



Register of ASX Listing Rule Waivers

16 to 31 March 2019

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

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

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

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

Rule Number	1.1 condition 8
Date	22/03/2019
ASX Code	KPE
Listed Company	KINA PETROLEUM CORPORATION
Waiver Number	WLC190047-001
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Kina Petroleum Corporation (the "Company") a waiver from Listing Rule 1.1 condition 8 to the extent necessary to permit the Company to be admitted to the official list of ASX without satisfying the spread requirements of that rule, on condition that KPL satisfies Listing Rule 12.4 at the time the Company is admitted to the official list.
Basis For Decision	<p>Underlying Policy Listing Rule 1.1 requires an entity applying for admission to the official list of ASX to meet various conditions before it is admitted. Listing Rule 1.1 condition 3 requires an entity applying for admission to issue a prospectus or product disclosure statement required to be lodged with ASIC under the Corporations Act 2001 (Cth). ASX, in lieu of a prospectus or product disclosure statement, may accept an information memorandum that complies with the information memorandum requirements of Listing Rule 1.4 where an entity does not need to raise capital.</p> <p>Present Application The Company has applied for admission to the official list and will be the successor entity to an existing listed entity, KPL. The restructure involves the substitution of a new legal entity for the existing listed entity and is akin to a "top hat" arrangement. The assets and liabilities being transferred are not expected to result in a change in the economic substance of KPL or the effective economic interests of its shareholders. The restructure of KPL will be carried out by scheme of arrangement approved by participating security holders and approved by a court of competent jurisdiction under the PNG Companies Act 1997. Upon implementation of the scheme, the Company will have the same security holders (except for any ineligible foreign holdings which are proposed to be sold via a nominee) and business activities as KPL. The business and assets of KPL have been subject to the continuous disclosure requirements of the Listing Rules and the Information Memorandum will contain disclosure about the Company's business and assets. Sufficient information will therefore be available to inform the market. The waiver is granted on the basis that the information required by section 710 of the Corporations Act will be included by way of the Information Memorandum incorporating the scheme booklet, and that KPL confirms that it is in compliance with Listing Rule 3.1 at the time the Company is admitted to the official list of ASX.</p>

Rule Number	1.1 condition 9
Date	22/03/2019
ASX Code	KPE
Listed Company	KINA PETROLEUM CORPORATION
Waiver Number	WLC190047-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Kina Petroleum Corporation (the "Company") a waiver from Listing Rule 1.1 condition 9 to the extent necessary to permit the Company to be admitted to the official list without complying with either of Listing Rules 1.2 or 1.3, on condition that KPL satisfies Listing Rules 12.1 and 12.2 at the time the Company is admitted to the official list.</p>
Basis For Decision	<p>Underlying Policy An entity seeking admission to the official list of ASX must demonstrate that it complies with the security holder spread test in Listing Rule 1.1 condition 8 following any fundraising undertaken in connection with the listing. The test requires that there be 300 holders of securities in the main class holding parcels of securities worth at least \$2,000 that are not restricted securities or subject to voluntary escrow. By meeting this requirement, an applicant entity demonstrates that there is sufficient investor interest in its securities for it to be suitable as a listed entity.</p> <p>Present Application The Company has applied for admission to the official list and will be the successor entity to an existing listed entity, KPL. The restructure involves the substitution of a new legal entity for the existing listed entity and is akin to a "top hat" arrangement. The restructure of the existing listed entity will be carried out by scheme of arrangement approved by participating security holders and approved by a court of competent jurisdiction under the PNG Companies Act 1997. Listing Rule 12.4 requires the existing listed entity to maintain a spread of security holders in its main class of securities that is sufficient to ensure that there is an orderly and liquid market in its securities. While its securities are quoted, the existing listed entity is required to be in compliance with Listing Rule 12.4. On the basis that the existing listed entity is in compliance with Listing Rule 12.4 at the time the Company is admitted to the official list, it is not considered necessary to separately demonstrate compliance with Listing Rule 1.1 condition 8.</p>

Rule Number	1.1 condition 12
Date	13/03/2019
ASX Code	CEL
Listed Company	CHALLENGER ENERGY LIMITED
Waiver Number	WLC190048-001
Decision	<p>1. Based solely on the information proved, in relation to binding term sheet agreements entered into between Challenger Energy Limited (the "Company") and AEP Corporation Pty Ltd ("AEP") to acquire 100% of the issued capital of AEP ("Proposed Acquisition") and the following assets from AEP, via its wholly owned subsidiaries: 75% of the Hulian Project and 100% of the El Guayabo Project located in Argentina and Ecuador respectively, and the public offer to raise up to \$5,000,000 ("Public Offer") and the issue of the following securities (all references to the number of securities to be issued is on a post-Consolidation basis unless expressly states otherwise):</p> <p>1.1. 166,666,667 fully paid ordinary shares with an issue price of at least \$0.03 per share ("Capital Raising Shares");</p> <p>Consideration Securities</p> <p>1.2. 180,000,000 Consideration Shares (on a post Consolidation basis);</p> <p>1.3. 78,444,444 Consideration Options (on a post Consolidation basis) with an exercise price of \$0.04 each with an expiry date of 30 June 2022 ("Consideration Options"); and</p> <p>1.4. 120,000,000 Consideration Performance Shares (on a post Consolidation basis) (Performance Shares), (together, the "Consideration Securities") to the AEP Shareholders;</p> <p>1.5. 10,000,000 Shares on conversion of loans from Pitt Street Absolute Return Fund Pty Ltd and Seco Resource Finance Pty Ltd ("Third Party Lender Shares");</p> <p>1.6. a total of 6,000,000 Shares to the Lead Managers to the Public Offer (or their nominees) comprising:</p> <p>1.6.1. 3,000,000 Shares to Baillieu Limited (or their nominees); and</p> <p>1.6.2. 3,000,000 Shares to Peloton Capital (or their nominees), (together, the "Advisor Shares");</p> <p>1.7. up to 245,000,001 Shares to the registered owners of the Projects ("Earn-In Shares"); and</p> <p>1.8. 25,000,000 Shares to AEP Shareholders ("Conversion Shares");</p> <p>ASX Limited ("ASX") grants a waiver from Listing Rule 1.1 condition 12 to the extent necessary to permit the exercise price of up to 78,444,444 Consideration Options not to be at least \$0.20, on the following conditions.</p> <p>1.1. The exercise price of the Consideration Options is not less than \$0.02; and</p> <p>1.2. Security holders specifically approve the exercise price of the Consideration Options as part of the approvals obtained under Listing Rule 11.1.2 for the Proposed Acquisition.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	1.1 condition 12
Date	20/03/2019
ASX Code	OKJ
Listed Company	OAKAJEE CORPORATION LIMITED
Waiver Number	WLC190050-002
Decision	<p>1. Subject to Resolution 2 and based solely on the information provided, ASX Limited ("ASX") grants Oakajee Corporation Limited (the "Company") a waiver in connection with the acquisition of the Paynes Find Project ("Acquisition") and the proposed issue of up to 30,000,000 fully paid ordinary shares ("Shares") and up to 30,000,000 free attaching options with an exercise price of \$0.08 expiring on the date that is three years from the date of issue ("Option") under a public offer to raise up to \$2,400,000 ("Capital Raising") from Listing Rule 1.1 condition 12 to the extent necessary to enable the Company to issue one free attaching Option for every one share issued pursuant to the Capital Raising at an exercise price less than \$0.20, subject to the following conditions:</p> <p>1.1. The exercise price of the Options is not less than \$0.02 each.</p> <p>1.2. The terms of this waiver are immediately disclosed to the market and, along with the terms and conditions of the Options, the terms of this waiver are clearly disclosed in the Notice and the Prospectus.</p> <p>1.3. The Company's shareholders approve the exercise price of the Options in conjunction with the approval obtained under Listing Rule 11.1.2 for the Acquisition.</p> <p>2. Resolution 1 only applies to 20 June 2019 and is subject to any amendments to the Listing Rules or changes in the interpretation or administration of the Listing Rules and policies of ASX.</p>
Basis For Decision	<p>Underlying Policy If an entity seeking admission to the official list has options on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports Listing Rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application This is a standard waiver as prescribed by ASX policy.</p>

Rule Number	1.1 condition 12
Date	29/03/2019
ASX Code	PGS
Listed Company	PLANET GAS LIMITED
Waiver Number	WLC190055-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") in relation to the acquisition by Planet Gas Limited (the "Company") of 100% of the issued capital of Big Sky Metals Pty Ltd ("BSM") (the "Acquisition") and recompliance with Chapters 1 and 2 of the Listing Rules grants a waiver from Listing Rule 1.1 condition 12 to the extent necessary to permit the Company to issue 20,000,000 options with an exercise price of less than \$0.20 ("Options") pursuant to the general offer under a prospectus (the "Capital Raising") as part consideration for the Acquisition, on the following conditions.</p> <p>1.1 The exercise price of the Options is not less than \$0.02 each.</p> <p>1.2 The terms of this waiver are clearly disclosed in the notice of meeting pursuant to which the Company will seek the approval required under Listing Rule 11.1.2 in respect of the Acquisition and in the prospectus.</p> <p>1.3 Security holders specifically approve the exercise price of the options as part of the approvals obtained under Listing Rule 11.1.2 for the Acquisition.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	1.4.1
Date	22/03/2019
ASX Code	KPE
Listed Company	KINA PETROLEUM CORPORATION
Waiver Number	WLC190047-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Kina Petroleum Corporation (the "Company") a waiver from listing rule 1.4.1 to the extent necessary to permit the Information Memorandum not to state that it contains all the information required under section 710 of the Corporations Act 2001 (Cth), subject to the following conditions:</p> <p>1.1. the Information Memorandum incorporates the Scheme Booklet;</p> <p>1.2. the Company releases all of the documents incorporated into the Scheme Booklet by reference to the market as pre-quotation disclosure; and</p> <p>1.3. KPL provides a statement to the market that it is in compliance with listing rule 3.1 at the time the Company is admitted to the official list of the ASX.</p>
Basis For Decision	<p>Underlying Policy An entity seeking admission to the official list of ASX as an ASX Listing is required to issue a prospectus or Product Disclosure Statement, or if ASX agrees, an information memorandum that complies with the information memorandum requirements of listing rule 1.4. For entities using an information memorandum, it is a requirement under listing rule 1.4.1 that the information memorandum include a statement that all the information that would be required under section 710 of the Corporations Act 2001 (Cth) if the information memorandum were a prospectus offering for subscription the same number of securities for which quotation will be sought, is contained in the information memorandum. This supports the requirement that the information memorandum contain prospectus-grade information, which provides a platform for continuous disclosure.</p> <p>Present Application The Company has applied for admission to the official list and will be the successor entity to an existing listed entity, KPL. The restructure involves the substitution of a new legal entity for the existing listed entity and is akin to a "top hat" arrangement. The assets and liabilities being transferred are not expected to result in a change in the economic substance of KPL or the effective economic interests of its shareholders. The restructure of KPL will be carried out by scheme of arrangement approved by participating security holders and approved by a court of competent jurisdiction under the PNG Companies Act 1997. Upon implementation of the scheme, the Company will have the same security holders (except for any ineligible foreign holders whose holdings are proposed to be sold via a nominee) and business activities as KPL. The business and assets of KPL have been subject to the continuous disclosure requirements of the listing rules and the Information Memorandum will contain disclosure about KPL's business and assets. Sufficient information will therefore be available to inform the market. The waiver is granted on the basis that the information required by</p>

Register of ASX Listing Rule Waivers

section 710 of the Corporations Act will be included by way of the Information Memorandum incorporating the scheme booklet, and that KPL confirms that it is in compliance with listing rule 3.1 at the time the Company is admitted to the official list of ASX.

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

Rule Number	1.4.7
Date	22/03/2019
ASX Code	KPE
Listed Company	KINA PETROLEUM CORPORATION
Waiver Number	WLC190047-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Kina Petroleum Corporation (the "Company") a waiver from Listing Rule 1.4.7 to the extent necessary to permit the information memorandum not to include a statement that the Company has not raised any capital for the three months before the date of issue of the information memorandum and will not need to raise capital in the three months after the date of issue of the information memorandum.</p>
Basis For Decision	<p>Underlying Policy An entity seeking admission to the official list of ASX as an ASX Listing is required to issue a prospectus or Product Disclosure Statement, or if ASX agrees, an information memorandum that complies with the information memorandum requirements of Listing Rule 1.4. This provides a platform for continuous disclosure which is necessary to keep the market adequately informed. For entities using an information memorandum, it is one of the requirements of Listing Rule 1.4.7 that the information memorandum states that the entity has not raised capital in the 3 months preceding the date of issue of the information memorandum and will not raise capital in the 3 months after the date of issue of the information memorandum. This statement is intended to demonstrate that the entity has no need for capital. If an entity needs to raise capital at or around the time of its listing, it should do so under a prospectus or Product Disclosure Statement. This supports the primacy of a full form offer document as one of those types of a new entity's basic listing document for the purposes of Listing Rule 1.1 condition 3, and that subscribers to a fundraising conducted in conjunction with a listing proposal should do so under a high quality disclosure document under the Corporations Act. Where there is no need for a fundraising, it is not necessary to require the entity to issue such a document, and it is sufficient for an information memorandum (with an equivalent level of disclosure to a full form prospectus) to be provided.</p>

Register of ASX Listing Rule Waivers

Present Application

The Company has applied for admission to the official list and will be the successor entity to an existing listed entity, KPL. The restructure involves the substitution of a new legal entity for the existing listed entity and is akin to a "top hat" arrangement. The restructure of the existing listed entity will be carried out by scheme of arrangement approved by participating security holders and approved by a court of competent jurisdiction under the PNG Companies Act 1997. The Company will use, for the purposes of Listing Rule 1.1 condition 3, an information memorandum that incorporates the scheme booklet for the restructure. KPL is currently not limited from undertaking capital raisings, subject to the Listing Rules. There is no concern that the Company is seeking to avoid preparing prospectus quality information. The waiver is granted to permit the information memorandum requirement of Listing Rule 1.4.7 not to be complied with as the Company's listing is not, in substance, a new listing, and there is no need to deprive the Company of the ability to raise capital given that KPL would have been able to do so.

Rule Number	1.4.8
Date	22/03/2019
ASX Code	KPE
Listed Company	KINA PETROLEUM CORPORATION
Waiver Number	WLC190047-005
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Kina Petroleum Corporation (the "Company") a waiver from Listing Rule 1.4.8 to the extent necessary to permit the Information Memorandum not to include a statement that a supplementary information memorandum will be issued if, following the issue of the Information Memorandum and the date the Company's securities are quoted on ASX, the Company becomes aware of any of the matters referred to in that rule, on condition that KPL undertakes to release such information over the ASX Market Announcements Platform. This undertaking is to be given and executed in the form of a deed no later than the date the Information Memorandum is released.</p>
Basis For Decision	<p>Underlying Policy An entity seeking admission to the official list of ASX as an ASX Listing is required to issue a prospectus or Product Disclosure Statement, or if ASX agrees, an information memorandum that complies with the information memorandum requirements of Listing Rule 1.4. For entities using an information memorandum, it is a requirement of Listing Rule 1.4.8 that the information memorandum contain a statement that a supplementary information memorandum will be issued if the entity becomes aware of any material new information. This provision replicates the requirements of the Corporations Act 2001 (Cth) in respect of supplementary disclosure documents.</p> <p>Present Application The Company has applied for admission to the official list and will be the successor entity to an existing listed entity, KPL. The restructure involves the substitution of a new legal entity for the existing listed entity and is akin to a "top hat" arrangement. The restructure of the existing listed entity will be carried out by scheme of arrangement approved by participating security holders and approved by a court of competent jurisdiction under the PNG Companies Act 1997. The Company will use, for the purposes of Listing Rule 1.1 condition 3, an information memorandum that incorporates the scheme booklet for the restructure. The scheme must be approved by a court of competent jurisdiction and there will be a requirement to provide additional information to KPL's shareholders in equivalent circumstances as for an Australian scheme of arrangement under part 5.1 of the Corporations Act. KPL will continue to be subject to Listing Rule 3.1 until the scheme becomes effective so it will be able to announce to the market any matters that are material to it and will therefore be material to the Company upon implementation of the scheme. It is therefore not necessary to require a statement in the information memorandum that supplementary information will be provided.</p>

Rule Number	1.8 condition 11
Date	29/03/2019
ASX Code	PEU
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO 22
Waiver Number	WLC190051-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Pepper Group Limited (the "Trust Manager"), on behalf of Permanent Custodians Limited in its capacity as trustee (the "Issuer") of the Pepper Residential Securities Trust No. 22 (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>
Basis For Decision	<p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

Rule Number	2.1 condition 2
Date	13/03/2019
ASX Code	CEL
Listed Company	CHALLENGER ENERGY LIMITED
Waiver Number	WLC190048-002
Decision	<p>1. Based solely on the information proved, in relation to binding term sheet agreements entered into between Challenger Energy Limited (the "Company") and AEP Corporation Pty Ltd ("AEP") to acquire 100% of the issued capital of AEP ("Proposed Acquisition") and the following assets from AEP, via its wholly owned subsidiaries: 75% of the Hulan Project and 100% of the El Guayabo Project located in Argentina and Ecuador respectively, and the public offer to raise up to \$5,000,000 ("Public Offer") and the issue of the following securities (all references to the number of securities to be issued is on a post-Consolidation basis unless expressly states otherwise):</p> <p>1.1. 166,666,667 fully paid ordinary shares with an issue price of at least \$0.03 per share ("Capital Raising Shares");</p> <p>Consideration Securities</p> <p>1.2. 180,000,000 Consideration Shares (on a post Consolidation basis);</p> <p>1.3. 78,444,444 Consideration Options (on a post Consolidation basis) with an exercise price of \$0.04 each with an expiry date of 30 June 2022 ("Consideration Options"); and</p> <p>1.4. 120,000,000 Consideration Performance Shares (on a post Consolidation basis) (Performance Shares), (together, the "Consideration Securities") to the AEP Shareholders;</p> <p>1.5. 10,000,000 Shares on conversion of loans from Pitt Street Absolute Return Fund Pty Ltd and Seco Resource Finance Pty Ltd ("Third Party Lender Shares");</p> <p>1.6. a total of 6,000,000 Shares to the Lead Managers to the Public Offer (or their nominees) comprising:</p> <p>1.6.1. 3,000,000 Shares to Baillieu Limited (or their nominees); and</p> <p>1.6.2. 3,000,000 Shares to Peloton Capital (or their nominees), (together, the "Advisor Shares");</p> <p>1.7. up to 245,000,001 Shares to the registered owners of the Projects ("Earn-In Shares"); and</p> <p>1.8. 25,000,000 Shares to AEP Shareholders ("Conversion Shares");</p> <p>ASX Limited ("ASX") grants a waiver from Listing Rule 2.1 condition 2 to the extent necessary to permit the issue price of the Capital Raising Shares not to be at least \$0.20 each on the following conditions:</p> <p>1.1. the issue price of the Capital Raising Shares is not less than \$0.03 each ("Issue Price"); and</p> <p>1.2. Security holders approve the Issue Price of the Capital Raising Shares as part of the approvals obtained under Listing Rule 11.1.2 for the Proposed Acquisition.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	2.1 condition 2
Date	22/03/2019
ASX Code	KPE
Listed Company	KINA PETROLEUM CORPORATION
Waiver Number	WLC190047-006
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Kina Petroleum Corporation (the "Company") a waiver from Listing Rule 2.1 condition 2, to permit the Company to be admitted to the official list of ASX with the only security on issue by the Company having a value of less than \$0.20.
Basis For Decision	<p>Underlying Policy Listing Rule 2.1 condition 2 requires that the issue or sale price of all securities for which an entity, seeking admission to the official list, seeks to have quoted must be at least 20 cents. This demonstrates that the underlying assets of the entity applying for listing are of a sufficient quality level. This ensures that the integrity of ASX market is not undermined by the admission of an entity with inadequate assets or of insufficient quality.</p> <p>Present Application The Company has applied for admission to the official list and will be the successor entity to an existing listed entity. The restructure involves the substitution of a new legal entity for the existing listed entity and is akin to a "top hat" arrangement. The restructure of the existing listed entity will be carried out by scheme of arrangement approved by participating security holders and approved by a court of competent jurisdiction under the PNG Companies Act 1997. KPL is currently trading below 20 cents and it is not proposed that a capital raising will be undertaken by the Company. As no new businesses are being brought into the Company, it is not considered necessary to demonstrate compliance with Listing Rule 2.1 condition 2 as the market has already valued the assets.</p>

Rule Number	2.1 condition 2
Date	20/03/2019
ASX Code	OKJ
Listed Company	OAKAJEE CORPORATION LIMITED
Waiver Number	WLC190050-001
Decision	<p>1. Subject to Resolution 2 and based solely on the information provided, ASX Limited ("ASX") grants Oakajee Corporation Limited (the "Company") a waiver in connection with the acquisition of the Paynes Find Project ("Acquisition") and the proposed issue of up to 30,000,000 fully paid ordinary shares ("Shares") and up to 30,000,000 free attaching options with an exercise price of \$0.08 expiring on the date that is three years from the date of issue ("Option") under a public offer to raise up to \$2,400,000 ("Capital Raising") from Listing Rule 2.1 condition 2 to the extent necessary to permit the issue of 30,000,000 Shares at an issue price less than \$0.20 per Share, subject to the following conditions:</p> <p>1.1. The issue price of the Shares is not less than \$0.02 per share.</p> <p>1.2. The terms of this waiver are immediately disclosed to the market and are clearly disclosed in the notice of meeting pursuant to which the Company will seek the approval required under Listing Rule 11.1.2 for the Acquisition ("Notice") and in the prospectus to be issued in respect of the Capital Raising ("Prospectus").</p> <p>1.3. The Company's shareholders approve the issue price of the Shares in conjunction with the approval obtained under Listing Rule 11.1.2 in respect of the Acquisition.</p> <p>1.4. The terms of the Acquisition and Capital Raising have not materially changed (as determined by ASX in its absolute discretion) from those announced by the Company on 18 January 2019 and 20 February 2019 respectively.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 2.1 condition 2 requires that the issue or sale price of all securities that an entity, at the time of its application for admission to the official list, seeks to have quoted must be at least 20 cents. The requirement demonstrates that the entity can raise funds at a price, or that its securities have a minimum value, suitable for a listed entity.</p> <p>Present Application This is a standard waiver as prescribed by ASX policy.</p>

Rule Number	2.1 condition 2
Date	29/03/2019
ASX Code	PGS
Listed Company	PLANET GAS LIMITED
Waiver Number	WLC190055-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") in relation to the acquisition by Planet Gas Limited (the "Company") of 100% of the issued capital of Big Sky Metals Pty Ltd ("BSM") (the "Acquisition") and recompliance with Chapters 1 and 2 of the Listing Rules grants a waiver from Listing Rule 2.1 condition 2 to the extent necessary to permit the issue price of the capital raising shares not to be at least \$0.20 each, on the following conditions.</p> <p>1.1 The issue price of the capital raising shares is not less than \$0.02 each.</p> <p>1.2 Security holders approve the issue price of the capital raising shares in conjunction with the approval to be obtained under Listing Rule 11.1.2 in respect of the recompliance.</p> <p>1.3 The Company completes a consolidation of its capital structure in conjunction with the recompliance such that its securities are consolidated at a ratio that will be sufficient, based on the lowest price at which the Company's securities traded over the 20 trading days prior to the Company's suspension, to achieve a market value for its securities of not less than \$0.02 each.</p> <p>1.4 The terms of this waiver are disclosed in the notice of meeting pursuant to which the Company will seek the approval required under Listing Rule 11.1.2 in respect of the recompliance (the "Notice") and in its prospectus in respect of the Capital Raising.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	2.1 condition 3
Date	29/03/2019
ASX Code	PEU
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO 22
Waiver Number	WLC190051-002
Decision	<p>1. Pepper Group Limited (the "Trust Manager"), on behalf of Permanent Custodians Limited in its capacity as trustee (the "Issuer") of the Pepper Residential Securities Trust No. 22 (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.</p>
Basis For Decision	<p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market</p> <p>Present Application This is a companion waiver to the waiver from Listing Rule 1.8 condition 11 granted to the Issuer.</p>

Rule Number	3.8A
Date	29/03/2019
ASX Code	WOW
Listed Company	WOOLWORTHS GROUP LIMITED
Waiver Number	WLC190061-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Woolworths Group Limited (the "Company") a waiver in connection with a proposed buy-back of ordinary shares by way of a tender process ("Buy-back") from Listing Rule 3.8A to permit the Company to give ASX an Appendix 3F in relation to the Buy-back at least half an hour before the commencement of trading on the second business day after the close of the Buy-back offer rather than the day after the Buy-back closes, on condition the Company announces the Buy-back price at least half an hour before the commencement of trading on the business day after the Buy-back offer closes.</p>
Basis For Decision	<p>Underlying Policy Prescribed timetable for advice of details on completion of a buy-back of shares. Provision of this advice maintains an orderly and informed market.</p> <p>Present Application The entity has practical impediments to following the standard timetable of an equal access buy-back as the Buy-back offer is structured as a tender offer rather than a fixed price buy-back and the final price of the Buy-back can only be calculated after the close of the tender period so that all tenders can be taken into account. The total number of shares to be bought back will also not be known until the scale back has been calculated. The waiver is granted to permit an extra business day to lodge the requisite appendix on the condition the Buy-back price is announced to the market at least an hour before the commencement of trading on the business days after the Buy-back closes.</p>

Rule Number	3.10.5
Date	29/03/2019
ASX Code	PEU
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO 22
Waiver Number	WLC190051-003
Decision	<p>1. Pepper Group Limited (the "Trust Manager"), on behalf of Permanent Custodians Limited in its capacity as trustee (the "Issuer") of the Pepper Residential Securities Trust No. 22 (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.</p>
Basis For Decision	<p>Underlying Policy An entity must tell ASX of an issue of securities and must give ASX an Appendix 3B in respect of those securities. An entity must tell ASX if any securities are restricted securities or subject to voluntary escrow. This disclosure maintains an informed market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The Issuer issues other debt securities that are not to be quoted on ASX. With respect to an issue of debt securities not quoted on ASX, the entity has to tell ASX but does not have to lodge an Appendix 3B. The information required by an Appendix 3B would not be relevant for an issue of such securities. The entity must still notify ASX of an issue of debt securities to be quoted on ASX and lodge an Appendix 3B in order to maintain an informed market.</p>

Rule Number	6.23.2
Date	20/03/2019
ASX Code	VRM
Listed Company	VERDANT MINERALS LTD
Waiver Number	WLC190060-001
Decision	<p>1. Based solely on the information provided, in connection with the proposed acquisition of Verdant Minerals Limited (the "Company") by CD Capital Natural Resources Fund III LP ("CD") 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 171,216,634 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 security holders have approved, by the requisite majority, the Scheme under section 411 of the Corporations Act 2001 (Cth), pursuant to which CD 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>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	6.23.3
Date	22/03/2019
ASX Code	PSA
Listed Company	PETSEC ENERGY LIMITED
Waiver Number	WLC190054-001
Decision	<p>1. Subject to resolution 2, and based solely on the information provided, ASX Limited ("ASX") grants Petsec Energy Ltd ("Company") a waiver from Listing Rule 6.23.3 to the extent necessary to permit the Company to amend the terms of 10,000,000 options exercisable at \$0.125 expiring on 23 July 2020 ("Options"), issued to Sing Rim Pte. Ltd, to:</p> <p>1.1. reduce the exercise price of the Options to the lower of (i) \$0.125 and (ii) the lowest issue price of any shares issued by the Company by way of placement, share purchase plan, rights issue or other type of share issue, in the period prior to exercise of the Options, less any costs of the issue on a per share basis, including commissions; and</p> <p>1.2. amend the expiry date of the Options to 23 January 2022.</p> <p>2. Resolution 1 is conditional on the Company obtaining shareholder approval for the amendments to the exercise price and period.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing Rule 6.23.3 stipulates that changes to options which has 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 has entered into a convertible note facility with a financier to progress its development project in the US and Middle East and North Africa. The Company issued unquoted Options to the same financier in consideration for a sub-underwriting agreement. The Company proposes to amend the terms of the Options by reducing the exercise price from \$0.125 to the lower of (i) \$0.125 per share and (ii) the lowest issue price of any shares issued by the Company by way of placement, SPP, rights issue or other type of share issue, in the period prior to exercise of the options, less any costs of the issue on a per share basis, including commissions, and extending the expiry date by approximately 18 months, as consideration for the financier to extend the maturity date of the convertible note facility. The extension of the expiry date and reduction in the exercise price (to the extent it is less than \$0.125) of the Options form an integral part of the Company's financing package required to enable it to progress its development project. The waiver is granted on condition that shareholder approval is obtained to reduce the exercise price and to extend the expiry date to 23 January 2022.

Rule Number	6.24
Date	29/03/2019
ASX Code	PEU
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO 22
Waiver Number	WLC190051-004
Decision	<p>1. Pepper Group Limited (the "Trust Manager"), on behalf of Permanent Custodians Limited in its capacity as trustee (the "Issuer") of the Pepper Residential Securities Trust No. 22 (the "Trust") 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 Offering Circular, on condition that on the next business day after an interest payment date the Issuer tells ASX the following.</p> <p>1.1. The record date for the next interest period.</p> <p>1.2. The payment date for the next interest period.</p>
Basis For Decision	<p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

Rule Number	7.3.2
Date	13/03/2019
ASX Code	CEL
Listed Company	CHALLENGER ENERGY LIMITED
Waiver Number	WLC190048-003
Decision	<p>1. Based solely on the information proved, in relation to binding term sheet agreements entered into between Challenger Energy Limited (the "Company") and AEP Corporation Pty Ltd ("AEP") to acquire 100% of the issued capital of AEP ("Proposed Acquisition") and the following assets from AEP, via its wholly owned subsidiaries: 75% of the Hulan Project and 100% of the El Guayabo Project located in Argentina and Ecuador respectively, and the public offer to raise up to \$5,000,000 ("Public Offer") and the issue of the following securities (all references to the number of securities to be issued is on a post-Consolidation basis unless expressly states otherwise):</p> <p>1.1. 166,666,667 fully paid ordinary shares with an issue price of at least \$0.03 per share ("Capital Raising Shares");</p> <p>Consideration Securities</p> <p>1.2. 180,000,000 Consideration Shares (on a post Consolidation basis);</p> <p>1.3. 78,444,444 Consideration Options (on a post Consolidation basis) with an exercise price of \$0.04 each with an expiry date of 30 June 2022 ("Consideration Options"); and</p> <p>1.4. 120,000,000 Consideration Performance Shares (on a post Consolidation basis) (Performance Shares), (together, the "Consideration Securities") to the AEP Shareholders;</p> <p>1.5. 10,000,000 Shares on conversion of loans from Pitt Street Absolute Return Fund Pty Ltd and Seco Resource Finance Pty Ltd ("Third Party Lender Shares");</p> <p>1.6. a total of 6,000,000 Shares to the Lead Managers to the Public Offer (or their nominees) comprising:</p> <p>1.6.1. 3,000,000 Shares to Baillieu Limited (or their nominees); and</p> <p>1.6.2. 3,000,000 Shares to Peloton Capital (or their nominees), (together, the "Advisor Shares");</p> <p>1.7. up to 245,000,001 Shares to the registered owners of the Projects ("Earn-In Shares"); and</p> <p>1.8. 25,000,000 Shares to AEP Shareholders ("Conversion Shares");</p> <p>ASX Limited ("ASX") grants a waiver from Listing Rule 7.3.2 to permit the notice of meeting (the "Notice") seeking shareholder approval for the issue of up to 245,000,001 fully paid ordinary shares in the Company ("Waiver Securities") upon the Company satisfying the milestones in relation to each of the Projects ("Milestones") not to state that the Waiver Securities will be issued within 3 months of the date of the shareholder meeting, on the following conditions.</p> <p>1.1 The Waiver Securities must be issued no later than 60 months after the date of reinstatement of the Company's securities to official quotation.</p> <p>1.2 For any annual reporting period during which any of the Waiver Securities have been issued or any of them remain to be issued, the Company's annual report sets out in detail the basis on which the Waiver Securities may be issued.</p> <p>1.3 In any half year or quarterly report for a period during which</p>

Register of ASX Listing Rule Waivers

	<p>any of the Waiver Securities have been issued or remain to be issued, the Company must include a summary statement of the number of Waiver Securities that have been issued (or remain to be issued) during the reporting period.</p> <p>1.4 The Notice sets out in detail the Milestone which must be satisfied prior to the issue of the Waiver Securities.</p> <p>1.5 The Milestone which must be satisfied for the Waiver Securities to be issued is not varied.</p> <p>1.6 The Company releases the terms of this waiver to the market at the same time the Notice is released to ASX.</p>
<p>Basis For Decision</p>	<p>Underlying Policy Listing Rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. This limit is not applicable if security holders' approve the issue of the securities at a general meeting. Listing Rule 7.3 sets out the information required to be included in the Notice seeking approval for the issue of the securities. In particular, Listing Rule 7.3.2 requires the notice to state the date by which the entity will issue the securities and this date must be no later than 3 months after the date of the meeting, or, for court approved reorganisation of capital, no later than 3 months after the date of the court approval. This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially.</p> <p>Present Application Upon the Transaction being completed and performance based Milestones being achieved, the Company is proposing to issue the Waiver Securities to the Vendors of the Hulian and El Guayabo projects. The degree of dilution is ascertainable given that the maximum number of Waiver Securities to be issued is fixed. The Notice seeking shareholder approval for the issue of the Waiver Securities will contain details of the maximum number that may be issued and the relevant Milestone to be reached to trigger their issue, with the Waiver Securities to be issued no later than 60 months after the date of shareholder approval. There is a sufficient degree of certainty about the maximum number of Waiver Securities that may be issued in order for shareholders to be able to give their informed consent to their future issue within the relevant period.</p>

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

Rule Number	7.3.2
Date	18/03/2019
ASX Code	PSA
Listed Company	PETSEC ENERGY LIMITED
Waiver Number	WLC190053-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Petsec Energy Ltd (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 ("Convertible Notes") and the issue of shares in lieu of the payment of interest ("Interest") under the Convertible Notes (the "Interest Shares"), pursuant to the US\$15 million facility agreement with SING RIM Pte Ltd ("Facility Agreement"), not to state that the Convertible Notes or Interest Shares will be issued no later than 3 months after the date of the meeting on the following conditions.</p> <p>1.1. The Notice contains a summary of the material terms of the Facility Agreement, including the milestones which must be satisfied prior to the issue of the Convertible Notes.</p> <p>1.2. The Notice seeks approval for a stated maximum number of shares that will be issued on conversion of the Convertible Notes and in lieu of Interest.</p> <p>1.3. The milestones which must be satisfied for the issue or conversion of the Convertible Notes are not varied.</p> <p>1.4. The Convertible Notes and Interest Shares will be issued during the term of the Facility Agreement, and in any event no later than 23 January 2021.</p> <p>1.5. If the Company releases its annual report during a period in which the Convertible Notes and Interest Shares are issued or remain to be issued, the annual report discloses details of the Convertible Notes and Interest Shares that have been issued, the interest payable on the Convertible Notes and the terms of the Facility Agreement.</p> <p>1.6. The Company includes the terms of the waiver in the Notice.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing Rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. This limit is not applicable if security holders' approve the issue of the securities at a general meeting. Listing Rule 7.3 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities. In particular, Listing Rule 7.3.2 requires the date by which the entity will issue the securities and this date must be no later than 3 months after the date of the meeting, or, for court approved reorganisations of capital, no later than 3 months after the date of the court approval. This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p>

Register of ASX Listing Rule Waivers

Present Application

Listing Rule 7.3.2 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within 3 months of the date of the shareholders' meeting. Listing Rule 7.3.2 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval.

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.

The Company and Sing Rim have entered into a funding agreement pursuant to which the Company will receive funds from Sing Rim upon meeting certain conditions precedent set out in the Facility Agreement. The Company will issue convertible notes to Sing Rim 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 Convertible Notes, as well as the issue of Interest Shares within 22 months of the date of the meeting, and in any event no later than 23 January 2021. The maximum number of shares that could be issued by the Company on conversion of the Convertible Notes and in lieu of any Interest is fixed and the maximum degree of dilution is known, which will be disclosed in the notice of meeting seeking shareholder approval. It is appropriate to allow shareholders to be able to give their informed consent to the issue of the Convertible Notes and Interest Shares over the relevant period.

Rule Number	7.3.2
Date	22/03/2019
ASX Code	SAU
Listed Company	SOUTHERN GOLD LIMITED
Waiver Number	WLC190058-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Southern Gold Limited (the "Company") a waiver from Listing Rule 7.3.2 to the extent necessary to permit the notice of meeting ("Notice") seeking shareholder approval for the issue up to 27,000,000 shares (the "Shares") pursuant to a listing on London Stock Exchange plc, not to state that the Shares will be issued no later than 3 months after the date of the meeting, on condition that the Notice states that the Shares will be issued no later than 6 months after the date of the meeting.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 7.1 protects a listed entity's security holders against a 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 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 three months after the date of the meeting, or for court approved reorganisations of capital, no later than three 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 was made will have changed materially from those prevailing at the time the approval was given.</p> <p>Present Application Listing Rule 7.3.2 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within three months of the date of the shareholders meeting. The Company's extraordinary general meeting is scheduled to take place on or about 29 April 2019, in which it is seeking shareholder approval under Listing Rule 7.1 to issue shares in conjunction with a listing on London Stock Exchange plc ("LSE"). For the purpose of the LSE Listing, the Company needs to prepare a prospectus in the UK pursuant to which it will offer 27,000,000 shares to raise approximately £3,000,000. The maximum number of shares to be issued is fixed; therefore, the degree of dilution is known and shareholders are able to give their informed consent. The waiver is granted on condition that the shares are issued no later than 6 months after the date of the meeting.</p>

Rule Number	7.11.3
Date	7/03/2019
ASX Code	CTL
Listed Company	CENTENNIAL MINING LIMITED
Waiver Number	WLC190046-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Centennial Mining Limited (the "Company") a waiver in connection with the Company's proposed non-renounceable rights issue to raise up to approximately \$20.9 million at an issue price of \$0.001 per share ("Rights Issue") and the grant of security to Octagonal Resources from Listing Rule 7.11.3 to permit the Company to undertake the Rights Issue, subject to the following conditions.</p> <p>1.1. Shareholders of the Company approve the Rights Issue.</p> <p>1.2. The notice of meeting seeking shareholder approval for the Rights Issue contains a voting exclusion statement that excludes the votes of any substantial shareholders, any proposed underwriter or sub-underwriter of the Rights Issue, any brokers or managers of the Rights Issue, any holders of convertible notes in the Company, and any of their respective associates.</p> <p>1.3. The Company releases details of this waiver at the time that full details of the Rights Issue are announced to shareholders on the ASX Market Announcements Platform.</p>
Basis For Decision	<p>Underlying Policy A listed entity is not permitted to make a pro-rata offer at a ratio greater than 1 for 1 except where the pro-rata offer is renounceable and the issue price is not more than average price for securities in that class (calculated over the last five days on which sales in the securities were recorded before the day on which the issue was announced). The rule enables smaller holders to either maintain their proportionate holding in the entity without requiring an excessive outlay of funds or being significantly diluted, or to realise value by selling renounceable rights.</p> <p>Present Application The Company is proposing to undertake a non-renounceable rights issue with a ratio of 20 new shares for every 1 share held on the record date, together with two options (one short dated and one long dated) for every 4 shares subscribed for and issued. The Company's shares are currently suspended from official quotation and will remain suspended from quotation pending completion of the Rights Issue, the lodgement of its outstanding accounts and the appointment of new directors to the Company's board. As the Company's securities remain suspended the Company is unable to undertake the Rights Issue on a renounceable basis. The waiver is granted to permit a non-renounceable Rights Issue with a ratio greater than 1 for 1 conditional on prior shareholder approval being obtained. The notice of meeting is also required to include a voting exclusion statement to exclude any substantial shareholders, any proposed underwriters or sub underwriters and/or any brokers or managers of the Rights Issue and their respective associates from voting on the resolution. The conditions attached to the waiver are consistent with the underlying policy of Listing Rule 7.11.3 and also complement the principle of Listing Rule 7.1, which protects a listed</p>

Register of ASX Listing Rule Waivers

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.

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

Rule Number	7.15
Date	7/03/2019
ASX Code	CTL
Listed Company	CENTENNIAL MINING LIMITED
Waiver Number	WLC190046-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Centennial Mining Limited (the "Company") a waiver in connection with the Company's proposed non-renounceable rights issue to raise up to approximately \$20.9 million at an issue price of \$0.001 per share ("Rights Issue") and the grant of security to Octagonal Resources from Listing Rule 7.15 to permit the Company to undertake the Rights Issue with a record date which is prior to the date of the shareholders' meeting to approve the Rights Issue, subject to the following conditions.</p> <p>1.1. The Company's securities are not reinstated to official quotation at any time prior to the shareholders' meeting to approve the Rights Issue, nor before ASX gives notice that it is satisfied that the financial condition and level of operations of the Company is adequate to warrant the quotation of the Company's securities.</p> <p>1.2. The Company releases details of this waiver at the time that full details of the Rights Issue are announced to shareholders on the ASX Market Announcements Platform.</p>
Basis For Decision	<p>Underlying Policy Where a listed entity is required to obtain security holder approval for an offer or issue of securities, Listing Rule 7.15 requires a listed entity to set a record date to determine entitlements at least 5 business days after the meeting at which approval to offer or issue the securities is sought. The rule provides security holders an opportunity to adjust their holding to participate in an offer or issue of securities.</p> <p>Present Application The Company is proposing to undertake a non-renounceable Rights Issue with a ratio of 20 new shares for every 1 share held on the record date, together with two options (one short dated and one long dated) for every 4 shares subscribed for and issued. The Company's shares are currently suspended from official quotation and will remain suspended from quotation pending, among other things, completion of the Rights Issue. The Rights Issue is conditional on prior shareholder approval being obtained and minimum subscriptions being received by the Company. The Company proposes to set the record date prior to the meeting. The Company's securities are expected to remain suspended at least until the close of the offer the lodgement of its outstanding accounts and the appointment of new directors to the Company's board. There is no possibility of trading in securities on cum or ex rights bases where securities are suspended. In the circumstances, it is considered there is no possibility of market confusion arising from having a record date for a pro-rata issue precede the meeting to authorise the making of the issue. The waiver is granted on condition the Company's securities remain suspended until after the shareholders' meeting and notice from ASX that it considers that the Company satisfies the requirements of chapter 12 of the Listing Rules.</p>

Rule Number	7.25
Date	20/03/2019
ASX Code	USR
Listed Company	US RESIDENTIAL FUND
Waiver Number	WLC190059-001
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants US Residential Fund (the "Company") a waiver from Listing Rule 7.25 to the extent necessary to permit the Company to reorganise its capital with the approval of shareholders via a capital return of \$0.15 per stapled security which may have the effect of further reducing the trading price of the Company's securities below 20 cents each.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	7.40
Date	29/03/2019
ASX Code	WOW
Listed Company	WOOLWORTHS GROUP LIMITED
Waiver Number	WLC190061-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Woolworths Group Limited (the "Company") a waiver in connection with a proposed buy-back of ordinary shares by way of a tender process ("Buy-back") from Listing Rule 7.40 to permit the Company to despatch to shareholders either (i) booklets relating to the Buy-back and personalised offer forms for its Buy-back or (ii) information flyers relating to the Buy-back, which would provide instructions for shareholders to either access the booklet and personalised offer forms online or request they be physically mailed out, no later than 6 business days after the Buy-back record date, subject to the following conditions:</p> <p>1.1 The closing date for acceptances of the Buy-back is at least 18 business days after the record date for the Buy-back.</p> <p>1.2 The Australian Securities & Investments Commission grants the Company an exemption from section 257D of the Corporations Act 2001 (Cth), and the Company complies with its obligations under listing rule 3.8A as if the Buy-back were an equal access scheme rather than a selective buy-back, except in respect of the requirement to submit an Appendix 3E.</p>
Basis For Decision	<p>Underlying Policy Prescribed timetable for reorganisation of capital, where entity buys back shares under equal access scheme, which aims to maintain an orderly market.</p> <p>Present Application The entity has practical impediments to following the standard timetable given its large shareholder register. The additional time granted to despatch the offer acceptance forms is justified in light of the period of time allowed to accept the offer. Further, the entity has noted the logistical issues associated with a mailout of the personalised forms, particularly the time required for printing and mailing the personalised tender forms, given the size of its shareholder register. The proposed approach to the distribution of the Buy-back materials and the use of an online tender acceptance facility is appropriate in the circumstances and is unlikely to prejudice shareholders.</p>

Rule Number	8.2
Date	29/03/2019
ASX Code	PEU
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO 22
Waiver Number	WLC190051-005
Decision	1. Pepper Group Limited (the "Trust Manager"), on behalf of Permanent Custodians Limited in its capacity as trustee (the "Issuer") of the Pepper Residential Securities Trust No. 22 (the "Trust") Listing Rule 8.2 to the extent necessary that the Issuer need not provide an issuer sponsored subregister as long as the waiver to Listing Rule 2.1 condition 3 operates.
Basis For Decision	<p>Underlying Policy An entity is to provide an issuer sponsored subregister for securities except where Listing Rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for Chess Depository Interests. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p>Present Application This is a companion waiver to the waiver from Listing Rules 1.8 condition 11 and 2.1 condition 3 granted to the Issuer.</p>

Rule Number	8.10
Date	29/03/2019
ASX Code	PEU
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO 22
Waiver Number	WLC190051-006
Decision	<p>1. Pepper Group Limited (the "Trust Manager"), on behalf of Permanent Custodians Limited in its capacity as trustee (the "Issuer") of the Pepper Residential Securities Trust No. 22 (the "Trust") Listing Rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of notes:</p> <p>1.1. From the date which is 5 calendar 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>
Basis For Decision	<p>Underlying Policy An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHESSE. The Issuer is required to close the register of a series of debt securities from the close of 5 calendar 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>

Rule Number	8.21
Date	29/03/2019
ASX Code	PEU
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO 22
Waiver Number	WLC190051-007
Decision	<p>1. Pepper Group Limited (the "Trust Manager"), on behalf of Permanent Custodians Limited in its capacity as trustee (the "Issuer") of the Pepper Residential Securities Trust No. 22 (the "Trust") Listing Rule 8.21 to the extent that the Issuer need not do the following.</p> <p>1.1. In respect of transactions that are settled outside of CHESSE, mark transfer forms as required by Appendix 8A.</p> <p>1.2. In respect of transactions that are settled within the Austraclear system, send confirmation of a change of address to a security holder at the holder's old address.</p>
Basis For Decision	<p>Underlying Policy An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p>

Rule Number	9.1.3
Date	29/03/2019
ASX Code	PGS
Listed Company	PLANET GAS LIMITED
Waiver Number	WLC190055-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") in relation to the acquisition by Planet Gas Limited (the "Company") of 100% of the issued capital of Big Sky Metals Pty Ltd ("BSM") (the "Acquisition") and recompliance with Chapters 1 and 2 of the Listing Rules grants waiver from Listing Rule 9.1.3 to the extent necessary to apply the restrictions in items 1 and 2 of Appendix 9B to the shares to be issued by the Company to the existing shareholders of BSM (the "BSM Shareholders") received as consideration for the acquisition of 100% of the issued capital of BSM (the "Consideration Securities") as follows.</p> <p>1.1 The Consideration Securities issued to the BSM Shareholders who subscribed cash for their securities in BSM are treated as being held by related party or promoter seed capitalists.</p> <p>1.2 Cash formula relief is applicable to those Consideration Securities issued to the BSM Shareholders who subscribed cash for their securities in BSM.</p> <p>1.3 For the purposes of determining the length of the escrow period for shares issued to related party or promoter BSM Shareholders which are subject to 24 months escrow, the 24 months escrow period will begin on the date of reinstatement to official quotation of the shares in the Company following its recompliance with Chapters 1 and 2 of the Listing Rules.</p> <p>1.4 For the purposes of determining the length of the escrow period for shares issued to unrelated seed capitalists, the 12 month escrow period (if any) will be deemed to begin on the date on which shares were originally issued to unrelated seed capitalists by BSM.</p> <p>1.5 Resolution 1.4 is conditional on the Company having acquired 100% of the issued capital of BSM and the entire business of BSM having been acquired by the Company.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Securities issued in certain circumstances, including in consideration for the acquisition of classified assets from related or unrelated vendors prior to an initial public offering or a recompliance listing, are classified as restricted securities and are to be held in escrow for a certain period. ASX may also deem securities issued in other circumstances to be restricted securities. Under Listing Rule 9.1.3, an entity that issues securities classified as restricted securities must apply the restrictions required by Appendix 9B of the listing rules. Under Listing Rules 9.1.4 and 9.2, the entity and the person who holds the restricted securities (and, where appropriate, the persons who control the holder) must enter into a restriction agreement in the form of Appendix 9A of the listing rules. The restriction agreement forbids the holder (and the controller(s), where appropriate) from transferring or creating any other interests in restricted securities during the escrow period. Under Listing Rule 9.5, restricted securities must either be in certificated form and held in escrow by a bank or recognised trustee, or held in uncertificated form on the issuer sponsored sub-register subject to a holding lock administered by the entity's securities registry. These arrangements</p>

Register of ASX Listing Rule Waivers

together prevent the holder (and where appropriate, the controller(s) of the holder) from being able to realise any financial benefit from their restricted securities during the escrow period. This ensures that promoters, vendors etc do not receive any financial benefit until there has been a sufficient period of time for the value of the assets sold or services provided to the listed entity to be reflected in the market price of the listed entity's securities. Unless ASX decides otherwise, restrictions generally do not apply to securities issued by:

- * an entity admitted under the profit test;
- * an entity that has a track record of profitability or revenue that is acceptable to ASX; or
- * an entity that, in ASX's opinion, has a substantial proportion of its assets as tangible assets or assets with a readily ascertainable value.

Present Application

The Company is acquiring all of the issued capital of BSM, which is a mineral exploration entity. The securities of the Company issued to the BSM Shareholders are subject to escrow restrictions in chapter 9 and Appendix 9B of the Listing Rules. The shareholders of BSM are technically vendors of a classified asset for the purposes of their classification under Appendix 9B. If, however, BSM had applied for listing in its own rights, its security holders would have been treated under the different classifications of Appendix 9B as promoters, seed capitalists etc, as applicable to each security holder according to the nature of the relationship between the holder and the unlisted company (BSM), and the consideration given by that person for their securities.

ASX will apply escrow restrictions on a 'look through' basis where there is a scrip-for-scrip acquisition of an unlisted entity that holds classified assets, and the unlisted entity that is acquired by the listed entity does not return capital, distribute any assets or make any unusual distributions to its shareholders before the acquisition becomes effective. Where there are persons who subscribed cash for securities in an unlisted entity, and those securities are exchanged for securities in a listed entity in a transaction whereby the entire business of the unlisted entity is effectively absorbed by the listed entity, it would be artificial to treat those persons who provided seed capital differently for escrow purposes from seed capitalists of the listed entity. A waiver is granted to permit vendor seed capitalists to be treated as seed capitalists of the Company and cash formula relief applicable using the conversion ratio calculation. For the unrelated seed capitalists, the escrow period will be "backdated" so that the beginning of the escrow period for the Company shares will begin on the date shares were originally issued to unrelated seed capitalists by the vendor. For promoters or related party seed capitalists, the escrow period will commence from the date of reinstatement of the Company's shares to official quotation. This upholds the principle of the listing rule escrow regime that seed capitalists should have a portion of their securities free from escrow based on their cash contribution, and that unrelated seed capitalists should be subject to escrow only for a period of 12 months beginning when they contribute their cash, and that promoter or related party seed capitalists should be subject to escrow for a period of 24 months commencing from the date of reinstatement of the Company's shares to official quotation.

Rule Number	9.7
Date	13/03/2019
ASX Code	SMX
Listed Company	SECURITY MATTERS LIMITED
Waiver Number	WLC190056-001
Decision	<p>1. Based solely on the information provided and subject to resolution 2, ASX Limited ("ASX") grants Security Matters Limited (the "Company") a waiver from Listing Rule 9.7 to the extent necessary to permit the Company to allow the transfer of certain ordinary shares which are classified as ASX restricted securities ("Restricted Securities") from the current holder ("Transferees") to IBI Trust Management as trustee for each holder (the "Trustee"), as follows.</p> <p>1.1. 17,804,623 ordinary shares held by Energy Ketura Cooperative Agricultural Society Ltd and classified by ASX as restricted securities until 11 October 2020.</p> <p>1.2. 5,403,598 ordinary shares held by Degania A Business Agricultural Cooperative Society Ltd and classified by ASX as restricted securities until 11 October 2020.</p> <p>1.3. 5,135,949 ordinary shares held by Benguy Escrow Company Ltd and classified by ASX as restricted securities until 11 October 2020.</p> <p>1.4. 3,766,362 ordinary shares held by Menachem Haram and classified by ASX as restricted securities until 11 October 2020.</p> <p>1.5. 3,766,362 ordinary shares held by Pinni Meidan and classified by ASX as restricted securities until 11 October 2020.</p> <p>1.6. 3,423,966 ordinary shares held by Aaron Lev and classified by ASX as restricted securities until 11 October 2020.</p> <p>1.7. 288,315 ordinary shares held by Doron Afik and classified by ASX as restricted securities until 11 October 2020.</p> <p>1.8. 472,507 ordinary shares held by Le'mofet Holdings 2000 Ltd and classified by ASX as restricted securities until 11 October 2020.</p> <p>1.9. 58,071 ordinary shares held by Eugene Kandel and classified by ASX as restricted securities until 27 June 2019.</p> <p>1.10. 428,514 ordinary shares held by Benguy Escrow Company Ltd and classified by ASX as restricted securities until 27 June 2019.</p> <p>2. Resolution is subject to the following conditions.</p> <p>2.1. 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 each relevant Transferee.</p> <p>2.2. A copy of each restriction agreement is given to ASX.</p> <p>2.3. 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>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	10.1
Date	7/03/2019
ASX Code	CTL
Listed Company	CENTENNIAL MINING LIMITED
Waiver Number	WLC190046-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Centennial Mining Limited (the "Company") a waiver in connection with the Company's proposed non-renounceable rights issue to raise up to approximately \$20.9 million at an issue price of \$0.001 per share ("Rights Issue") and the grant of security to Octagonal Resources from Listing Rule 10.1, to the extent necessary to permit the Company not to seek security holder approval in relation security to be granted by the Company to Octagonal Resources over the assets of the Company set out in a general security agreement to be entered into between the Company and Octagonal Resources ("General Security Agreement") on the following conditions.</p> <p>1.1. A summary of the loans and material terms of the assets the subject of the General Security Agreement is made in each annual report of the Company during the term of the General Security Agreement.</p> <p>1.2. The General Security Agreement includes a term that if an event of default occurs and Octagonal Resources exercises their rights under the Security, neither Octagonal Resources nor any of their 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 Octagonal Resources 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>1.3. Any variations to the terms of the loans or the General Security Agreement which is:</p> <p>1.4. not a minor change; or</p> <p>1.5. inconsistent with the terms of the waiver, must be subject to security holder approval.</p> <p>1.6. The Company and Octagonal Resources must seek to discharge the General Share Mortgage when the funds advanced under the loans are either repaid to Octagonal Resources, or if it is not discharged, seek security holder approval for the continuation of the General Security Agreement for a further period.</p> <p>1.7. The Company immediately releases to the market an announcement which:</p> <p>(a) sets out the material terms of the loans and this waiver, and the Company's plans with respect to the repayment of the funds advanced under the loans, including the timeframe within which it expects the repayment to occur; and</p> <p>(b) includes a statement of the reasons why the Company has chosen to obtain a financial accommodation from a Listing Rule 10.1 party rather than a lender that is not a Listing Rule 10.1 party,</p>

Register of ASX Listing Rule Waivers

	<p>and the steps the Company's board has taken to satisfy itself that the transaction is being entered into on arm's length terms and is fair and reasonable from the perspective of the holders of the Company's ordinary securities.</p>
<p>Basis For Decision</p>	<p>Underlying Policy Listed entities are required to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of securityholders 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 securityholders to accompany the notice of securityholders' meeting. This rule protects securityholders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested securityholders having approved that transaction with the benefit of full information. The rule supplements the related party provision of the Corporations Act (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).</p> <p>Present Application The Company has entered into loans with Octagonal Resources which holds an interest of 13.57% in the Company. The Company is proposing to grant security to Octagonal Resources over all the assets of the Company (excluding its subsidiaries and their assets) and a first ranking mortgage over all of the tenements of the Company. This amounts to a disposal of a substantial asset under Listing Rule 10.1. The Company is granted a waiver from Listing Rule 10.1 on a number of conditions, including that the security provides that in the event it is exercised, neither the security holder or any of its associates, are entitled to acquire the assets of the Company 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

Rule Number	10.13.3
Date	27/03/2019
ASX Code	LOM
Listed Company	LUCAPA DIAMOND COMPANY LIMITED
Waiver Number	WLC190049-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Lucapa Diamond Company Limited (the "Company") a waiver from Listing Rule 10.13.3 to the extent necessary to permit the Company's notice of meeting (the "Notice") seeking, amongst other things, shareholder approval for:</p> <p>1.1. the issue of up to 54,054,054 shares to Mr Ross Stanley in lieu of repayment of the principal amount of an unsecured \$10 million loan facility ("Loan Facility") ("Loan Facility Shares"); and</p> <p>1.2. the payment of interest of 10.5% per annum due to Mr Stanley, under the Loan Facility payable monthly partly through the issue of shares to Mr Stanley ("Interest Shares"),</p> <p>not to state that the Loan Facility Shares or the Interest Shares will be issued within one month of the date of the shareholders' meeting, on the following conditions:</p> <p>1.3. the Notice contains the full terms and conditions of the Loan Facility;</p> <p>1.4. the Loan Facility Shares and the Interest Shares will be issued no later than 31 May 2020, being the date which is 12 months after the Loan Facility is drawn down in full;</p> <p>1.5. if the Company releases its annual report during a period in which the Loan Facility Shares and Interest Shares are issued or remain to be issued, the annual report discloses details of the Loan Facility Shares and Interest Shares that have been issued and the interest payable under the Loan Facility;</p> <p>1.6. 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 a separate announcement;</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing Rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining shares on advantageous terms and increasing the related party's holding proportionate to other holdings. Unless one of the exceptions under Listing Rule 10.12 applies, a listed entity must seek shareholder approval before it can issue shares to a related party. Listing Rule 10.13 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities to a related party. 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>Present Application</p> <p>Pursuant to the terms of the Loan Facility, Mr Stanley is entitled to receive the following by way of issue of new ordinary shares in the Company in lieu of cash:</p>

Register of ASX Listing Rule Waivers

1.1. The principal amount of \$10 million;

1.2. 50% of the interest payments, payable monthly in arrears at 10.5% per annum.

The Company proposes to seek shareholder approval for the issue of up to 54,054,054 Loan Facility Shares. The issue price of the Loan Facility Shares will be the higher of the VWAP of the Company's shares calculated over the 10 trading days immediately preceding the date that the Loan Facility Shares are issued and \$0.185. The timing of the issue of the Loan Facility Shares is fixed and is not considered excessive (being 12 months from the date that the Loan Facility is fully drawn down) and the maximum amount of Loan Facility Shares that may be issued is known (being 54,054,054 shares). The degree of dilution if the maximum number of Loan Facility Shares are issued is known (10.22%) and the time extension requested being within 12 months of the date of the annual general meeting. Consequently, shareholders will be able to give informed consent to the degree of dilution they may suffer as a result of the issue of the Loan Facility Shares. There is also a sufficient degree of certainty about the basis for calculation of the number of Loan Facility Shares to be issued.

The exact number of Interest Shares to be issued in satisfaction of 50% of the monthly interest payments is not known. Any shares issued in satisfaction of interest on the Loan Facility will have an issue price equal to the higher of the VWAP of the Company's shares calculated over the 10 trading days immediately preceding the date that the Interest Shares are issued and \$0.185. The timing and structure for the issue of Interest Shares is to be outlined in the Notice seeking shareholder approval for the issue of Interest Shares. The interest rate and period of time over which the Interest Shares may be issued is fixed and not considered excessive, and the maximum dollar amount of the Interest Shares is known. Further, as the issue price includes a floor price the maximum dilution is known. The degree of dilution is not expected to be excessive in view of the listed entity's security price and the dollar value of the issue. In the context of a loan facility, 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 allow the Loan Facility Shares and the Interest Shares to be 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.

Rule Number	10.13.3
Date	29/03/2019
ASX Code	PGS
Listed Company	PLANET GAS LIMITED
Waiver Number	WLC190055-003
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") in relation to the acquisition by Planet Gas Limited (the "Company") of 100% of the issued capital of Big Sky Metals Pty Ltd ("BSM") (the "Acquisition") and recompliance with Chapters 1 and 2 of the Listing Rules grants a waiver from Listing Rule 10.13.3 to the extent necessary to permit the issue of shares to related parties (i) in full and final satisfaction of amounts owing by the Company to related parties on account of management fees, rent and unpaid directors' fees under a debt conversion, and (ii) pursuant to the capital raising, later than 1 month after shareholder approval is obtained, on the following conditions.</p> <p>1.1 The securities are issued on the same terms and conditions as approved by the holders of ordinary securities.</p> <p>1.2 The securities are issued at the same time as other securities issued under the prospectus, and in any event, no later than 3 months after shareholder approval is obtained.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	10.15.2
Date	18/03/2019
ASX Code	WPP
Listed Company	WPP AUNZ LTD
Waiver Number	WLC190062-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants WPP AUNZ Limited (the "Company") a waiver from Listing Rule 10.15.2 to the extent necessary to permit the Company's 2019 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 Performance Rights under the Company's long term incentive plan (the "LTIP") and Performance Shares under the Company's short term incentive plan (the "STIP"), to the Company's Acting Chief Executive Officer and Managing Director, Mr John Steedman, not to state the maximum number of Performance Rights and Performance Shares that may be issued to Mr Steedman, on condition that the Notice sets out the method by which the number of securities to be issued is calculated.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

Rule Number	14.11
Date	28/03/2019
ASX Code	APX
Listed Company	APPEN LIMITED
Waiver Number	WLC190045-001
Decision	<p>1. Based solely on the information provided, ASX grants Appen Limited (the "Company") a waiver from Listing Rule 14.11 to the extent necessary to permit the voting exclusion statement relating to the resolution in the Company's notice of general meeting seeking ratification of the prior issue of 13,255,814 shares at an issue price of \$21.50 per share (the "Placement") to state that the Company need not disregard a vote if it is cast by a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of beneficiaries who did not participate in the Placement ("Nominee Holders"), on the following conditions:</p> <p>1.1. The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the Placement, nor are they an associate of a person who participated in the Placement.</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>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	15.7
Date	22/03/2019
ASX Code	KPE
Listed Company	KINA PETROLEUM CORPORATION
Waiver Number	WLC190047-007
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Kina Petroleum Corporation (the "Company") a waiver from Listing Rule 15.7 to the extent necessary to permit the Company to provide announcements simultaneously to both ASX and Port Moresby Stock Exchange ("POMSoX").
Basis For Decision	<p>Underlying Policy An entity must not release information that is for release to the market to any person until it has given the information to ASX and received an acknowledgement that ASX has released the information to the market. This ensures that all investors have equal access to the information.</p> <p>Present Application The Company was incorporated in BVI and is intended to be listed on POMSoX. Different time zones can cause trading periods to vary between POMSoX and ASX. The Company may be required under both the POMSoX and ASX Listing Rules to lodge information immediately with each of the exchanges. The waiver is granted to permit information for release to the market to be released simultaneously to POMSoX and ASX.</p>