



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

**1 to 15 October 2018**

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

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

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

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

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 1.1 condition 6   |
| <b>Date</b>               | 2/10/2018   |
| <b>ASX Code</b>           | EMN   |
| <b>Listed Company</b>     | EURO MANGANESE INC  |
| <b>Waiver Number</b>      | WLC180266-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from Listing Rule 1.1 Condition 6 to the extent necessary to permit EMN to apply for quotation of only those fully paid common shares (to be settled on the ASX in the form of CHESS Depository Interests ("CDIs")) issued into the Australian market, subject to the following conditions.</p> <p>1.1. EMN applies for quotation of new fully paid common shares issued into the Australian market on a monthly basis, and EMN provides to the market in a form acceptable to ASX, a monthly update of the net changes in the number of its common shares over which CDIs are issued.</p> <p>1.2. EMN releases details of this waiver as pre-quotation disclosure.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>An entity must apply for and be granted quotation of all securities in its main class of securities (except restricted securities). This rule ensures transparency and certainty as to the number of securities available to be traded in the market and therefore maintains the integrity of the ASX market.</p> <p><b>Present Application</b><br/>EMN is a company regulated by Canadian law, simultaneously listed on the TSX-V, with its securities settled on ASX in the form of CDIs. In addition, the CDIs will only be issued in connection with the IPO and may not be issued in Australia in relation to future issuances conducted by EMN post-admission. Therefore, it is considered appropriate that a waiver be granted to allow only those 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> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 1.1 condition 12  |
| <b>Date</b>               | 2/10/2018   |
| <b>ASX Code</b>           | EMN   |
| <b>Listed Company</b>     | EURO MANGANESE INC  |
| <b>Waiver Number</b>      | WLC180266-002   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from listing rule 1.1 Condition 12 to the extent necessary to permit EMN to have on issue the below options and warrants with exercise prices of less than A\$0.20.</p> <p>1.1. 400,000 unquoted options exercisable at C\$0.08 on or before 16 May 2026;</p> <p>1.2. 250,000 unquoted options exercisable at C\$0.10 on or before 6 April 2027;</p> <p>1.3. 750,000 unquoted options exercisable at C\$0.11 on or before 22 September 2027;</p> <p>1.4. 75,000 unquoted options exercisable at C\$0.11 on or before 14 December 2027;</p> <p>1.5. 1,000,000 unquoted options exercisable at C\$0.08 on or before 16 May 2016;</p> <p>1.6. 200,000 unquoted options exercisable at C\$0.10 on or before 14 June 2026;</p> <p>1.7. 825,000 unquoted options exercisable at C\$0.10 on or before 6 April 2027;</p> <p>1.8. 1,550,000 unquoted options exercisable at C\$0.11 on or before 22 September 2027;</p> <p>1.9. 475,000 unquoted options exercisable at C\$0.11 on or before 14 December 2027;</p> <p>1.10. 225,000 unquoted options exercisable at C\$0.08 on or before 16 May 2026;</p> <p>1.11. 500,000 unquoted options exercisable at C\$0.10 on or before 6 April 2027;</p> <p>1.12. 1,100,000 unquoted options exercisable at C\$0.11 on or before 22 September 2027;</p> <p>1.13. 150,000 unquoted options exercisable at C\$0.11 on or before 14 December 2027;</p> <p>1.14. 2,042,895 unquoted warrants exercisable at C\$0.11 on or before 16 June 2019;</p> <p>1.15. 292,250 unquoted warrants exercisable at C\$0.11 on or before 30 June 2019;</p> <p>1.16. 417,295 unquoted warrants exercisable at C\$0.11 on or before 31 July 2019; and</p> <p>1.17. 174,825 unquoted warrants exercisable at C\$0.11 on or before 18 August 2019.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy</p> <p>Listing Rule 1.1 Condition 12 requires the exercise price for each underlying security to be at least 20 cents. The underlying policy of this listing rule is to support listing rule 2.1 condition 2, which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p>  |

## Register of ASX Listing Rule Waivers

### Present Application

EMN is a Canadian company intending to have its primary listing on the TSX-V and secondary listing on the ASX and will be a dual listed entity. At listing, the number of options with an exercise price below \$0.20 is expected to be 7,500,000 and 2,927,265 broker warrants with an exercise price below \$0.20, which would in total represent approximately 6.47% of EMN's share capital following the completion of the IPO. The Options and warrants were issued in accordance with Canadian requirements at the time of issue prior to the application for admission and that the continued existence of these options does not undermine the integrity of the 20 cent rule.

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

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 1.1 condition 12  |
| <b>Date</b>               | 15/10/2018  |
| <b>ASX Code</b>           | ID8   |
| <b>Listed Company</b>     | IDENTITII LIMITED   |
| <b>Waiver Number</b>      | WLC180267-001   |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Identitii Limited (the "Company") a waiver from Listing Rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue up to 5,300,000 unquoted options with the ability for cashless exercise, on condition that the material terms and conditions of the options are summarised in the Prospectus.  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>           If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b><br/>           The Company has applied for admission to the official list of ASX. The Company has on issue 1,350,000 options issued under an employee incentive scheme, and proposes to issue a further 3,950,000 options under the scheme prior to listing. The terms of the options contain a cashless exercise provision. The options will not be quoted and will in aggregate represent approximately 9.7% of the undiluted total issued capital of the Company at the time of listing. The existence of the options will not undermine the 20 cent rule in the circumstances. The waiver is granted on condition that the material terms and conditions of the options are summarised in the Prospectus.</p> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 1.8 condition 11  |
| <b>Date</b>               | 1/10/2018   |
| <b>ASX Code</b>           | POV   |
| <b>Listed Company</b>     | PROGRESS 2018-1 TRUST   |
| <b>Waiver Number</b>      | WLC180268-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Progress 2018-1 Trust (the "Trust") a waiver from Condition 11 of listing rule 1.8 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.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> 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><b>Present Application</b><br/> 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> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 1.8 condition 11  |
| <b>Date</b>               | 1/10/2018   |
| <b>ASX Code</b>           | RFE   |
| <b>Listed Company</b>     | SERIES 2018-1 REDS TRUST  |
| <b>Waiver Number</b>      | WLC180269-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Series 2018-1 REDS Trust (the "Trust") a waiver from Condition 11 of listing rule 1.8 to the extent that the Notes need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> An entity must be approved to act as an issuer of quoted securities under the operating rules of an approved clearing and settlement (CS) facility, 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><b>Present Application</b><br/> The debt securities of the Issuer being quoted are wholesale debt securities. The debt 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> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 2.1 condition 3  |
| <b>Date</b>               | 1/10/2018  |
| <b>ASX Code</b>           | POV  |
| <b>Listed Company</b>     | PROGRESS 2018-1 TRUST  |
| <b>Waiver Number</b>      | WLC180268-002  |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Progress 2018-1 Trust (the "Trust") 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.  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>This is a companion waiver to the waiver from listing rule 1.8 condition 11 granted to the Issuer.</p> |



|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 2.1 condition 3   |
| <b>Date</b>               | 1/10/2018   |
| <b>ASX Code</b>           | RFE   |
| <b>Listed Company</b>     | SERIES 2018-1 REDS TRUST  |
| <b>Waiver Number</b>      | WLC180269-002   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Series 2018-1 REDS Trust (the "Trust") 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 debt securities to be quoted on ASX.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> 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><b>Present Application</b><br/> 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> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 2.4  |
| <b>Date</b>               | 2/10/2018  |
| <b>ASX Code</b>           | EMN  |
| <b>Listed Company</b>     | EURO MANGANESE INC   |
| <b>Waiver Number</b>      | WLC180266-003  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from listing rule 2.4 to the extent necessary to permit EMN to apply for quotation only of those fully paid common shares issued into the Australian market (to be settled on ASX in the form of CDIs), subject to the following conditions.</p> <p>1.1. EMN applies for quotation of new CDIs issued into the Australian market on a monthly basis, and that EMN provides to the market in a form acceptable to ASX, a monthly update of the net changes in the number of common shares over which CDIs are issued.</p> <p>1.2. EMN releases details of this waiver as pre-quotation disclosure.</p>  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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 the number of securities available to be traded in the market and maintain 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><b>Present Application</b><br/>EMN is incorporated under the laws of Canada, is regulated by Canadian law, and will have its primary listing on the TSX-V. Its common shares are not eligible to be settled directly in the CHES system, therefore transactions in EMN'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 EMN'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 in the market (other than restricted securities) will be quoted on at least one of the markets on which EMN 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). 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 EMN's securities on ASX if only common shares over which CDIs have actually been created are quoted.</p> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 2.8  |
| <b>Date</b>               | 2/10/2018  |
| <b>ASX Code</b>           | EMN  |
| <b>Listed Company</b>     | EURO MANGANESE INC   |
| <b>Waiver Number</b>      | WLC180266-004  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from listing rule 2.8 to the extent necessary to allow EMN not to apply for quotation of CDIs that are issued as a result of shareholders converting their common shares to CDIs, within 10 business days of issue of those CDIs, subject to the following conditions.</p> <p>1.1. EMN applies for quotation of common shares transferred to the Australian sub-register on a monthly basis, and EMN provides to the market in a form acceptable to ASX, a monthly update of the net changes in the number of common shares over which CDIs are issued.</p> <p>1.2. EMN releases details of this waiver as pre-quotation disclosure.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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 the number of securities available to be traded in the market and maintain 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><b>Present Application</b><br/>EMN is incorporated under the laws of Canada, is regulated by Canadian law, and will have its primary listing on the TSX-V. Its common shares are not eligible to be settled directly in the CHESSE system, therefore transactions in EMN'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 EMN'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 in the market (other than restricted securities) will be quoted on at least one of the markets on which EMN 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). 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 EMN's securities on ASX if only common shares over which CDIs have actually been created are quoted.</p> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 3.10.5   |
| <b>Date</b>               | 1/10/2018  |
| <b>ASX Code</b>           | POV  |
| <b>Listed Company</b>     | PROGRESS 2018-1 TRUST  |
| <b>Waiver Number</b>      | WLC180268-003  |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Progress 2018-1 Trust (the "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.  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 3.10.5   |
| <b>Date</b>               | 1/10/2018  |
| <b>ASX Code</b>           | RFE  |
| <b>Listed Company</b>     | SERIES 2018-1 REDS TRUST   |
| <b>Waiver Number</b>      | WLC180269-003  |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Series 2018-1 REDS Trust (the "Trust") a waiver from listing rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of debt securities that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 4.2A  |
| <b>Date</b>               | 2/10/2018   |
| <b>ASX Code</b>           | EMN   |
| <b>Listed Company</b>     | EURO MANGANESE INC  |
| <b>Waiver Number</b>      | WLC180266-005   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") waivers from listing rules 4.2A and 4.2B to the extent necessary to permit EMN not to lodge an Appendix 4D - Half Year Report, on condition that EMN lodges with ASX the half-year financial statements and interim Management Discussion and Analysis ("MD&amp;A") which EMN is required to lodge with the Canadian securities regulatory authorities in accordance with its obligations under the relevant Canadian reporting requirements and at the same time that EMN lodges those documents with those Canadian securities regulatory authorities, EMN gives ASX the MD&amp;A which must also include a cover letter under the heading "Results for announcement to the market" which contains the information required by paragraph 2 of the Appendix 4D.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> Listing Rules 4.2A and 4.2B require listed entities to lodge half year reports. The financial information required in the half year report is based on the Corporations Act 2001 (Cth) requirements for half-yearly financial reports by Australian entities, and for foreign entities must include the equivalent financial reports required by the law of the place of incorporation. There is additional information to be given in a prescribed format. The prescribed format is intended to facilitate the ready understanding of information and comparison of information provided by different entities. The due date for lodgement of half-year reports with ASX is 2 months after the end of the accounting period (or 75 days, for mining exploration entities).</p> <p><b>Present Application</b><br/> EMN is a Canadian entity that will have its primary listing on the TSX-V, and secondary listing on the ASX. Canadian reporting requirements require the lodgement of half-year financial statements and interim management discussion and analysis within 45 days of the half year (although Canadian reporting requirements do not mandate an audit review for the second quarter report, whereas section 302 of the Corporations Act requires an audit review of the half yearly report. EMN has stated that it has nonetheless adopted the practice of having quarterly reviews of its interim financial statements, and therefore there is no additional benefit gained by the preparation of an Appendix 4D, therefore it is proposed to grant the waiver.</p> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 4.2B  |
| <b>Date</b>               | 2/10/2018   |
| <b>ASX Code</b>           | EMN   |
| <b>Listed Company</b>     | EURO MANGANESE INC  |
| <b>Waiver Number</b>      | WLC180266-006   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") waivers from listing rules 4.2A and 4.2B to the extent necessary to permit EMN not to lodge an Appendix 4D - Half Year Report, on condition that EMN lodges with ASX the half-year financial statements and interim Management Discussion and Analysis ("MD&amp;A") which EMN is required to lodge with the Canadian securities regulatory authorities in accordance with its obligations under the relevant Canadian reporting requirements and at the same time that EMN lodges those documents with those Canadian securities regulatory authorities, EMN gives ASX the MD&amp;A which must also include a cover letter under the heading "Results for announcement to the market" which contains the information required by paragraph 2 of the Appendix 4D.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> Listing Rules 4.2A and 4.2B require listed entities to lodge half year reports. The financial information required in the half year report is based on the Corporations Act 2001 (Cth) requirements for half-yearly financial reports by Australian entities, and for foreign entities must include the equivalent financial reports required by the law of the place of incorporation. There is additional information to be given in a prescribed format. The prescribed format is intended to facilitate the ready understanding of information and comparison of information provided by different entities. The due date for lodgement of half-year reports with ASX is 2 months after the end of the accounting period (or 75 days, for mining exploration entities).</p> <p><b>Present Application</b><br/> EMN is a Canadian entity that will have its primary listing on the TSX-V, and secondary listing on the ASX. Canadian reporting requirements require the lodgement of half-year financial statements and interim management discussion and analysis within 45 days of the half year (although Canadian reporting requirements do not mandate an audit review for the second quarter report, whereas section 302 of the Corporations Act requires an audit review of the half yearly report. EMN has stated that it has nonetheless adopted the practice of having quarterly reviews of its interim financial statements, and therefore there is no additional benefit gained by the preparation of an Appendix 4D, therefore it is proposed to grant the waiver.</p> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 4.10.9  |
| <b>Date</b>               | 2/10/2018   |
| <b>ASX Code</b>           | EMN   |
| <b>Listed Company</b>     | EURO MANGANESE INC  |
| <b>Waiver Number</b>      | WLC180266-007   |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from listing rule 4.10.9 to the extent necessary that EMN 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.  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> 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><b>Present Application</b><br/> EMN is incorporated under the laws of Canada, and is regulated by Canadian law and will have its primary listing on TSX-V and secondary listing on the ASX. In Canada, it is practice for nominee and depository entities to hold stock in their own name. Disclosure of these names would therefore not provide any useful information to investors and so it is proposed to grant the waiver.</p> |



|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 5.3  |
| <b>Date</b>               | 2/10/2018  |
| <b>ASX Code</b>           | EMN  |
| <b>Listed Company</b>     | EURO MANGANESE INC   |
| <b>Waiver Number</b>      | WLC180266-008  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") waivers from listing rules 5.3 and 5.5 to the extent necessary to permit EMN not to lodge quarterly activity and expenditure reports as required by the listing rules on condition that EMN lodges with ASX the quarterly financial statements and interim MD&amp;A that EMN is required to lodge with the Canadian securities regulatory authorities in accordance with the International Financial Reporting Standards ("IFRS") and Canadian reporting requirements at the same time that EMN lodges those documents with those Canadian securities regulatory authorities.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> Listing Rules 5.3 and 5.5 require a mining exploration entity to complete a report concerning each quarter of its financial year and give it to ASX. The information to be provided is prescribed and enhances the continuous disclosure regime by requiring disclosure of mining exploration activities and a summary of the expenditure incurred on those activities. The quarterly activities report and Appendix 5B must be provided within one month of the end of each quarter.</p> <p><b>Present Application</b><br/> As set out in Guidance Note 4, ASX may, in very limited circumstances, recognise compliance by a foreign entity which has its primary listing on an overseas exchange with a particular obligation imposed by its home exchange as constituting, in principle, sufficient reason to justify the granting of a waiver from a comparable, but inconsistent, obligation under the ASX Listing Rules. Such a waiver has historically been granted sparingly and the onus is on the applicant to show good cause why it should be granted such a waiver. All applications for such a waiver are considered on their merits on a case by case basis. A non-exhaustive list of matters ASX will guided by in considering such an application are set out in paragraph 3.4 of Guidance Note 4.</p> <p>EMN is incorporated under the laws of Canada, regulated by Canadian law and will have its primary listing on TSX-V, and ASX as its secondary listing. The majority if shareholders will hold their securities on the TSX-V. Under Canadian laws, EMN is required to lodge financial statements and an MD&amp;A on a quarterly basis within 45 days of the end of each quarter, which would amount to an extension of approximately 15 days. There would be a duplication if EMN were required to lodge both Australian and Canadian form quarterly reports. EMN is considered to satisfy the criteria outlined in Guidance Note 4 in relation to this particular obligation.</p> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 5.5  |
| <b>Date</b>               | 2/10/2018  |
| <b>ASX Code</b>           | EMN  |
| <b>Listed Company</b>     | EURO MANGANESE INC   |
| <b>Waiver Number</b>      | WLC180266-009  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") waivers from listing rules 5.3 and 5.5 to the extent necessary to permit EMN not to lodge quarterly activity and expenditure reports as required by the listing rules on condition that EMN lodges with ASX the quarterly financial statements and interim MD&amp;A that EMN is required to lodge with the Canadian securities regulatory authorities in accordance with the International Financial Reporting Standards ("IFRS") and Canadian reporting requirements at the same time that EMN lodges those documents with those Canadian securities regulatory authorities.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>Listing Rules 5.3 and 5.5 require a mining exploration entity to complete a report concerning each quarter of its financial year and give it to ASX. The information to be provided is prescribed and enhances the continuous disclosure regime by requiring disclosure of mining exploration activities and a summary of the expenditure incurred on those activities. The quarterly activities report and Appendix 5B must be provided within one month of the end of each quarter.</p> <p><b>Present Application</b><br/>As set out in Guidance Note 4, ASX may, in very limited circumstances, recognise compliance by a foreign entity which has its primary listing on an overseas exchange with a particular obligation imposed by its home exchange as constituting, in principle, sufficient reason to justify the granting of a waiver from a comparable, but inconsistent, obligation under the ASX Listing Rules. Such a waiver has historically been granted sparingly and the onus is on the applicant to show good cause why it should be granted such a waiver. All applications for such a waiver are considered on their merits on a case by case basis. A non-exhaustive list of matters ASX will guided by in considering such an application are set out in paragraph 3.4 of Guidance Note 4.</p> <p>EMN is incorporated under the laws of Canada, regulated by Canadian law and will have its primary listing on TSX-V, and ASX as its secondary listing. The majority if shareholders will hold their securities on the TSX-V. Under Canadian laws, EMN is required to lodge financial statements and an MD&amp;A on a quarterly basis within 45 days of the end of each quarter, which would amount to an extension of approximately 15 days. There would be a duplication if EMN were required to lodge both Australian and Canadian form quarterly reports. EMN is considered to satisfy the criteria outlined in Guidance Note 4 in relation to this particular obligation.</p> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 6.10.3   |
| <b>Date</b>               | 2/10/2018  |
| <b>ASX Code</b>           | EMN  |
| <b>Listed Company</b>     | EURO MANGANESE INC   |
| <b>Waiver Number</b>      | WLC180266-010  |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from Listing Rule 6.10.3 to the extent necessary to permit EMN to set the "specified time" to determine whether a shareholder is entitled to vote at a shareholder meeting in accordance with the requirements of the relevant Canadian legislation.  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> Listing Rule 6.10.3 prohibits an entity from removing or changing a security holder's right to vote in respect of particular securities, except in certain circumstances. The rule is intended to support shareholder democracy by preventing listed entities from interfering arbitrarily with the voting rights attached to voting securities. One of the cases for which the rule makes an exception is where the person became a 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, 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><b>Present Application</b><br/> EMN is formed under Canadian law, and it provides that rather than the Corporations Act, the method of determining whether a shareholder is entitled to vote at a shareholders' meeting. A waiver from Listing Rule 6.10.3 is granted to permit EMN to comply with the law of its home jurisdiction on this subject.</p> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 6.23.2  |
| <b>Date</b>               | 27/09/2018  |
| <b>ASX Code</b>           | CZZ   |
| <b>Listed Company</b>     | CAPILANO HONEY LIMITED  |
| <b>Waiver Number</b>      | WLC180272-001   |
| <b>Decision</b>           | <p>1. Subject to resolution 2 and based solely on the information provided, in connection with the Scheme Implementation Deed that Capilano Honey Limited (the "Company") has entered into with Bravo Bidco Pty Ltd ("BidCo") and Bravo HoldCo Pty Ltd ("HoldCo"), for a scheme of arrangement in accordance with Part 5.1 of the Corporations Act 2001 (the "Scheme"), ASX Limited ("ASX") grants the Company a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company to cancel 60,000 options granted to Dr Benjamin McKee for cash consideration of \$160,000, without shareholder approval.</p> <p>2. Resolution 1 is conditional upon the following.</p> <p>2.1. Confirmation that the Company's shareholders have approved, by the requisite majority, the Scheme under Section 411 of the Corporations Act 2001 (Cth), pursuant to which HoldCo will acquire 100% of the issued capital of the Company, and that the Scheme has been implemented;</p> <p>2.2. A court of competent jurisdiction makes an order under Section 411(4)(b) of the Corporations Act 2001 (Cth) approving the Scheme and such orders are lodged with the Australian Securities and Investments Commission such that the Scheme becomes effective; and</p> <p>2.3. Full details of the cancellation of the options are set out to ASX's satisfaction in the Scheme booklet.</p> |
| <b>Basis For Decision</b> | Underlying Policy<br>Standard Decision, refer to Guidance Note 17.  |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 6.23.2   |
| <b>Date</b>               | 5/10/2018  |
| <b>ASX Code</b>           | FXJ  |
| <b>Listed Company</b>     | FAIRFAX MEDIA LIMITED  |
| <b>Waiver Number</b>      | WLC180276-001  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, in connection with the proposed acquisition of Fairfax Media Limited (the "Company") by Nine Entertainment Co. Holdings Limited ("Nine") by scheme of arrangement in accordance with Part 5.1 of the Corporations Act 2001 (Cth) (the "Scheme"), ASX Limited ("ASX") grants the Company a waiver from Listing Rule 6.23.2 to the extent necessary to permit the cancellation of 15,345,122 options ("Options"), 809,248 adjusted options ("Adjusted Options") and 9,559,247 performance rights("Performance Rights"), without shareholder approval on the following conditions:</p> <p>1.1. confirmation that the Company's securityholders have approved, by the requisite majority, the Scheme under section 411 of the Corporations Act 2001 (Cth), pursuant to which Nine will acquire 100% of the issued share capital of the Company;</p> <p>1.2. a court of competent jurisdiction makes an order under section 411(4)(b) of the Corporations Act 2001 (Cth) approving the Scheme and such orders are lodged with the Australian Securities and Investments Commission such that the Scheme becomes effective; and</p> <p>1.3. full details of the cancellation of the Options, Adjusted Options and Performance Rights and the consideration payable for their cancellation are set out to ASX's satisfaction in the Scheme booklet.</p> |
| <b>Basis For Decision</b> | Underlying Policy<br>Standard Decision, refer to Guidance Note 17.   |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 6.23.2   |
| <b>Date</b>               | 9/10/2018  |
| <b>ASX Code</b>           | SCO  |
| <b>Listed Company</b>     | SCOTTISH PACIFIC GROUP LIMITED   |
| <b>Waiver Number</b>      | WLC180293-001  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, in connection with the proposed acquisition of Scottish Pacific Group Limited (the "Company") by SME Capital Investments III Pty Ltd ("SME Capital") by scheme of arrangement in accordance with Part 5.1 of the Corporations Act 2001 (Cth) (the "Scheme"), ASX Limited ("ASX") grants the Company a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration approximately 4,243,619 unquoted options with various exercise prices and expiry dates ("Options"), without shareholder approval on the following conditions.</p> <p>1.1. confirmation that the Company's securityholders have approved, by the requisite majority, the Scheme under section 411 of the Corporations Act 2001 (Cth), pursuant to which SME capital will acquire 100% of the issued share capital of the Company;</p> <p>1.2. a court of competent jurisdiction makes an order under section 411(4)(b) of the Corporations Act 2001 (Cth) approving the Scheme and such orders are lodged with the Australian Securities and Investments Commission such that the Scheme becomes effective; and</p> <p>1.3. full details of the cancellation of the Options and the consideration payable for their cancellation are set out to ASX's satisfaction in the Scheme booklet.</p> |
| <b>Basis For Decision</b> | Underlying Policy<br>Standard Decision, refer to Guidance Note 17.   |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 6.23.3  |
| <b>Date</b>               | 12/10/2018  |
| <b>ASX Code</b>           | BAU   |
| <b>Listed Company</b>     | BAUXITE RESOURCES LIMITED   |
| <b>Waiver Number</b>      | WLC180271-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Bauxite Resources Limited (the "Company") a waiver from Listing Rule 6.23.3 to the extent necessary to permit the Company to do the following.</p> <p>1.1. Amend the terms of 10,000,000 performance rights granted to directors of the Company ("Performance Rights") under its Performance Rights Plan, such that the number of shares to be issued if the Performance Rights vest is adjusted in accordance with a formula prescribed in the Company's notice of annual general meeting.</p> <p>1.2. Reduce the share price hurdles of the Performance Rights by \$0.05, to reflect the reduction in share price which occurred as a result of the capital reduction, (together, the "Performance Rights Adjustments") on the following conditions.</p> <p>1.3. Full details of the adjustment formula to be applied to the Performance Rights is clearly set out to ASX's satisfaction in the notice of annual general meeting.</p> <p>1.4. Shareholders approve the Performance Rights Adjustments.</p> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> 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>  |

## Register of ASX Listing Rule Waivers

### Present Application

The Company completed a capital return in February 2018. Immediately prior to the ex-date for the capital return, the Company had 10,000,000 Performance Rights in issue. As the Performance Rights do not have an exercise price, they cannot be adjusted in accordance with Listing Rule 7.22.3. The Company is therefore proposing to adjust the terms of the Performance Rights, such that more shares are issued upon vesting to factor in the capital return. The performance Rights vest and convert to fully paid ordinary shares on a one-for-one basis upon satisfaction of performance hurdles that are based on the 10-day VWAP of the Company's share price as at a certain date. The Company is proposing to reduce the monetary value of the share price hurdles by an equal amount, being \$0.05, in line with the reduction in the Company's share price due to the Capital Reduction. The Performance Rights represent up to 4.46% of the Company's diluted issued capital. It is considered appropriate to grant the waiver on condition that shareholders approve the proposed adjustments.



|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 6.23.3  |
| <b>Date</b>               | 3/10/2018   |
| <b>ASX Code</b>           | SFI   |
| <b>Listed Company</b>     | SPOOKFISH LIMITED   |
| <b>Waiver Number</b>      | WLC180296-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Spookfish Limited (the "Company") a waiver from Listing Rule 6.23.3 to the extent necessary to permit the Company to accelerate, without shareholder approval, the vesting of 12,500,000 unquoted options held by Jason Marinko ("Marinko Options"), in connection with the proposed scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) between the Company and its shareholders ("Scheme") as a result of which all of the ordinary shares in the Company will be acquired by Eagle View Technologies, Inc. ("EagleView") so that those Marinko Options vest on the coming into effect of the Scheme on the following conditions:</p> <p>1.1. the Company's shareholders approve by the requisite majority, and a court of competent jurisdiction approves, the Scheme, and the Court's orders are lodged with the Australian Securities and Investments Commission such that the Scheme is made effective; and</p> <p>1.2. full details of the proposed treatment of the Marinko Options are set out to ASX's satisfaction in the Scheme booklet.</p> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> Listing Rule 6.23.3 stipulates that changes to option terms which have the effect of reducing the exercise price, increasing the exercise period or increasing the number of securities received on exercise are 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>  |

## Register of ASX Listing Rule Waivers

### Present Application

The Company has entered into a scheme implementation agreement, ahead of an expected scheme of arrangement which will result in all of the Company's securities being acquired by EagleView. The scheme implementation agreement requires that, by 5:00pm on the business day immediately prior to the second court date, the Company must ensure that arrangements are in place so that there will be no outstanding options, performance rights, milestone rights, consultancy rights or unissued convertible securities on the record date of the scheme. Accelerating the vesting of the Marinko Options will allow Jason Marinko to participate in the Scheme on the same terms as other shareholders. The Company's shareholders will not be disadvantaged by the accelerated vesting of the Marinko Options, as the consideration for shares subsequently transferred to Jason Marinko will effectively be paid by the acquirer, EagleView. It is proposed to grant the waiver in respect of the Marinko Options, subject to the Company's shareholders and the court approving the Scheme, and details of the proposed treatment of the Marinko Options being disclosed in the Scheme booklet.

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 6.24   |
| <b>Date</b>               | 4/10/2018  |
| <b>ASX Code</b>           | NUS  |
| <b>Listed Company</b>     | NUSANTARA RESOURCES LIMITED  |
| <b>Waiver Number</b>      | WLC180290-001  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Nusantara Resources Limited (the "Company") a waiver from Listing Rule 6.24 to the extent necessary to permit the Company not to send the notices required by item 6.1 of Appendix 6A in relation to 32,508,392 quoted options exercisable at 42 cents each on or before 14 November 2018 ("Options"), on the following conditions.</p> <p>1.1. The information required by item 6.1 of Appendix 6A is released on the ASX Market Announcements Platform no later than 20 business days before expiry of the Options, together with a statement that an option expiry notice will not be sent to holders of Options.</p> <p>1.2. If the market price of the Company's ordinary shares exceeds \$0.315 before 14 November 2018, the Company immediately sends an option expiry notice to holders of the Options.</p> |
| <b>Basis For Decision</b> | Underlying Policy<br>Standard Decision, refer to Guidance Note 17.   |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 6.24  |
| <b>Date</b>               | 1/10/2018   |
| <b>ASX Code</b>           | POV   |
| <b>Listed Company</b>     | PROGRESS 2018-1 TRUST   |
| <b>Waiver Number</b>      | WLC180268-004   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Progress 2018-1 Trust (the "Trust") a waiver from listing rule 6.24 (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.<br/> 1.2. The payment date for the next interest period.</p>  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> 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><b>Present Application</b><br/> The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest monthly. The record date in relation to the notes is 3 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> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 6.24   |
| <b>Date</b>               | 1/10/2018  |
| <b>ASX Code</b>           | RFE  |
| <b>Listed Company</b>     | SERIES 2018-1 REDS TRUST   |
| <b>Waiver Number</b>      | WLC180269-004  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Series 2018-1 REDS Trust (the "Trust") a waiver from Listing Rule 6.24 (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.<br/> 1.2. The payment date for the next interest period.</p>  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> 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><b>Present Application</b><br/> The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest monthly or quarterly. The Information Memorandum in relation to the securities specifies the record date for the class A1 notes is four 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> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 7.1   |
| <b>Date</b>               | 9/10/2018   |
| <b>ASX Code</b>           | CNL   |
| <b>Listed Company</b>     | CELAMIN HOLDINGS LIMITED  |
| <b>Waiver Number</b>      | WLC180273-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Celamin Holdings NL (the "Company") a waiver in connection with a proposed share purchase plan to be conducted as if Australian Securities and Investments Class Order 09/425 applies to the plan and pursuant to which each shareholder (including related parties) will be offered \$15,000 worth of shares at an issue price of not less than 80% of the volume weighted average price for shares calculated over the last five days on which sales in the securities were recorded either before the day on which the issue was announced or before the day on which the issue was made, (the "SPP") from Listing Rule 7.1 to the extent necessary to permit the Company to issue shares under the SPP without shareholder approval, on condition that the number of shares issued in relation to the SPP under the prospectus will not exceed 30% of the number of ordinary shares in the Company currently on issue.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |

|                       |  |
|-----------------------|--|
| <b>Rule Number</b>    | 7.3.2  |
| <b>Date</b>           | 2/10/2018  |
| <b>ASX Code</b>       | GNX  |
| <b>Listed Company</b> | GENEX POWER LIMITED  |
| <b>Waiver Number</b>  | WLC180278-001  |
| <b>Decision</b>       | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Genex Power 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 convertible notes ("Future Convertible Notes") to the Australian Renewable Energy Agency (or its nominee)("ARENA") which are convertible into a maximum of 14,498,932 ordinary shares, in accordance with the 2nd ARENA Funding Agreement dated 16 November 2017 between the Company and ARENA (the "2nd ARENA Funding Agreement"), not to state the Future Convertible Notes will be issued no later than 3 months after the date of the meeting on the following conditions.</p> <p>1.1. The Notice sets out in detail the milestones (including specific parameters for each milestone) which must be satisfied prior to the issue of Future Convertible Notes.</p> <p>1.2. The Notice sets out the material terms of the Future Convertible Notes and the maximum number of shares that will be issued on conversion of the Future Convertible Notes.</p> <p>1.3. The milestones which must be satisfied for the Future Convertible Notes to be issued are not varied.</p> <p>1.4. The Future Convertible Notes will be issued during the term of the 2nd ARENA Funding Agreement, and in any event no later than 12 months after the date of the shareholders' meeting.</p> <p>1.5. Any annual report released during a period in which the Future Convertible Notes are issued or remain to be issued, the annual report discloses details of the Future Convertible Notes which have been issued or remain to be issued, and details of the conditions which are satisfied prior to their issue.</p> <p>1.6. In any half year or quarterly report for a period during which any of the Future Convertible Notes have been issued or remain to be issued, the Company must include a summary statement of the number of Future Convertible Notes issued during the reporting period, the number of Future Convertible Notes that remain to be issued, and the basis.</p> <p>1.7. The Company discloses the terms of the waiver in the Notice.</p> |

# Register of ASX Listing Rule Waivers

| Basis For Decision |   |
|--------------------|---|
|                    | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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.<br/>Where a listed entity has entered into a transaction which calls for the issue of securities as deferred consideration in tranches at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the milestones to be achieved which trigger the obligation to issue the securities are appropriate to the entity and the transaction in all the circumstances, and adequate information can be given to shareholders about the future issues of securities. This allows the 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<br/>The Company and ARENA have entered into a funding agreement in connection with the Kidston Project pursuant to which the Company will receive funds from ARENA after completion of the milestones set out in the 2nd ARENA Funding Agreement. The Company will issue Future Convertible Notes to ARENA upon receipt of an instalment payment with a face value equal to the amount of the relevant instalment. The Company is seeking approval to issue the Future Convertible Notes within 12 months of the AGM. In addition, the maximum number of ordinary shares that could be issued by the Company on conversion of the Future Convertible Notes is fixed and therefore the maximum degree of dilution is known. It is appropriate to allow shareholders to be able to give their informed consent to the issue of the Future Convertible</p> |

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



# Register of ASX Listing Rule Waivers

Notes over the relevant period.

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

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 7.3.2  |
| <b>Date</b>               | 12/10/2018   |
| <b>ASX Code</b>           | HCH  |
| <b>Listed Company</b>     | HOT CHILI LIMITED  |
| <b>Waiver Number</b>      | WLC180279-001  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Hot Chili Limited (the "Company") a waiver from Listing Rule 7.3.2 to allow the Company's notice of annual general meeting ("Notice") seeking shareholder approval for the issue of up to 43,953,433 shares in consideration for the payment of interest of 8% per annum due to unrelated parties ("Unrelated Noteholders"), payable quarterly through the issue of shares ("Interest Shares") over the 12 month period from the date of the Company's Annual General Meeting ("AGM"), in respect to the quarters ending on 31 December 2018, 31 March 2019, 30 June 2019 and 30 September 2019 (each a "Relevant Interest Period"), not to state that the date by which the Company will issue the Interest Shares will be no later than 3 months after the date of the AGM on the following conditions:</p> <p>1.1. The Interest Shares must be issued to the Unrelated Noteholders no later than 7 October 2019;</p> <p>1.2. For any annual reporting period during which any of the Interest Shares have been issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Interest Shares issued during the reporting period, the number of Interest Shares that remain to be issued and the basis on which the Interest Shares may be issued;</p> <p>1.3. In any half year or quarterly report for a period during which any of the Interest Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Interest Shares issued during the reporting period, and the number of Interest Shares that remain to be issued and the basis on which the Interest Shares may be issued;</p> <p>1.4. The terms of the waiver are disclosed in the Notice; and</p> <p>1.5. The Notice contains a summary of the material terms of the Convertible Notes.</p> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b></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>  |

## Register of ASX Listing Rule Waivers

### Present Application

The Company has closed a capital raising in the amount of \$11,300,900 by way of the placement of the Convertible Notes to Unrelated Noteholders and to Blue Spec. The Company seeks approval for the issue of Interest Shares that will become due and payable to Unrelated Noteholders over the 12 months from the date of the AGM with respect to the Relevant Interest Period. Interest of 8% per annum is payable to Unrelated Noteholders on a quarterly basis in either cash or Interest Shares, at the election of the Company. Any Interest Shares issued in satisfaction of interest on the Convertible Notes will have an issue price equal to the VWAP of shares over the five trading days prior to their issue date, being the last date of the Relevant Interest Period. The maximum number of Interest Shares that may be issued to Unrelated Noteholders is 43,953,433 Interest Shares. The timing and structure for the issue of Interest Shares is outlined in the Notice. The interest rate and period of time over which Interest Shares may be issued is fixed and the Notice provides a working example of an indicative number of Interest Shares based on a three estimated values of VWAP, being \$0.02, \$0.03 and \$0.04. In the context of a convertible note agreement, there is a sufficient degree of certainty about the basis for calculation of the number of Interest Shares to be issued for shareholders to be able to give their informed consent to the issue of the Interest Shares over the relevant period. The waiver is granted on conditions, including that the Notice discloses the material terms of the Convertible Notes to the Company's shareholders. It is appropriate to allow shareholders to be able to give their informed consent to the issue of the Interest Shares over the relevant period.

|                       |  |
|-----------------------|--|
| <b>Rule Number</b>    | 7.3.2  |
| <b>Date</b>           | 5/10/2018  |
| <b>ASX Code</b>       | RBR  |
| <b>Listed Company</b> | RBR GROUP LIMITED  |
| <b>Waiver Number</b>  | WLC180292-001  |
| <b>Decision</b>       | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants RBR Group Limited (the "Company") a waiver from Listing Rules 7.3.2 to the extent necessary to permit the notice of meeting for their annual general meeting (the "Notice of Meeting") (the "Meeting") seeking shareholder approval for:</p> <p>a) the issue of convertible notes with a face value of \$1.00 each to sophisticated and professional investors to raise up to \$1,500,000 ("Convertible Notes"); and</p> <p>b) the issue of up to 80,000 convertible notes to Director Mr Ian Macpherson and up to 22,500 convertible notes to Director Mr Richard Carenac ("Director Convertible Notes")</p> <p>not to state that the options to be issued by the Company on redemption of the Convertible Notes (the "Redemption Options") will be issued no later than 3 months after the date of the Meeting and not to state that the options to be issued on redemption of the Director Convertible Notes (the "Director Redemption Options") will be issued no later than 1 month after the date of the Meeting on the following conditions:</p> <p>(i) the Redemption Options and Director Redemption Options are issued no later than the the date that is 24 months from the date of issue of the Notes (the "Maturity Date");</p> <p>(ii) for any annual reporting period during which the Redemption Options and Director Redemption Options are issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Redemption Options and Director Redemption Options issued during the reporting period, the number that remain to be issued and the basis on which they may be issued;</p> <p>(iii) in any half year or quarterly report for a period during which the Redemption Options and Director Redemption Options are issued or remain to be issued, the Company includes a summary statement of the number issued during the reporting period, and the number that remain to be issued and the basis on which the they may be issued;</p> <p>(iv) the Company releases the terms of the waiver to the market immediately; and</p> <p>(v) the Notice contains the full terms and conditions of the Notes, Redemption Options and Director Redemption Options.</p> |

# Register of ASX Listing Rule Waivers

| Basis For Decision |   |
|--------------------|---|
|                    | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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.<br/>Where a listed entity has entered into a transaction which calls for the issue of securities as deferred consideration in tranches at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the milestones to be achieved which trigger the obligation to issue the securities are appropriate to the entity and the transaction in all the circumstances, and adequate information can be given to shareholders about the future issues of securities. This allows the 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<br/>The Company and ARENA have entered into a funding agreement in connection with the Kidston Project pursuant to which the Company will receive funds from ARENA after completion of the milestones set out in the 2nd ARENA Funding Agreement. The Company will issue Future Convertible Notes to ARENA upon receipt of an instalment payment with a face value equal to the amount of the relevant instalment. The Company is seeking approval to issue the Future Convertible Notes within 12 months of the AGM. In addition, the maximum number of ordinary shares that could be issued by the Company on conversion of the Future Convertible Notes is fixed and therefore the maximum degree of dilution is known. It is appropriate to allow shareholders to be able to give their informed consent to the issue of the Future Convertible</p> |

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

# Register of ASX Listing Rule Waivers

Notes over the relevant period.

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

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 8.2   |
| <b>Date</b>               | 1/10/2018   |
| <b>ASX Code</b>           | POV   |
| <b>Listed Company</b>     | PROGRESS 2018-1 TRUST   |
| <b>Waiver Number</b>      | WLC180268-005   |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Progress 2018-1 Trust (the "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 to Listing Rule 2.1, condition 3 operates.   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> 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><b>Present Application</b><br/> This is a companion waiver to the waiver from Listing Rules 1.8 condition 11 and 2.1 condition 3 granted to the Issuer.</p> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 8.2   |
| <b>Date</b>               | 1/10/2018   |
| <b>ASX Code</b>           | RFE   |
| <b>Listed Company</b>     | SERIES 2018-1 REDS TRUST  |
| <b>Waiver Number</b>      | WLC180269-005   |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Series 2018-1 REDS Trust (the "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 to Listing Rule 2.1, condition 3 operates.  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>           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><b>Present Application</b><br/>           This is a companion waiver to the waiver from Listing Rule 2.1 condition 3 granted to the Issuer.</p> |



|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 8.10  |
| <b>Date</b>               | 1/10/2018   |
| <b>ASX Code</b>           | POV   |
| <b>Listed Company</b>     | PROGRESS 2018-1 TRUST   |
| <b>Waiver Number</b>      | WLC180268-006   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Progress 2018-1 Trust (the "Trust") 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 each interest payment date or the maturity date in relation to the Notes on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.</p>  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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 3 business days prior to an interest payment date or the maturity date. 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> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 8.10   |
| <b>Date</b>               | 1/10/2018  |
| <b>ASX Code</b>           | RFE  |
| <b>Listed Company</b>     | SERIES 2018-1 REDS TRUST   |
| <b>Waiver Number</b>      | WLC180269-006  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Series 2018-1 REDS Trust (the "Trust") a waiver from Listing Rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of debt securities from the date which is 4 business days before an interest payment date or the maturity date of the debt securities or if in contravention of clause 5.12 of the Series Supplement or clause 10 of the Master Trust Deed, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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 four business days prior to an interest payment date or the maturity date. 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> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 8.21  |
| <b>Date</b>               | 1/10/2018   |
| <b>ASX Code</b>           | POV   |
| <b>Listed Company</b>     | PROGRESS 2018-1 TRUST   |
| <b>Waiver Number</b>      | WLC180268-007   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Progress 2018-1 Trust (the "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> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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>   |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 8.21   |
| <b>Date</b>               | 1/10/2018  |
| <b>ASX Code</b>           | RFE  |
| <b>Listed Company</b>     | SERIES 2018-1 REDS TRUST   |
| <b>Waiver Number</b>      | WLC180269-007  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as trustee (the "Issuer") of the Series 2018-1 REDS Trust (the "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> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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>  |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 9.7  |
| <b>Date</b>               | 27/09/2018   |
| <b>ASX Code</b>           | MOB  |
| <b>Listed Company</b>     | MOBILICOM LIMITED  |
| <b>Waiver Number</b>      | WLC180288-001  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Mobilicom Limited (the "Company") a waiver from Listing Rule 9.7 to the extent necessary to permit 130,000 ordinary fully paid shares (the "Restricted Securities") which are restricted for a period of 24 months until 2 May 2019 ("Escrow Period") under Listing Rule 9.1.3 to be transferred from Camac Investments Pty Ltd to CM2 Investments Pty Ltd &lt;McComb Super Fund A/C&gt; ("CM2 Investments"), on the following conditions.</p> <p>1.1. A new restriction agreement in the form of Appendix 9A is entered into for the balance of the escrow period of the Restricted Securities by CM2 Investments.</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 holding locks on the Restricted Securities for the balance of the Escrow Period and not to remove the holding locks without ASX's prior written consent.</p> |
| <b>Basis For Decision</b> | Underlying Policy<br>Standard Decision, refer to Guidance Note 17.   |

|                       |  |
|-----------------------|--|
| <b>Rule Number</b>    | 10.1   |
| <b>Date</b>           | 3/10/2018  |
| <b>ASX Code</b>       | TAW  |
| <b>Listed Company</b> | TAWANA RESOURCES NL  |
| <b>Waiver Number</b>  | WLC180297-001  |
| <b>Decision</b>       | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tawana Resources NL (the "Company") a waiver from Listing Rule 10.1 to the extent necessary to permit the Company to grant a first ranking security over the assets of the Company, and its wholly owned subsidiary Lithco No 2 Pty Ltd ("Lithco"), in favour of a consortium of lenders (the "Consortium") led by Tribeca Investment Partners ("Tribeca") (the "Security") to secure Lithco's obligations under a secured debt facility of \$20,000,000 (the "Facility") provided by the Consortium without obtaining shareholder approval, on the following conditions.</p> <p>1.1. The Security includes a term that if an event of default occurs and the Consortium exercises their rights under the Security, neither the Consortium nor any of its associates can acquire any legal or beneficial interest in an asset of the Company or its subsidiaries in full or part satisfaction of the Company's obligations under the Security, or otherwise deal with the assets of the Company or its subsidiaries, 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 or manager (or analogous person) appointed by the Consortium exercising their power of sale under the Security and selling the assets to an unrelated third party on arm's length commercial terms and conditions and distributing the cash proceeds to the Lender or any of its associates in accordance with their legal entitlements.</p> <p>1.2. A summary of the material terms of the Facility and the Security is made in each annual report of the Company during the term of the Facility.</p> <p>1.3. Any variations to the terms of the Security which is:</p> <p>1.3.1. not a minor change; or</p> <p>1.3.2. inconsistent with the terms of the waiver, must be subject to shareholder approval.</p> <p>1.4. The Company and the Consortium must seek to discharge the Security when the funds advanced to the Company are repaid, or if it is not discharged, seek shareholder approval for the continuation of the Security for any further period.</p> <p>1.5. The Company immediately releases to the market an announcement which sets out the terms of this waiver, and</p> <p>1.5.1. the Company's plans with respect to the repayment of the funds advanced under the Facility, and discharge of the Security, including the timeframe within which it expects the repayment and discharge to occur; and</p> <p>1.5.2. a statement of the reasons why the Company has chosen to obtain a financial accommodation from a Listing Rule 10.1 party, and the steps the Company's board has taken to satisfy itself that the transaction is being entered into on arms' length terms and is fair and reasonable from the perspective of the Company's securityholders.</p> |

## Register of ASX Listing Rule Waivers

|                           |  |
|---------------------------|--|
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>The Company is proposing to grant to the Consortium a first ranking security over all of its assets, including Lithco and Lithco's ownership of 50% of the Bald Hill lithium project, in respect of the Facility pursuant to which the Consortium has agreed to provide a debt facility to the Company of \$20,000,000. It is proposed that the Company's and Lithco's obligations under the Facility will be secured by their assets. Tribeca, the lead member of the Consortium, owns at least 10% of the Company's fully paid ordinary shares and is a substantial holder of the Company. The use of the Company's and Lithco's assets as collateral constitutes the disposal of an asset for the purposes of Listing Rule 10.1. The Company is granted a waiver from Listing Rule 10.1 to enable it to have in place a general and first ranking security over its and Lithco's assets in favour of the Consortium (a Listing Rule 10.1.3 party), subject to a number of conditions, including that the security documents provide that in the event the security is exercised, neither the Consortium or any of its associates are entitled to acquire the assets of the Company and Lithco 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 parties possibly in a position of influence.</p> |
|---------------------------|--|

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

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.11   |
| <b>Date</b>               | 9/10/2018   |
| <b>ASX Code</b>           | CNL   |
| <b>Listed Company</b>     | CELAMIN HOLDINGS LIMITED  |
| <b>Waiver Number</b>      | WLC180273-002   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Celamin Holdings NL (the "Company") a waiver in connection with a proposed share purchase plan to be conducted as if Australian Securities and Investments Class Order 09/425 applies to the plan and pursuant to which each shareholder (including related parties) will be offered \$15,000 worth of shares at an issue price of not less than 80% of the volume weighted average price for shares calculated over the last five days on which sales in the securities were recorded either before the day on which the issue was announced or before the day on which the issue was made, (the "SPP") from listing rule 10.11 to the extent necessary to permit the Company to issue shares under the SPP without shareholder approval, on condition that the number of shares issued in relation to the SPP under the prospectus will not exceed 30% of the number of ordinary shares in the Company currently on issue.</p> |
| <b>Basis For Decision</b> | Underlying Policy<br>Standard Decision, refer to Guidance Note 17.  |



|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.13.3   |
| <b>Date</b>               | 12/10/2018  |
| <b>ASX Code</b>           | HCH   |
| <b>Listed Company</b>     | HOT CHILI LIMITED   |
| <b>Waiver Number</b>      | WLC180279-002   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Hot Chili Limited (the "Company") a waiver from Listing Rule 10.13.3 to permit the Notice seeking shareholder approval for the issue of up to 1,543,554 Interest Shares in consideration for the payment of interest of 8% per annum due to Blue Spec Drilling Pty Ltd ("Blue Spec"), payable quarterly through the issue of Interest Shares over the 12 month period from the date of the AGM, in respect to the Relevant Interest Period, not to state that the Interest Shares will be issued to Blue Spec within 1 month of the date of the AGM and to permit the Notice not to include an issue price, subject to the following conditions:</p> <p>1.1. The Interest Shares are issued to Blue Spec no later than 7 October 2019;</p> <p>1.2. The Notice states that the Interest Shares will be issued at a deemed issue price equal to the volume weighted average price ("VWAP") of the Company's fully paid ordinary shares over the five trading days prior to their issue date, being the last date of the Relevant Interest Period;</p> <p>1.3. For any annual reporting period during which any of the Interest Shares are issued or remain to be issued, the Company's annual report must set out in detail the number of Interest Shares issued in that annual reporting period, the number of Interest Shares that remain to be issued, and the basis on which the Interest Shares may be issued;</p> <p>1.4. In any half year or quarterly report for a period during which any of the Interest Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Interest Shares issued during the reporting period, and the number of Interest Shares that remain to be issued and the basis on which the Interest Shares may be issued; and</p> <p>1.5. The terms of the waiver are disclosed in the Notice.</p> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b></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. 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 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

The Company has closed a capital raising in the amount of \$11,300,900 by way of the placement of the Convertible Notes to Unrelated Holders and to Blue Spec. Blue Spec is a related party of the Company, being controlled by Mr Murray Black, a director of the Company. The Company seeks approval by shareholders for the issue of Interest Shares in satisfaction of interest that will become due and payable to Blue Spec over the 12 months from the date of the AGM with respect to the Relevant Interest Period. Interest of 8% per annum is payable to Blue Spec on a quarterly basis in either cash or Interest Shares, at the election of the Company. Interest Shares are issued at a deemed issue price equal to the VWAP of Shares over the five trading days prior to their issue date, being the last date of the Relevant Interest Period. The maximum number of Interest Shares that may be issued to Blue Spec is 1,543,554 Interest Shares. The interest rate and period of time over which Interest Shares may be issued is fixed and the notice of meeting provides a working example of an indicative number of Interest Shares based on three estimated values of VWAP, being \$0.02, \$0.03 and \$0.05. There is a 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 the Interest Shares over the relevant period. The waiver is granted on condition that the Shares are issued within the timeframe stipulated, terms of the waiver are released to the market no later than the time the Notice is released to the market and there is disclosure in the Company's annual report.

|                       |  |
|-----------------------|--|
| <b>Rule Number</b>    | 10.13.3  |
| <b>Date</b>           | 8/10/2018  |
| <b>ASX Code</b>       | LKO  |
| <b>Listed Company</b> | LAKES OIL NL   |
| <b>Waiver Number</b>  | WLC180282-001  |
| <b>Decision</b>       | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Lakes Oil NL ("the "Company") a waiver from Listing Rule 10.13.3 to the extent necessary to permit the Company's notice of general meeting ("Notice") to approve the issue of up to 233,333,520 fully paid ordinary shares in total to Messrs Nicholas Mather, Barney Berold, Kyle Wightman, William Stubbs, Christopher Tonkin, Ian Plimer and Richard Ash (the "Directors") in lieu of AUD\$233,333.31 worth of directors fees ("Directors Fees" and "Remuneration Shares") to state that the Remuneration Shares will be issued more than 1 month after the date of the shareholders' meeting ("Meeting"), and not to include an issue price, subject to the following conditions:</p> <p>1.1. The Remuneration Shares are issued no later than 13 months from the date of the Meeting and otherwise on the same terms as approved by shareholders at the Meeting.</p> <p>1.2. The Notice states that the price of Remuneration Shares issued in lieu of Directors Fees will be the higher of a deemed issue price of \$0.001 and the monthly volume weighted average price ("VWAP") of the Shares prior to the relevant issue date of the Remuneration Shares (the "Applicable Issue Price").</p> <p>1.3. The Notice states that the number of Remuneration Shares to be issued will be calculated by dividing the amount of Directors Fees by the Applicable Issue Price.</p> <p>1.4. The Notice states that the Remuneration Shares to be issued to the Directors will be issued in 12 definitive tranches from 1 December 2018 to 30 November 2019.</p> <p>1.5. The Notice states that each tranche of Remuneration Shares will cover one month in arrears of the 100% cash salary foregone by the Directors.</p> <p>1.6. For any annual reporting period during which any of the Remuneration Shares have been issued or remain to be issued, the Company's annual report must set out in detail the number of Remuneration Shares issued in that annual reporting period, the number of Remuneration Shares that remain to be issued, and the amount of debt those Remuneration Shares represent.</p> <p>1.7. The Notice contains the full terms and conditions of the Remuneration Shares.</p> <p>1.8. The Company releases the terms of this waiver to the market at the same time the Notice is released to the market by way of separate announcement.</p> |

## Register of ASX Listing Rule Waivers

|                           |  |
|---------------------------|--|
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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> <p><b>Present Application</b><br/>The Company proposes to seek security holder approval at its annual general meeting for the issue of shares to the Directors in lieu of 100% of directors' fees payable over forthcoming months. The Remuneration Shares are to be issued within 13 months of the meeting in 12 tranches. Although the maximum number of Remuneration Shares to be issued is known (233,333,520) at the time of shareholder approval, unless the floor price of \$0.001 is applicable to a particular tranche, the number of Remuneration Shares to be issued will be determined by the monthly VWAP immediately prior to their issue. The expected dilution of the Company's share capital following the issue of the shares is not expected to be excessive in view of the entity's security price and the dollar value of the grant. The waiver is granted on the condition that the securities are issued within the timeframe stipulated, terms of the waiver are released to the market and the annual report discloses details of the relevant securities that have been issued.</p> |
|---------------------------|--|

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

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.13.3   |
| <b>Date</b>               | 5/10/2018   |
| <b>ASX Code</b>           | MYQ   |
| <b>Listed Company</b>     | MYFIZIQ LIMITED   |
| <b>Waiver Number</b>      | WLC180289-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants MyFiziq Limited (the "Company") a waiver from Listing Rule 10.13.3 to the extent necessary to permit the Company's notice of annual general meeting (the "Notice") seeking shareholder approval for the issue of a maximum of 1,000,000 fully paid ordinary shares ("Remuneration Shares") in the capital of the Company to Mr Nicholas Prosser as part of Mr Prosser remuneration package as agreed on 10 April 2018 and amended (in respect of the Remuneration Shares) on 12 June 2018 not to state that the Shares will be issued no later than one month after the date of the meeting and subject to the following conditions:</p> <p>1.1. the Notice of meeting states that the Shares will be issued no later than 31 May 2019.</p> <p>1.2. The Notice states that a maximum of 1,000,000 Shares will be issued to Mr Prosser.</p> <p>1.3. The Notice sets out that the Shares will be fully paid ordinary shares in the capital of the Company ranking equally in all respects with the Company's existing shares on issue.</p> <p>1.4. The Company's annual report for any period during which the Shares are issued to Mr Prosser, discloses details of the number of Shares that were issued to him, including the percentage of the Company's issued capital represented by those Shares.</p> <p>1.5. The terms of the waiver are included in the Notice.</p> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b></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. 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

The Company proposes to seek security holder approval at the annual general meeting for the issue of shares to Mr Prosser (or his nominee) as part of his remuneration package as a non-executive director of the Company. The Remuneration Shares are to be issued no later than 31 May 2019. Based upon the facts available, that the maximum number of Remuneration Shares to be issued is known, the date on which the shares will be issued is fixed and the expected dilution of the Company's share capital following the issue of the shares is approximately 1.2% (based upon the issued capital as at today's date) the waiver is appropriate. The waiver is granted on the condition that the securities are issued by the stipulated time, the terms of the waiver are released to the market in the notice of meeting and the annual report discloses details of the relevant securities that have been issued.

|                       |   |
|-----------------------|---|
| <b>Rule Number</b>    | 10.13.3   |
| <b>Date</b>           | 5/10/2018   |
| <b>ASX Code</b>       | RBR   |
| <b>Listed Company</b> | RBR GROUP LIMITED   |
| <b>Waiver Number</b>  | WLC180292-002   |
| <b>Decision</b>       | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants RBR Group Limited (the "Company") a waiver from listing rule 10.13.3 to the extent necessary to permit the notice of meeting for their annual general meeting (the "Notice of Meeting") (the "Meeting") seeking shareholder approval for:</p> <p>a) the issue of convertible notes with a face value of \$1.00 each to sophisticated and professional investors to raise up to \$1,500,000 ("Convertible Notes"); and</p> <p>b) the issue of up to 80,000 convertible notes to Director Mr Ian Macpherson and up to 22,500 convertible notes to Director Mr Richard Carenac ("Director Convertible Notes")</p> <p>not to state that the options to be issued by the Company on redemption of the Convertible Notes (the "Redemption Options") will be issued no later than 3 months after the date of the Meeting and not to state that the options to be issued on redemption of the Director Convertible Notes (the "Director Redemption Options") will be issued no later than 1 month after the date of the Meeting on the following conditions:</p> <p>(i) the Redemption Options and Director Redemption Options are issued no later than the the date that is 24 months from the date of issue of the Notes (the "Maturity Date");</p> <p>(ii) for any annual reporting period during which the Redemption Options and Director Redemption Options are issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Redemption Options and Director Redemption Options issued during the reporting period, the number that remain to be issued and the basis on which they may be issued;</p> <p>(iii) in any half year or quarterly report for a period during which the Redemption Options and Director Redemption Options are issued or remain to be issued, the Company includes a summary statement of the number issued during the reporting period, and the number that remain to be issued and the basis on which they may be issued;</p> <p>(iv) the Company releases the terms of the waiver to the market immediately; and</p> <p>(v) the Notice contains the full terms and conditions of the Notes, Redemption Options and Director Redemption Options.</p> |

## Register of ASX Listing Rule Waivers

|                           |   |
|---------------------------|---|
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>Listing rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining options 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 options 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> <p><b>Present Application</b><br/>The Company proposes to seek security holder approval at the annual general meeting for the issue of shares to Mr Prosser (or his nominee) as part of his remuneration package as a non-executive director of the Company. The Remuneration Shares are to be issued no later than 31 May 2019. Based upon the facts available, that the maximum number of Remuneration Shares to be issued is known, the date on which the shares will be issued is fixed and the expected dilution of the Company's share capital following the issue of the shares is approximately 1.2% (based upon the issued capital as at today's date) the waiver is appropriate. The waiver is granted on the condition that the securities are issued by the stipulated time, the terms of the waiver are released to the market in the notice of meeting and the annual report discloses details of the relevant securities that have been issued.</p> |
|---------------------------|---|



|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.13.5   |
| <b>Date</b>               | 12/10/2018  |
| <b>ASX Code</b>           | HCH   |
| <b>Listed Company</b>     | HOT CHILI LIMITED   |
| <b>Waiver Number</b>      | WLC180279-003   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Hot Chili Limited (the "Company") a waiver from listing rule 10.13.5 to permit the Notice seeking shareholder approval for the issue of up to 1,543,554 Interest Shares in consideration for the payment of interest of 8% per annum due to Blue Spec Drilling Pty Ltd ("Blue Spec"), payable quarterly through the issue of Interest Shares over the 12 month period from the date of the AGM, in respect to the Relevant Interest Period, not to state that the Interest Shares will be issued to Blue Spec within 1 month of the date of the AGM and to permit the Notice not to include an issue price, subject to the following conditions:</p> <p>1.1. The Interest Shares are issued to Blue Spec no later than 7 October 2019;</p> <p>1.2. The Notice states that the Interest Shares will be issued at a deemed issue price equal to the volume weighted average price ("VWAP") of the Company's fully paid ordinary shares over the five trading days prior to their issue date, being the last date of the Relevant Interest Period;</p> <p>1.3. For any annual reporting period during which any of the Interest Shares are issued or remain to be issued, the Company's annual report must set out in detail the number of Interest Shares issued in that annual reporting period, the number of Interest Shares that remain to be issued, and the basis on which the Interest Shares may be issued;</p> <p>1.4. In any half year or quarterly report for a period during which any of the Interest Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Interest Shares issued during the reporting period, and the number of Interest Shares that remain to be issued and the basis on which the Interest Shares may be issued; and</p> <p>1.5. The terms of the waiver are disclosed in the Notice.</p> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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> <p><b>Present Application</b><br/>The Company has closed a capital raising in the amount of \$11,300,900 by way of the placement of the Convertible Notes to Unrelated Holders and to Blue Spec. Blue Spec is a related party of the Company, being controlled by Mr Murray Black, a director of the Company. The Company seeks approval by shareholders for the issue of Interest Shares to Blue Spec over the 12 months from the date of the AGM with respect to the Relevant Interest Period. Interest of 8% per annum is payable to Blue Spec on a quarterly basis in either cash or Interest Shares, at the election of the Company. Interest Shares are issued at the VWAP of Shares over</p>  |

## Register of ASX Listing Rule Waivers

the five trading days prior to their issue date, being the last date of the relevant Interest Period. The maximum number of Interest Shares that may be issued to Blue Spec is 1,543,554 Interest Shares. 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. The interest rate and period of time over which Interest Shares may be issued is fixed and the notice of meeting provides a working example of an indicative number of Interest Shares based on three estimated values of VWAP, being \$0.02, \$0.04 and \$0.05. There is a 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 the Interest Shares over the relevant period. The waiver is granted to permit the Notice not to include an issue price, subject to conditions including that the Interest Shares be issued at the VWAP of the Company's Shares over the five trading days prior to their issue date, being the last date of the Relevant Interest Period and that the Company immediately releases the terms of the waivers to the market.

|                       |  |
|-----------------------|--|
| <b>Rule Number</b>    | 10.13.5  |
| <b>Date</b>           | 8/10/2018  |
| <b>ASX Code</b>       | LKO  |
| <b>Listed Company</b> | LAKES OIL NL   |
| <b>Waiver Number</b>  | WLC180282-002  |
| <b>Decision</b>       | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Lakes Oil NL ("the "Company") a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of general meeting ("Notice") to approve the issue of up to 233,333,520 fully paid ordinary shares in total to Messrs Nicholas Mather, Barney Berold, Kyle Wightman, William Stubbs, Christopher Tonkin, Ian Plimer and Richard Ash (the "Directors") in lieu of AUD\$233,333.31 worth of directors fees ("Directors Fees" and "Remuneration Shares") to state that the Remuneration Shares will be issued more than 1 month after the date of the shareholders' meeting ("Meeting"), and not to include an issue price, subject to the following conditions:</p> <p>1.1. The Remuneration Shares are issued no later than 13 months from the date of the Meeting and otherwise on the same terms as approved by shareholders at the Meeting.</p> <p>1.2. The Notice states that the price of Remuneration Shares issued in lieu of Directors Fees will be the higher of a deemed issue price of \$0.001 and the monthly volume weighted average price ("VWAP") of the Shares prior to the relevant issue date of the Remuneration Shares (the "Applicable Issue Price").</p> <p>1.3. The Notice states that the number of Remuneration Shares to be issued will be calculated by dividing the amount of Directors Fees by the Applicable Issue Price.</p> <p>1.4. The Notice states that the Remuneration Shares to be issued to the Directors will be issued in 12 definitive tranches from 1 December 2018 to 30 November 2019.</p> <p>1.5. The Notice states that each tranche of Remuneration Shares will cover one month in arrears of the 100% cash salary foregone by the Directors.</p> <p>1.6. For any annual reporting period during which any of the Remuneration Shares have been issued or remain to be issued, the Company's annual report must set out in detail the number of Remuneration Shares issued in that annual reporting period, the number of Remuneration Shares that remain to be issued, and the amount of debt those Remuneration Shares represent.</p> <p>1.7. The Notice contains the full terms and conditions of the Remuneration Shares.</p> <p>1.8. The Company releases the terms of this waiver to the market at the same time the Notice is released to the market by way of separate announcement.</p> |

## Register of ASX Listing Rule Waivers

|                           |  |
|---------------------------|--|
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> 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> <p><b>Present Application</b><br/> The Company proposes to seek security holder approval at its annual general meeting for the issue of shares to the Directors in lieu of 100% of directors' fees payable over forthcoming months. The Remuneration Shares are to be issued within 13 months of the meeting in 12 tranches. Although the maximum number of Remuneration Shares to be issued is known (233,333,520) at the time of shareholder approval, unless the floor price of \$0.001 is applicable to a particular tranche, the number of Remuneration Shares to be issued will be determined by the monthly VWAP immediately prior to their issue. The expected dilution of the Company's share capital following the issue of the shares is not expected to be excessive in view of the entity's security price and the dollar value of the grant. The waiver is granted on the condition that the securities are issued within the timeframe stipulated, the terms of the waiver are released to the market and the annual report discloses details of the relevant securities that have been issued, 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> |
|---------------------------|--|

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

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.15A.2  |
| <b>Date</b>               | 8/10/2018   |
| <b>ASX Code</b>           | CGC   |
| <b>Listed Company</b>     | COSTA GROUP HOLDINGS LIMITED  |
| <b>Waiver Number</b>      | WLC180274-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Costa Group Holdings Limited (the "Company") a waiver from listing rule 10.15A.2 to the extent necessary to permit the Company's notice of annual general meeting ("Notice"), in relation to the issue of performance rights ("Rights") under the Company's short term incentive plan ("STI Plan") pursuant to listing rule 10.14, not to state a maximum number of Rights that may be issued to the Company's Managing Director and Chief Executive Officer, Mr Harry Debney, on condition that the notice states the method by which the number of Rights to be granted is calculated.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.15A.2  |
| <b>Date</b>               | 8/10/2018   |
| <b>ASX Code</b>           | JLG   |
| <b>Listed Company</b>     | JOHNS LYNG GROUP LIMITED  |
| <b>Waiver Number</b>      | WLC180281-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Johns Lyng Group Limited (the "Company") a waiver from Listing Rule 10.15A.2 to the extent necessary to permit the Company's notice of annual general meeting ("Notice"), in relation to a resolution seeking shareholder approval under Listing Rule 10.14 for the proposed grant of loan shares to the Company's Chairman, Mr Peter Nash, under the Company's Employee Loan Plan, not to state a maximum number of securities that may be issued to Mr Nash, on condition that the Notice states the method by which the number of securities to be granted is calculated.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.15A.2  |
| <b>Date</b>               | 3/10/2018   |
| <b>ASX Code</b>           | SLR   |
| <b>Listed Company</b>     | SILVER LAKE RESOURCES LIMITED   |
| <b>Waiver Number</b>      | WLC180294-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Silver Lake Resources Limited (the "Company") a waiver from listing rule 10.15A.2 to the extent necessary to permit the Company's 2018 notice of annual general meeting (the "Notice") in relation to the resolution seeking security holder approval pursuant to listing rule 10.14 for the issue of securities under the Company's Employee Incentive Plan to the Company's Managing Director, Mr Luke Tonkin, not to state a maximum number of securities that may be issued to Mr Tonkin, on condition that the Notice states the method by which the number of securities to be issued is calculated.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.15A.2  |
| <b>Date</b>               | 3/10/2018   |
| <b>ASX Code</b>           | SHL   |
| <b>Listed Company</b>     | SONIC HEALTHCARE LIMITED  |
| <b>Waiver Number</b>      | WLC180295-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Sonic Healthcare Limited (the "Company") a waiver from listing rule 10.15A.2 to the extent necessary to permit the Company's notice of annual general meeting (the "Notice") in relation to resolutions seeking shareholder approval pursuant to listing rule 10.14 for the grant of options and performance rights under the Company's Employee Option Plan ("Option Plan") and Performance Rights Plan ("Performance Rights Plan") to Dr Colin Goldschmidt and Mr Chris Wilks, not to state the maximum number of options and performance rights that may be granted, on condition that the Notice states the method by which the number of options and performance rights to be granted is calculated</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |



|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.15.2   |
| <b>Date</b>               | 9/10/2018   |
| <b>ASX Code</b>           | BMN   |
| <b>Listed Company</b>     | BANNERMAN RESOURCES LIMITED   |
| <b>Waiver Number</b>      | WLC180270-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Bannerman Resources Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's notice of general meeting (the "Notice") in relation to the resolution seeking security holder approval pursuant to listing rule 10.14 for the issue of securities under the Company's Employee Incentive Plan ("EIP") to the Company's Chief Executive Officer and Managing Director, Mr Brandon Munro, not to state a maximum number of securities that may be issued to Mr Munro, on condition that the Notice states the method by which the number of securities to be issued is calculated.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.15.2   |
| <b>Date</b>               | 9/10/2018   |
| <b>ASX Code</b>           | FXJ   |
| <b>Listed Company</b>     | FAIRFAX MEDIA LIMITED   |
| <b>Waiver Number</b>      | WLC180277-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Fairfax Media Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's notice of annual general meeting (the "AGM Notice"), in relation to the resolution seeking shareholder approval pursuant to listing rule 10.14 for the grant of \$576,000 worth of performance shares to the Company's Managing Director, Mr Greg Hywood under the Company's Executive Incentive Plan, not to state the maximum number of securities that may be granted, on the condition that the AGM Notice sets out the method by which the number of securities to be granted is calculated.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.15.2   |
| <b>Date</b>               | 27/09/2018  |
| <b>ASX Code</b>           | LLC   |
| <b>Listed Company</b>     | LENDLEASE GROUP   |
| <b>Waiver Number</b>      | WLC180284-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Lendlease Group (the "Group") a waiver from listing rule 10.15.2 to the extent necessary to permit the Group's notice of annual general meeting (the "Notice"), in relation to the resolution seeking security holder approval pursuant to listing rule 10.14 for the grant of securities under the Group's employee incentive scheme to Mr Stephen McCann, the Group's Managing Director, not to state a maximum number of securities that may be issued to Mr McCann, on condition that the Notice states the method by which the number of securities to be issued is calculated.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 10.15.2   |
| <b>Date</b>               | 9/10/2018   |
| <b>ASX Code</b>           | MYX   |
| <b>Listed Company</b>     | MAYNE PHARMA GROUP LIMITED  |
| <b>Waiver Number</b>      | WLC180285-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Mayne Pharma Group Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's notice of annual general meeting (the "AGM Notice"), in relation to a resolution seeking shareholder approval pursuant to listing rule 10.14 for the grant of ordinary shares to the Company's Managing Director and Chief Executive Officer, Mr Scott Richards (the "CEO"), under the Company's Employee Share Loan Scheme, not to state the maximum number of securities that may be granted to the CEO, on condition that the AGM Notice sets out the method by which the number of securities to be granted is calculated.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>  |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 10.15.2  |
| <b>Date</b>               | 9/10/2018  |
| <b>ASX Code</b>           | PRY  |
| <b>Listed Company</b>     | PRIMARY HEALTH CARE LIMITED  |
| <b>Waiver Number</b>      | WLC180291-001  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Primary Health Care Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's notice of annual general meeting (the "Notice") in relation to the resolution seeking shareholder approval pursuant to listing rule 10.14 for the issue of rights to Dr Malcolm Parmenter under the Company's short term incentive plan and long term incentive plan, not to state a maximum number of rights that may be issued to Dr Parmenter, on condition that the Notice states the method by which the number of rights to be issued is calculated.</p> |
| <b>Basis For Decision</b> | <p>Underlying Policy<br/>Standard Decision, refer to Guidance Note 17.</p>   |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 10.18  |
| <b>Date</b>               | 2/10/2018  |
| <b>ASX Code</b>           | EMN  |
| <b>Listed Company</b>     | EURO MANGANESE INC   |
| <b>Waiver Number</b>      | WLC180266-011  |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from listing rule 10.18 to the extent necessary to permit EMN to upon a change of control to pay termination benefits to existing company employees pursuant to the terms of EMN's existing employment contracts.   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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 which accordingly supports the takeover regime of the Corporations Act 2001 (Cth).</p> <p><b>Present Application</b><br/>EMN applying for admission to the Official List of ASX is a Canadian incorporated entity and is simultaneously seeking admission on TSX-V. A waiver is granted so that EMN'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 EMN 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 EMN contemplated listing on ASX.</p> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 14.2.1  |
| <b>Date</b>               | 2/10/2018   |
| <b>ASX Code</b>           | EMN   |
| <b>Listed Company</b>     | EURO MANGANESE INC  |
| <b>Waiver Number</b>      | WLC180266-012   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from listing rule 14.2.1 to the extent necessary to permit EMN not to provide in its proxy form for holders of CDIs, to vote against a resolution to elect a director or to appoint an auditor, on the following conditions.</p> <p>1.1. EMN 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 EMN 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. EMN releases details of this waiver to the market as pre-quotation disclosure and terms of this 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 EMN from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p> |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>EMN is incorporated in Canada and is regulated by Canadian law. EMN will be an issuer of CDIs on the ASX and the law of EMN's home jurisdiction does not provide for the casting of votes against certain types of resolutions (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 EMN to comply with laws of its place of incorporation on these matters for so long as the relevant Canadian laws prevent EMN from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p>   |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 14.3  |
| <b>Date</b>               | 2/10/2018   |
| <b>ASX Code</b>           | EMN   |
| <b>Listed Company</b>     | EURO MANGANESE INC  |
| <b>Waiver Number</b>      | WLC180266-013   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from listing rule 14.3 to the extent necessary to permit EMN to accept nominations for the election of directors in accordance with the shareholder proposal provisions of sections 188 and 189 of the British Columbia Business Corporations Act, on the following conditions.</p> <p>1.1. The terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p> <p>1.2. EMN releases the terms of the waiver to the market as pre-quotations disclosure.</p>  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>Under Listing Rule 14.3 an entity must accept nominations for election of directors up to 35 business days before the 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><b>Present Application</b><br/>EMN is incorporated in Canada, and is regulated by Canadian law and will simultaneously list on the ASX and TSX-V. 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 provides that a reasonable opportunity for nominations must be allowed. Therefore it is proposed to grant a waiver to accommodate compliance with Canadian laws on condition that EMN 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> |



|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 14.7  |
| <b>Date</b>               | 10/10/2018  |
| <b>ASX Code</b>           | DRA   |
| <b>Listed Company</b>     | DRAGON MINING LIMITED   |
| <b>Waiver Number</b>      | WLC180275-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX grants Dragon Mining Limited ("Company") a waiver from Listing Rule 14.7 to the extent necessary to permit the Company to issue up to 50,000,000 fully paid ordinary shares at a price not less than AUD\$0.35 per share pursuant to a public offer of shares as part of the Company's application to list on the Stock Exchange of Hong Kong Limited ("HKEx Shares") as approved by shareholders at the annual general meeting held on 29 May 2018 ("2018 AGM"), later than 3 months after the date of the 2018 AGM, on the following conditions.</p> <p>2. The HKEx Shares are issued no later than 31 December 2018 and otherwise on the same terms and conditions as approved by shareholders at the 2018 AGM.</p> <p>3. The Company immediately releases the terms of this waiver to the market.</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/>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><b>Present Application</b><br/>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 three months of the date of the shareholders' meeting. Listing Rule 7.3.2 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval. Listing rule 14.7 ensures that an issue of securities approved by security holders conforms to the terms on which security holder approval for the issue was obtained.</p> <p>The Company's application to list on HKEx ("HKEx Application") was delayed in the first instance due to HKEx taking considerably longer than expected to consider and respond to the HKEx Application. The Company was required to provide to HKEx a new set of audited accounts prepared as at 30 April 2017, allowing the Company until 31 October 2017 for the HKEx to approve the HKEx Application. This requirement was the subject of a waiver of listing rule 14.7 granted to the Company on 14 June 2017 ("June Waiver").</p> <p>The HKEx Application was delayed further due to the imposition of an additional requirement ("Additional Requirement") by HKEx on the Company to obtain an environmental permit in relation to its</p> |

## Register of ASX Listing Rule Waivers

Faboliden Project prior to being able to list on HKEx. As result of the further delay caused by the Additional Requirement, the Company was required to prepare a new set of audited accounts as at 30 June 2017. The Company anticipated that it would have until 31 December 2017 for HKEx to approve the application for listing. The Company also anticipated that it would be possible that the Company would be required to prepare accounts as at 30 September 2017, in which case it would have until 31 March 2018 for the HKEx to approve the application for listing. This requirement was the subject of a waiver of listing rule 14.7 granted to the Company on 10 November 2017 ("November Waiver").

On 2 January 2018, the Company's announced further delays to the project timetable as the Company's environmental permit allowing test mining operations at its Faboliden Project had been affected by an appeal from a nature conservation organisation. As a result, the permit would not gain legal force until the appeal has been heard by the Swedish Land and Environment Court. This caused a further delay to the HKEx listing process. This requirement was the subject of a request for a further waiver of listing rule 14.7. On 28 March 2018 ASX made the decision to not grant the waiver ("March Decision") on the basis that the shareholder approval obtained by the Company had effectively gone stale.

The appeal against the Company's environmental permit at the Faboliden project has been heard and rejected by the Swedish Land and Environment Court. The environmental permit has now gained legal force as announced by the Company on 14 May 2018. The timing of the completion of the HKEx Application is beyond the Company's control. The Company's circumstances have not materially changed since shareholder approval was given for the issue and the issue is on the same terms and conditions as approved by shareholders. The degree of dilution is fixed and known, and the extension of time to complete the issue is not excessive in the circumstances.

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 14.7   |
| <b>Date</b>               | 4/10/2018  |
| <b>ASX Code</b>           | LNK  |
| <b>Listed Company</b>     | LINK ADMINISTRATION HOLDINGS LIMITED   |
| <b>Waiver Number</b>      | WLC180286-001  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX grants Link Administration Holdings Limited (the "Company") a waiver from Listing Rule 14.7 to the extent necessary to permit the Company to not comply with the voting exclusion statement in its notice of annual general meeting (the "Notice") in relation to the resolution for the purposes of Listing Rule 7.4 to ratify the issue of 35,294,118 fully paid ordinary shares on 23 April 2018 (the "Resolution") so that the Company need not disregard votes cast in favour of the Resolution by shareholders who participated in the issue, to the extent only that those holders are acting solely in a fiduciary, nominee or custodial capacity ("Nominee Holders") on behalf of beneficiaries who did not participate in the issue, 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 how to vote on the Resolution.</p> <p>1.3. The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p> <p>1.4. The terms of the waiver are released to the market at the same time as the Notice.</p> |
| <b>Basis For Decision</b> | Underlying Policy<br>Standard Decision, refer to Guidance Note 17.   |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 14.7  |
| <b>Date</b>               | 4/10/2018   |
| <b>ASX Code</b>           | MMI   |
| <b>Listed Company</b>     | METRO MINING LIMITED  |
| <b>Waiver Number</b>      | WLC180287-001   |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Metro Mining Limited ("MMI") a waiver from Listing Rule 14.7 to the extent necessary to permit it not to comply with the voting exclusion statement in its notice of meeting of 27 September 2018 in relation to resolution 5, so that MMI need not disregard votes cast in favour of Resolution 5 by shareholders who participated in the issue of 87,500,000 fully paid ordinary shares MMI on 28 June 2018 and 10 July 2018 respectively, to the extent only that those holders are acting solely in a fiduciary, nominee or custodial capacity ("Nominee Holders") on behalf of beneficiaries who did not participate in the issue, 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 how to vote on Resolution 5.</p> <p>1.3 The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p> <p>1.4 The terms of the waiver are immediately released to the market.</p> |
| <b>Basis For Decision</b> | Underlying Policy<br>Standard Decision, refer to Guidance Note 17.  |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 15.7  |
| <b>Date</b>               | 2/10/2018   |
| <b>ASX Code</b>           | EMN   |
| <b>Listed Company</b>     | EURO MANGANESE INC  |
| <b>Waiver Number</b>      | WLC180266-014   |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Euro Manganese Inc. ("EMN") a waiver from listing rule 15.7 to the extent necessary to permit EMN to provide announcements simultaneously to both TSX-V and ASX.  |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> Listing Rule 15.7 provides that an entity must not release information 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 is to ensure that all investors have equal access to the information.</p> <p><b>Present Application</b><br/> EMN is incorporated in Canada, and regulated by Canadian laws and is intending to apply for admission on ASX and TSX-V simultaneously. Different time zones can cause trading periods to vary between ASX and TSX-B. EMN is required to release information to the market immediately on TSX-V under the exchange's rules. The waiver proposed to be granted to permit information for release to the market to be released simultaneously to ASX and TSX-V.</p> |

|                           |   |
|---------------------------|---|
| <b>Rule Number</b>        | 15.16(c)  |
| <b>Date</b>               | 12/10/2018  |
| <b>ASX Code</b>           | TGF   |
| <b>Listed Company</b>     | TRIBECA GLOBAL NATURAL RESOURCES LIMITED  |
| <b>Waiver Number</b>      | WLC180298-002   |
| <b>Decision</b>           | 1. Based solely on the information provided, ASX Limited ("ASX") grants Tribeca Global Natural Resources Limited (the "Company") a waiver from listing rule 15.16(c) to the extent necessary to permit the Company to end the Management Agreement on three months' notice after shareholders pass an ordinary resolution to remove the Manager subsequent to the Initial Term.   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> Listing rule 15.16 sets out that management agreements for investment entities (except a pooled development fund) must provide: that the manager may only end the management agreement if it has given at least 3 months' notice; if the term of the agreement is fixed, it must not be for more than 5 years; and if the agreement is extended past 5 years, it will end on three months' notice after an ordinary resolution is passed to end it. This rule ensures that managers give adequate notice to the entity before terminating its management agreement and that a manager of an investment entity is not entrenched for a period longer than 5 years without providing security holders of the entity the opportunity to require the management agreement to be terminated. This gives security holders the power to end the management arrangement after a reasonable fixed term, and prevents the entrenchment of managers.</p> <p><b>Present Application</b><br/> This is a companion waiver to the waiver from listing rule 15.16(b) which allows the Company to end the Management Agreement on three months' notice after shareholders pass an ordinary resolution to remove the Manager subsequent to an initial term of 10, rather than five, years.</p> |

|                           |  |
|---------------------------|--|
| <b>Rule Number</b>        | 15.16(b)   |
| <b>Date</b>               | 12/10/2018   |
| <b>ASX Code</b>           | TGF  |
| <b>Listed Company</b>     | TRIBECA GLOBAL NATURAL RESOURCES LIMITED   |
| <b>Waiver Number</b>      | WLC180298-001  |
| <b>Decision</b>           | <p>1. Based solely on the information provided, ASX Limited ("ASX") grants Tribeca Global Natural Resources Limited (the "Company") a waiver from listing rule 15.16(b) to the extent necessary to permit the Manager to continue to act as manager of the Company's portfolio in accordance with the terms of the Management Agreement from 5 years to 10 years from the date of issue of the shares pursuant to the Prospectus (the "Initial Term").</p>   |
| <b>Basis For Decision</b> | <p><b>Underlying Policy</b><br/> Listing Rule 15.16 sets out that management agreements for investment entities (except a pooled development fund) must provide: that the manager may only end the management agreement if it has given at least 3 months' notice; if the term of the agreement is fixed, it must not be for more than 5 years; and if the agreement is extended past 5 years, it will end on three months' after an ordinary resolution is passed to end it. This rule ensures that managers give adequate notice to the entity before terminating its management agreement and that a manager of an investment entity is not entrenched for a period of longer than 5 years without providing security holders of the entity with the opportunity to require the management agreement to be terminated. This gives security holders the power to end the management agreement after a reasonable fixed term, and prevents the entrenchment of managers.</p> <p><b>Present Application</b><br/> The Company applying for admission to the official list is classified as an investment entity, and the Company and the Manager have entered into the Management Agreement. Details of the Management Agreement have been disclosed in the Prospectus in connection with the Company's admission to the official list. The Management Agreement has an initial term of 5 years and will automatically extend another 5 years if not terminated earlier. The Company seeks to extend the initial term to 10 years from the date of issue of the shares under the Prospectus. After this initial term of 10 years, the Company may terminate the Management Agreement on six months' notice or if shareholders pass an ordinary resolution directing the Company to terminate the Manager's appointment on three months' notice. The Manager is not entrenched beyond the initial term of 10 years. An initial term of 10 years provides an appropriate balance between the desire of managers to protect their products for long enough to recoup their initial investment and the right of security holders to end a management agreement after a reasonable fixed term.</p> |