company's obligations under any of the Debt Facility or the Security Interest, or otherwise deal with the assets of the Company, without the Company first having complied with any applicable listing rules, including listing rule 10.1, other than as required by law or through a receiver, or receiver and manager (or any other person acting on behalf of any of the BRPL) appointed by BRPL exercising its power of sale under the Debt Facility or the Security Interest and selling the assets to an unrelated third party on arm's length commercial terms and conditions and distributing the cash proceeds to BRPL or any of its associates in accordance with their legal entitlements.</p> <p>1.2. A summary of the material terms of the Security Interest are made in each annual report of the Company while the Security Interest is held over the Company and its assets.</p> <p>1.3. Any variations to the terms of any of the Security Interest which is (a) not a minor change; or (b) inconsistent with the term of the waiver, must be subject to shareholder approval.</p> <p>1.4. The Company must seek to discharge the Security Interest when the funds advanced under the Debt Facility have been repaid, or if they are not discharged, seek shareholder approval for the continuation of the Debt Facility for any further 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 the Debt Facility and the discharge of the Security Interest, including the timeframe within which it expects the repayment and discharge to occur.</p>

Register of ASX Listing Rule Waivers

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 is proposing to enter into an \$8 million secured debt facility agreement with BRPL to develop its Namibian assets. The Debt Facility is secured over the Company's assets by way of a general security deed, the value of which is a substantial asset of the Company within the meaning in listing rule 10.2. In order to draw down the full amount under the debt facility, the Company must grant BRPL an additional security over its Namibian assets. Enforcement of the Security Interest will trigger the application of listing rule 10.1 as BRPL will be a substantial holder at the point of entering the Debt Facility and may have a relevant interest of up to approximately 53.45% of the Company at the date of enforcement. The Company is granted a waiver from the rule on a number of conditions, including that the security documents provide that in the event that the security under the Security Interest are exercised, neither the substantial holder or the related parties (nor any of their 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 a sufficient safeguard against value-shifting to the substantial holder or related parties (or their associates).</p>
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Rule Number	10.11
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-017
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 10.11 to the extent necessary to permit the Company to issue, without shareholder approval, options to its directors and their associates pursuant to the Company's Option Plan on the following conditions.</p> <p>1.1 Each annual report of the Company discloses details of the shares and options issued under the Option Plan for the period in which they were issued.</p> <p>1.2 The Company remains subject to, and complies with, the listing rules of TSX-Venture Exchange ("TSX-V").</p> <p>1.3 Where the Company seeks shareholder approval for the issue of options to a director, the votes of the director (and his or her associates) not be counted and a voting exclusion statement be included in the notice of meeting.</p> <p>1.4 The Company certifies to ASX on an annual basis when it releases its annual report that it remains subject to, has complied with, and continues to comply with the requirements of TSX-V with respect to the issue of securities to directors under an employee incentive scheme.</p> <p>1.5 If the Company becomes aware of any change to the application of the rules of TSX-V with respect to the issue of securities to directors (and directors' associates) under an employee incentive scheme, or the Company is no longer in compliance with the requirements of the TSX-V with respect to the issue of securities to directors (and directors' associates) under an employee in incentive scheme, it must immediately advise ASX.</p> <p>1.6 The Company releases the terms of this waiver to the market as pre-quotation disclosure.</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). A number of exceptions from the requirement for prior security holder approval are permitted under listing rule 10.12.</p>

Register of ASX Listing Rule Waivers

Present Application

Listing rule 10.12 exception 4 provides for an exception to listing rule 10.11 where securities are issued under an employee incentive scheme pursuant to an approval under listing rule 10.14. The home jurisdiction of the Company is Canada and it is listed on TSX-V. The waiver permits the Company to continue to issue options to directors and their associates under the existing Option Plan as previously approved by security holders.

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Rule Number	10.11
Date	25/08/2014
ASX Code	CGF
Listed Company	CHALLENGER LIMITED
Waiver Number	WLC140237-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Challenger Limited (the "Company") a waiver from listing rule 10.11 to the extent necessary to permit directors of the Company and the spouses, parents, children and associates of directors ("related persons") to participate in the offer of fully paid, non-cumulative, convertible, transferable, redeemable, subordinated, perpetual and unsecured notes ("Notes") (the "Offer") and to be issued Notes without shareholder approval, on the following conditions.</p> <p>1.1. The number of Notes which may be issued to directors and their related persons collectively is no more than 0.2% of the total number of Notes issued under the Offer.</p> <p>1.2. The participation of the directors and their related persons in the Offer is on the same terms and conditions as applicable to other subscribers for Notes.</p> <p>1.3. The Company releases the terms of the waiver to the market when it announces the Offer.</p> <p>1.4. When the Notes are issued, the Company announces to the market the total number of Notes issued to directors and their related persons in aggregate.</p>
Basis For Decision	<p>Underlying Policy Listing rule 10.11 requires the approval of security holders to issue securities to a related party. This rule is directed at preventing a related party from obtaining securities on advantageous terms and increasing their holding proportionate to other holders. Only unassociated security holders' votes are counted where such approval is sought. This protects security holders' interests by supplementing the related party provisions of the Corporations Act (and whatever related party provisions apply to foreign entities).</p> <p>Present Application The Company proposes to offer notes under a prospectus offer. Directors of the Company and their associates (who are related parties of the Company) will participate in the public offer on the same terms as unassociated investors. A waiver is granted to permit the directors and their related persons to collectively participate in the offer subject to an aggregate cap of no more than 0.2% of the notes issued. 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 the waiver must be disclosed to the market.</p>

Rule Number	10.13.3
Date	29/08/2014
ASX Code	MEH
Listed Company	MERAH RESOURCES LIMITED
Waiver Number	WLC140242-002
Decision	<p>1. Based solely on the information provided, and subject to resolution 2, ASX Limited ("ASX") grants Merah Resources Limited (the "Company") a waiver from listing rule 10.13.3 to the extent necessary to permit the notice of meeting ("Notice") seeking shareholder approval for the issue of up to 11,717,172 shares to related parties and proposed related parties of the Company ("Related Party Shares") as follows:</p> <p>1.1 up to 3,367,004 shares in the Company to M & S Super Investments Pty Ltd, a company controlled by Morrice Cordiner, a proposed director of the Company;</p> <p>1.2 up to 3,367,004 shares in the Company to Trindis Pty Ltd, a company controlled by Paul Niardone, a proposed director of the Company;</p> <p>1.3 up to 3,367,004 shares in the Company to Jeremy Read, a director of the Company; and</p> <p>1.4 up to 1,616,160 shares in the Company to Adam Davey, a director of the Company;</p> <p>as part of the proposal to acquire 100% of the issued share capital of Oresearch Limited, not to state that the Related Party Shares will be issued within 1 month of the date of the meeting.</p> <p>2. Resolution 1 is conditional on the following.</p> <p>2.1 The Related Party Shares are issued no later than 18 months after the date of the shareholder meeting.</p> <p>2.2 For any annual reporting period during which any of the Related Party Shares have been issued or any of them remain to be issued, the Company's annual report sets out in detail the basis on which the Related Party Shares may be issued.</p> <p>2.3 In any half year or quarterly report for a period during which any of the Related Party Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Related Party Shares issued during the reporting period, and the number of Related Party Shares remain to be issued.</p> <p>2.4 The Notice sets out in detail the milestones which must be satisfied prior to the issue of the Related Party Shares.</p> <p>2.5 The milestones which must be satisfied for the Related Party Shares to be issued are not varied.</p>

Register of ASX Listing Rule Waivers

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 proposes to acquire the entire issued capital of Oresearch. The quantum of the consideration payable for the Oresearch Acquisition depends upon the Company reaching the Oresearch Milestones. The consideration for the Oresearch Acquisition is shares in the Company. The deferred consideration shares are to be issued to related parties no later than 18 months following the date of security holder's approving the issue. The maximum number of securities to be issued for the Oresearch Acquisition is fixed and the degree of dilution is known. The waiver is granted on condition that terms of the waiver are released to the market, the Related Party Shares are issued no later 18 months after shareholder approval is received and the Company's reports disclose details of the Related Party Shares issued and still remaining to be issued.</p>
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Rule Number	10.13.3
Date	19/08/2014
ASX Code	TZN
Listed Company	TERRAMIN AUSTRALIA LIMITED.
Waiver Number	WLC140249-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Terramin Australia Limited (the "Company") a waiver from listing rule 10.13.3 to the extent necessary to permit the Company's notice of extraordinary meeting (the "Notice") seeking shareholder approval for the issue of up to 120,000,000 shares in lieu of payment of interest ("Interest Shares") pursuant to new unlisted convertible redeemable notes (the "New Asipac Notes") to be issued to Asipac Group Pty Ltd ("Asipac") in accordance with the terms of the convertible notes, to state that the Interest Shares will be issued later than one month after the date of the shareholders' meeting, and not to include an issue price, subject to the following conditions.</p> <p>1.1. The Company issues the Interest Shares no later than 18 September 2016.</p> <p>1.2. The Notice states that the Interest Shares will be issued at a price which is the VWAP price calculated over 5 ASX trading days immediately prior to the due date of the payment for those Interest Shares.</p> <p>1.3. The Notice states that the number of shares to be issued will be calculated by dividing the interest amount payable by 95% of the VWAP of the Company's shares calculated over 5 ASX trading days immediately prior to the due date of the payment of interest and up to a maximum of 30,000,000 Interest Shares per interest payment period.</p> <p>1.4. The Company's annual report for any period during which the Interest Shares are issued to Asipac discloses details of the number of Interest Shares that were issued to Asipac, including the percentage of the Company's issued capital represented by those shares.</p> <p>1.5. The Company releases the terms of the waiver to the market immediately.</p>
Basis For Decision	<p>Underlying Policy Listing rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining shares on advantageous terms and increasing the related party's holding proportionate to other holdings. Unless one of the exceptions under listing rule 10.12 applies, a listed entity must seek shareholder approval before it can issue shares to a related party. Listing rule 10.13 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities to a related party. In particular, listing rule 10.13.3 requires the date by which the entity will issue the securities and this date must be no later than 1 month after the date of the meeting. This rule ensures that an issue of securities to a related party that has been approved by security holders is made within a reasonable timeframe following the approval, so that 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>

Register of ASX Listing Rule Waivers

Present Application

Shareholder approval is being sought to issue Interest Shares in lieu of interest payments, pursuant to the issue of the New Asipac Notes, whereby Asipac will advance the Company \$16,238,670.70 to provide funding to redeem existing Asipac notes and provide working capital. The Company's notice of meeting states that the Company intends to seek a waiver from listing rule 10.13.3 and 10.13.5 to permit the Interest Shares to be issued outside the 1 month period in accordance with the terms of the convertible notes. The maximum number of Interest Shares is indicative to an amount that is fixed to 7.5% per annum of the total debt (\$16,238,670.70), which is approximately \$600,608,37.70 and capped to a maximum of 30,000,000 shares (approximately 2% dilution) per interest payment period (every 6 months) with the total amount of Interest Shares to be issued in the 2 year period capped at a maximum of 120,000,000 shares. There is sufficient degree of certainty about the basis for calculation of the number of securities to be issued for shareholders to be able to give their informed consent to the issue of Interest Shares over the relevant period. The Company has provided working examples of dilution in the notice of meeting to provide certainty about the basis of calculation of the number of securities to be issued.

Rule Number	10.13.5
Date	28/08/2014
ASX Code	GPR
Listed Company	GEOPACIFIC RESOURCES LTD
Waiver Number	WLC140240-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Geopacific Resources Limited (the "Company") a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of meeting (the "Notice") to approve the issue of up to 10,000,000 shares in aggregate to directors of the Company ("Related Parties") ("Related Party Shares"), not to include an issue price, subject to the following conditions.</p> <p>1.1 The Notice states that the Related Party Shares will be issued to the Related Parties for no less than 80% of the 5 day average market price of the Company's securities prior to the issue and on the same terms as the shares to be issued to unrelated parties by way of placement.</p> <p>1.2 The Company releases the terms of the waiver to the market at the same time as the notice of meeting to approve the issue of the Related Party 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 related parties on the same terms as an issue of securities to unrelated parties by way of share placement. The issue price of the shares 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	10.13.5
Date	19/08/2014
ASX Code	TZN
Listed Company	TERRAMIN AUSTRALIA LIMITED.
Waiver Number	WLC140249-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Terramin Australia Limited (the "Company") a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of extraordinary meeting (the "Notice") seeking shareholder approval for the issue of up to 120,000,000 shares in lieu of payment of interest ("Interest Shares") pursuant to new unlisted convertible redeemable notes (the "New Asipac Notes") to be issued to Asipac Group Pty Ltd ("Asipac") in accordance with the terms of the convertible notes, to state that the Interest Shares will be issued later than one month after the date of the shareholders' meeting, and not to include an issue price, subject to the following conditions.</p> <p>1.1. The Company issues the Interest Shares no later than 18 September 2016.</p> <p>1.2. The Notice states that the Interest Shares will be issued at a price which is the VWAP price calculated over 5 ASX trading days immediately prior to the due date of the payment for those Interest Shares.</p> <p>1.3. The Notice states that the number of shares to be issued will be calculated by dividing the interest amount payable by 95% of the VWAP of the Company's shares calculated over 5 ASX trading days immediately prior to the due date of the payment of interest and up to a maximum of 30,000,000 Interest Shares per interest payment period.</p> <p>1.4. The Company's annual report for any period during which the Interest Shares are issued to Asipac discloses details of the number of Interest Shares that were issued to Asipac, including the percentage of the Company's issued capital represented by those shares.</p> <p>1.5. The Company releases the terms of the waiver to the market immediately.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining shares on advantageous terms and increasing the related party's holding proportionate to other holdings. Unless one of the exceptions under listing rule 10.12 applies, a listed entity must seek shareholder approval before it can issue shares to a related party. Listing rule 10.13 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities to a related party. Listing rule 10.13.5 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>

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Present Application

The Notice provides a formula for calculating the issue price of securities, calculated as 95% of the VWAP over the 5 ASX trading days immediately prior to the due date of interest payment ("VWAP 5"). As the maximum number of Interest Shares that may be issued is fixed to the interest payable divided by the VWAP 5 and up to a maximum of 120,000,000 shares, sufficient information is provided in the notice of meeting for shareholders to be able to provide their informed consent.

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Rule Number	10.14
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-018
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 10.14 to the extent necessary to permit the Company to issue, without shareholder approval, options to its directors and their associates pursuant to the Company's Option Plan on the following conditions.</p> <p>1.1 Each annual report of the Company discloses details of the shares and options issued under the Option Plan for the period in which they were issued.</p> <p>1.2 The Company remains subject to, and complies with, the listing rules of TSX-Venture Exchange ("TSX-V").</p> <p>1.3 Where the Company seeks shareholder approval for the issue of options to a director, the votes of the director (and his or her associates) not be counted and a voting exclusion statement be included in the notice of meeting.</p> <p>1.4 The Company certifies to ASX on an annual basis when it releases its annual report that it remains subject to, has complied with, and continues to comply with the requirements of TSX-V with respect to the issue of securities to directors under an employee incentive scheme.</p> <p>1.5 If the Company becomes aware of any change to the application of the rules of TSX-V with respect to the issue of securities to directors (and directors' associates) under an employee incentive scheme, or the Company is no longer in compliance with the requirements of the TSX-V with respect to the issue of securities to directors (and directors' associates) under an employee incentive scheme, it must immediately advise ASX.</p> <p>1.6 The Company releases the terms of this waiver to the market as pre-quotations disclosure.</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, even if pursuant to their participation in an employee incentive scheme. 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 2001 (Cth) (and any related party provisions applying to foreign entities under relevant legislation).</p> <p>Present Application The Company is incorporated in Canada, regulated by Canadian law and listed on TSX-V. The Company is seeking a listing on ASX. The waiver permits the Company to continue to issue options to directors and their associates under the existing Option Plan as previously approved by security holders.</p>

Rule Number	10.15.2
Date	20/08/2014
ASX Code	TAH
Listed Company	TABCORP HOLDINGS LIMITED
Waiver Number	WLC140248-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Tabcorp Holdings 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, in relation to the issue of performance rights under the Company's Long Term Performance Plan pursuant to listing rule 10.14, not to state a maximum number of performance rights that may be issued to Mr David Attenborough, on condition that the notice states the method 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	10.18
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-019
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 10.18 to the extent necessary to permit the Company upon a change of control to pay termination benefits to existing Company employees pursuant to the terms of the Company's existing employment contracts.
Basis For Decision	<p>Underlying Policy An entity must ensure that no officer will be entitled to termination benefits or any increase in them if a change occurs in the shareholding or control of the listed entity. This prevents the use of termination payments as a poison pill or golden parachute and supports the takeover regime in Corporations Act 2001 (Cth).</p> <p>Present Application The Company applying for admission to the official list of ASX is a Canadian incorporated entity and listed on the TSX-Venture Exchange. A waiver is granted so that the Company's existing employment contracts with its officers can continue on their terms in accordance with the usual market custom and laws of its home jurisdiction. This is considered to be a permissible departure from the principle of the rule to allow the Company to honour its contractual obligations to its officers, which are in accordance with the law and market practice in its home jurisdiction, and which were entered into before the Company contemplated listing on ASX.</p>

Rule Number	14.2.1
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-020
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 14.2.1 to the extent necessary to permit the Company not to provide in its proxy form for holders of CHESS Depository Interests ("CDIs") to vote against a resolution to elect a director or to appoint an auditor, on the following conditions.</p> <p>1.1 The Company complies with the relevant Canadian laws as to the content of proxy forms applicable to resolutions for the election of directors and the appointment of an auditor.</p> <p>1.2 The notice given by the Company to CDI holders under ASX Settlement Operating Rule 13.8.9 makes it clear that holders are only able to vote for the resolutions or abstain from voting, and the reasons why this is the case.</p> <p>1.3 The Company releases details of the waiver to the market as pre-quotations disclosure and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p> <p>1.4 Without limiting ASX's right to vary or revoke its decision under listing rule 18.3, the waiver from listing rule 14.2.1 only applies for so long as the relevant Canadian laws prevent the Company from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p>
Basis For Decision	<p>Underlying Policy Listing rule 14.2.1 requires notices of meeting to include a proxy form which must provide for the security holder to vote for or against each resolution. This ensures that all security holders can express their views on every resolution put to a security holders' meeting</p> <p>Present Application The Company was incorporated in Canada and is regulated by Canadian law. The Company will be an issuer of CDIs. The law of the Company's home jurisdiction does not provide for the casting of votes against certain types of resolution (election of directors, appointment of auditors). Canada has an alternative legislative scheme for security holders to contest the reappointment of directors and auditors. It is proposed to grant a waiver on the usual conditions to permit the Company to comply with laws of its place of incorporation on these matters for so long as the relevant Canadian laws prevent the Company from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p>

Rule Number	14.3
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-021
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 14.3 to the extent necessary to permit the Company to accept nominations for the election of directors in accordance with the shareholder proposal provisions of s188 and s189 of the British Columbia Business Corporations Act, on condition that the Company releases the terms of the waiver to the market as pre-quotations disclosure, and the terms of the waiver are set out in the management proxy circular provided to all holders of CHESSE Depository Interests ("CDIs").</p>
Basis For Decision	<p>Underlying Policy Under listing rule 14.3 an entity must accept nominations for election of directors up to 35 business days before date of a general meeting at which directors may be elected unless the entity's constitution provides otherwise. This requirement gives a reasonable opportunity for candidates to be nominated and supports shareholder democracy.</p> <p>Present Application The Company was incorporated in Canada, is regulated by Canadian law and is listed on the TSX-Venture Exchange. Canadian laws mandate a different period for accepting nominations for directors which provides reasonable opportunity for nominations to be made. Sections 188 and 189 of the British Columbia Business Corporations Act provide that reasonable opportunity for nominations must be allowed. It is proposed to grant a waiver to accommodate compliance with Canadian laws on condition that the Company releases the terms of the waiver to the market immediately, and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p>

Rule Number	14.7
Date	25/08/2014
ASX Code	ESY
Listed Company	ENHANCED SYSTEMS TECHNOLOGIES LIMITED
Waiver Number	WLC140238-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Enhanced Systems Technologies Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue up to 5,000,000 fully paid ordinary shares and up to 5,000,000 free attaching options (the "Securities") as approved by shareholders at the general meeting held on 16 May 2014, later than three months after the date of the shareholders' meeting at which the Securities were approved, on the following conditions.</p> <p>1.1. The Securities are issued no later than 16 November 2014 and otherwise on the same terms and conditions approved by shareholders on 16 May 2014.</p> <p>1.2. The Company releases the terms of the waiver 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.</p> <p>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. The issue of the Securities to unrelated parties was approved by Company shareholders on 16 May 2014. The capital raising shares are to be issued in connection with the recapitalisation of the Company. The Company's shares are suspended pending completion of a recapitalisation proposal. The Company is preparing a prospectus for the issue of the Securities however completion has been delayed due to finalisation of financial reports and ongoing discussions with potential investors. A short extension in these circumstances allows an issue to which securityholders have given their assent to be carried into effect without the need for convening a new securityholders' meeting. Only a short extension would be appropriate, to ensure that an entity cannot purport to act on an approval that has become stale.</p>

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The degree of voting dilution that might be caused by the issue is fixed, as is the issue price. There has been no material adverse change to the Company's circumstances since the date of the meeting. In these circumstances, an extension of time of three months to carry out the issue approved by shareholders is considered to be appropriate.

Rule Number	14.7
Date	25/08/2014
ASX Code	PEL
Listed Company	PELICAN RESOURCES LIMITED
Waiver Number	WLC140244-001
Decision	<p>1. Subject to resolution 2, and based solely on the information provided, ASX Limited ("ASX") grants Pelican Resources Limited (the "Company") a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue up to 21,754,400 quoted options to Finebase Holdings Pty Ltd ("Related Party Options") as approved by shareholders at the annual general meeting held on 23 July 2014, later than 1 month after the date of the meeting.</p> <p>2. Resolution 1 is conditional on the following.</p> <p>2.1. The Related Party Options are issued no later than 23 September 2014 and otherwise on the same terms and conditions approved by shareholders on 23 July 2014.</p> <p>2.2. 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>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>

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Present Application

Shareholder approval was obtained on 23 July 2014 for the issue of the Related Party Options to a related party of the Company. The Company's notice of meeting stated that the Related Party Options would be issued to the related party (or his 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 Related Party Options within this timeframe due to delays in the preparation of the prospectus and the completion of the associated due diligence. This delay led the Company to the belief that the remaining timeframe was insufficient to complete the offer. 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 Related Party Options. A waiver to allow the Company an extension of time of one month is appropriate. There is no undue benefit to the related parties arising from the delay in issuing the Related Party Options.

Rule Number	14.11
Date	20/08/2014
ASX Code	AAD
Listed Company	ARDENT LEISURE GROUP
Waiver Number	WLC140235-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Ardent Leisure 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 annual general meeting containing a resolution for the ratification of the prior issue of 20,746,888 fully paid stapled securities (the "Issue") (the "Resolution"), 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	15.7
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-022
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 15.7 to the extent necessary to permit the Company to provide announcements simultaneously to both ASX and the TSX-Venture Exchange.
Basis For Decision	<p>Underlying Policy An entity must not release information that is for release to the market to any person until it has given the information to ASX and received an acknowledgement that ASX has released the information to the market. This ensures that all investors have equal access to the information.</p> <p>Present Application The Company was incorporated in Canada, is regulated by Canadian law and is listed on TSX-V. Different time zones cause trading periods to vary between ASX and TSX-V. The entity is required to release information to the market immediately on TSX-V under the exchange's rules. The waiver is granted to permit information for release to the market to be released simultaneously to TSX-V and ASX.</p>

Rule Number	15.7
Date	8/08/2014
ASX Code	VGI
Listed Company	VISTA GROUP INTERNATIONAL LIMITED
Waiver Number	WLC140233-003
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Vista Group International Limited (the "Company") a waiver from listing rule 15.7 to the extent necessary to permit the Company to provide announcements simultaneously to both ASX and NZX Limited.
Basis For Decision	<p>Underlying Policy An entity must not release information that is for release to the market to any person until it has given the information to ASX and received an acknowledgement that ASX has released the information to the market. This ensures that all investors have equal access to the information.</p> <p>Present Application The Company is a New Zealand incorporated entity and will be listed on the NZX. A difference in time zones means that trading on NZX commences approximately two hours prior to market open on ASX. There is also a period of overlap during which the Company may be required, under both the NZX and ASX Listing Rules, to lodge information immediately with each of the exchanges. Both of these scenarios could result in the Company releasing information to NZX before it has received an acknowledgement of release from ASX. The waiver permits the Company to give information simultaneously to NZX and ASX. It is not considered that the simultaneous lodgement of information with an overseas stock exchange by a dual listed entity would infringe the policy principle of equal access to information.</p>

Rule Number	15.12
Date	7/08/2014
ASX Code	AGB
Listed Company	ATLANTIC GOLD CORPORATION
Waiver Number	WLC140234-023
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Spur Ventures Inc. (the "Company") a waiver from listing rule 15.12 to the extent necessary to permit the Company's constitution not to contain the provisions required by listing rules 15.12.1 to 15.12.3 inclusive, on condition that the Company undertakes not to acquire any classified assets in circumstances under which the listing rules would require the issue of restricted securities, without the written consent of ASX. The undertaking is to be given and executed in the form of a deed.</p>
Basis For Decision	<p>Underlying Policy An entity's constitution must contain certain provisions dealing with restricted securities. These provisions are set out in listing rules 15.12.1, 15.12.2 and 15.12.3, and are intended to ensure that the listed entity that issued the restricted securities has the power to take steps to prevent the transfer of restricted securities during an escrow period, and to ensure that, during a breach of the restriction agreement or of the ASX listing rules relating to restricted securities, the holder of those securities does not receive any dividends or distributions, or voting rights, in respect of those securities. This rule supports the enforceability of the escrow regime.</p> <p>Present Application The Company was incorporated in Canada, is regulated by Canadian law and is listed on TSX-V. The TSX-V rules do not have any analogous rule to listing rule 15.12. It would impose an undue burden upon the Company to require it to amend its constituent documents in accordance with this listing rule. It is proposed to grant the Company a waiver on condition the Company provides an undertaking not to acquire any classified assets where restricted securities would be required to be issued without the written consent of ASX. This undertaking is to be given and executed in the form of a deed. While the Company does not issue any restricted securities, there is no disadvantage from the constituent documents not having the relevant provisions.</p>

Rule Number	15.13A
Date	8/08/2014
ASX Code	VGI
Listed Company	VISTA GROUP INTERNATIONAL LIMITED
Waiver Number	WLC140233-005
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Vista Group International Limited (the "Company") a waiver from listing rule 15.13A to the extent necessary to permit the Company to divest shareholders of less than a minimum holding in accordance with the procedures set out in the Company's constitution.
Basis For Decision	<p>Underlying Policy An entity's constitution must not permit the divestment of holdings that are less than a marketable parcel unless (i) the holding has become less than a marketable parcel due to market movements, in which case security holder can elect to retain the holding; or (ii) the holding, when created, was less than a marketable parcel. The requirements balance the interests of security holders in remaining in possession of their property against the interests of a listed entity in not having to maintain uneconomic holdings of securities on its register.</p> <p>Present Application The Company is a foreign incorporated entity and will have its primary listing on the NZX. The Company's constitution complies with the NZX Listing Rules. The waiver is granted to permit the Company to divest small holders in accordance with the provisions of its constitution on the basis that investors will be aware of the relevant provisions. There is no substantial departure from the principles of the rule.</p>

Rule Number	15.13B
Date	8/08/2014
ASX Code	VGI
Listed Company	VISTA GROUP INTERNATIONAL LIMITED
Waiver Number	WLC140233-006
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Vista Group International Limited (the "Company") a waiver from listing rule 15.13B to the extent necessary to permit the Company to divest shareholders of less than a minimum holding in accordance with the procedures set out in the Company's constitution.
Basis For Decision	<p>Underlying Policy An entity's constitution must not permit the divestment of holdings that are less than a marketable parcel unless (i) the holding has become less than a marketable parcel due to market movements, in which case security holder can elect to retain the holding; or (ii) the holding, when created, was less than a marketable parcel. The requirements balance the interests of security holders in remaining in possession of their property against the interests of a listed entity in not having to maintain uneconomic holdings of securities on its register.</p> <p>Present Application The Company is a foreign incorporated entity and will have its primary listing on the NZX. The Company's constitution complies with the NZX Listing Rules. The waiver is granted to permit the Company to divest small holders in accordance with the provisions of its constitution on the basis that investors will be aware of the relevant provisions. There is no substantial departure from the principles of the rule.</p>

Rule Number	15.13
Date	8/08/2014
ASX Code	VGI
Listed Company	VISTA GROUP INTERNATIONAL LIMITED
Waiver Number	WLC140233-004
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Vista Group International Limited (the "Company") a waiver from listing rule 15.13, to the extent necessary to permit the Company to divest shareholders of less than a minimum holding in accordance with the procedures set out in the Company's constitution.
Basis For Decision	<p>Underlying Policy An entity's constitution must not permit the divestment of holdings that are less than a marketable parcel unless (i) the holding has become less than a marketable parcel due to market movements, in which case security holder can elect to retain the holding; or (ii) the holding, when created, was less than a marketable parcel. The requirements balance the interests of security holders in remaining in possession of their property against the interests of a listed entity in not having to maintain uneconomic holdings of securities on its register.</p> <p>Present Application The Company is a foreign incorporated entity and will have its primary listing on the NZX. The Company's constitution complies with the NZX Listing Rules. The waiver is granted to permit the Company to divest small holders in accordance with the provisions of its constitution on the basis that investors will be aware of the relevant provisions. There is no substantial departure from the principles of the rule.</p>