



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

**16 to 30 September 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**

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<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	4/09/2019
<b>ASX Code</b>	HOG
<b>Listed Company</b>	HAWKLEY OIL AND GAS LIMITED
<b>Waiver Number</b>	WLC190261-001
<b>Decision</b>	<p>1. Subject to Resolution 2 and based solely on the information provided, ASX Limited ("ASX") grants Hawkley Oil and Gas Limited (the "Company"), in connection with the acquisition of an oil and gas base project in Burke County, North Dakota, United States of America, comprising 10 wells and 6,300 acres and 29 drilling locations, from the various current owners ("Acquisition"), an interim loan to raise \$500,000 ("Interim Loan") and a proposed capital raising of between \$5,000,000 (minimum subscription) and \$7,000,000 (maximum subscription) via the issue of ordinary shares ("Capital Raising") a waiver from listing rule 2.1 condition 2 to the extent necessary to permit the issue of up to 233,333,333 fully paid ordinary shares pursuant to the Capital Raising ("Capital Raising Shares") at an issue price less than \$0.20 per Capital Raising Share, subject to the following conditions:</p> <p>1.1. The issue price of the Capital Raising Shares is not less than \$0.02 per share.</p> <p>1.2. The terms of this waiver are disclosed to the market and, along with the terms and conditions of the Capital Raising Shares, 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 Capital Raising Shares in conjunction with the approval obtained under listing rule 11.1.2 in respect of the Acquisition.</p> <p>1.4. The Company completes a consolidation of its capital structure in conjunction with the Acquisition 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 preceding the date of the announcement of the Acquisition, to achieve a market value for its securities of not less than two cents each.</p> <p>2. Resolution 1 only applies to 4 December 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>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> Standard Decision, refer to Guidance Note 17.</p>

<b>Rule Number</b>	1.8 condition 7
<b>Date</b>	18/09/2019
<b>ASX Code</b>	SCD
<b>Listed Company</b>	STANDARD CHARTERED PLC
<b>Waiver Number</b>	WLC190253-008
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Standard Chartered PLC (the 'Issuer') a waiver from Condition 7 of listing rule 1.8 to the extent that the Issuer does not need to be registered as a foreign company carrying on business in Australia under the Corporations Act.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity admitted as a debt issuer which is a foreign entity must be registered as a foreign company under the Corporations Act. This requirement supports the listing rule requirements.</p> <p><b>Present Application</b> The securities of the Issuer proposed to be quoted are wholesale debt securities. Section 601CD(2) of the Corporations Act only requires a foreign company that offers debentures to retail investors to be registered under the Corporations Act. The Issuer's debt security programme only permits the offer of wholesale debt securities and accordingly the Issuer's issue of debt securities does not constitute carrying on business in Australia. The Issuer is not required to be registered under the Corporations Act however various relevant provisions of the Corporations Act apply to the Issuer and its securities, notwithstanding that it is not registered. It is therefore considered appropriate that the waiver is granted.</p>

<b>Rule Number</b>	1.8 condition 11
<b>Date</b>	19/09/2019
<b>ASX Code</b>	POX
<b>Listed Company</b>	PROGRESS 2019-1 TRUST
<b>Waiver Number</b>	WLC190252-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Trustee Company Limited in its capacity as trustee of the Progress 2019-1 Trust (the 'Issuer') 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 debt securities to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

<b>Rule Number</b>	1.8 condition 11
<b>Date</b>	18/09/2019
<b>ASX Code</b>	SCD
<b>Listed Company</b>	STANDARD CHARTERED PLC
<b>Waiver Number</b>	WLC190253-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Standard Chartered PLC (the 'Issuer') 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 debt securities to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

<b>Rule Number</b>	2.1 condition 2
<b>Date</b>	4/09/2019
<b>ASX Code</b>	HOG
<b>Listed Company</b>	HAWKLEY OIL AND GAS LIMITED
<b>Waiver Number</b>	WLC190261-002
<b>Decision</b>	<p>1. Subject to Resolution 2 and based solely on the information provided, ASX Limited ("ASX") grants Hawkley Oil and Gas Limited (the "Company"), in connection with the acquisition of an oil and gas base project in Burke County, North Dakota, United States of America, comprising 10 wells and 6,300 acres and 29 drilling locations, from the various current owners ("Acquisition"), an interim loan to raise \$500,000 ("Interim Loan") and a proposed capital raising of between \$5,000,000 (minimum subscription) and \$7,000,000 (maximum subscription) via the issue of ordinary shares ("Capital Raising") a waiver from listing rule 1.1 condition 12 to the extent necessary to enable the Company to issue 12,500,000 options pursuant to the Interim Loan ("Options") 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 disclosed to the market and, along with the terms and conditions of the Options, are clearly disclosed in the Company's notice of meeting and 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>1.4 The Company completes a consolidation of its capital structure in conjunction with the Acquisition 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 preceding the date of the announcement of the Acquisition, to achieve a market value for its securities of not less than two cents each.</p> <p>2. Resolution 1 only applies to 4 December 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>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	2.1 condition 3
<b>Date</b>	19/09/2019
<b>ASX Code</b>	POX
<b>Listed Company</b>	PROGRESS 2019-1 TRUST
<b>Waiver Number</b>	WLC190252-002
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Trustee Company Limited in its capacity as trustee of the Progress 2019-1 Trust (the 'Issuer') a waiver from condition 3 of listing rule 2.1 to the extent necessary so that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the debt securities quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

<b>Rule Number</b>	2.1 condition 3
<b>Date</b>	18/09/2019
<b>ASX Code</b>	SCD
<b>Listed Company</b>	STANDARD CHARTERED PLC
<b>Waiver Number</b>	WLC190253-002
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Standard Chartered PLC (the 'Issuer') a waiver from condition 3 of listing rule 2.1 to the extent necessary so that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the debt securities quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b> This is a companion waiver to the waiver from listing rule 1.8 condition 11 and listing rule 8.2 granted to the Issuer.</p>



<b>Rule Number</b>	3.10.3
<b>Date</b>	18/09/2019
<b>ASX Code</b>	SCD
<b>Listed Company</b>	STANDARD CHARTERED PLC
<b>Waiver Number</b>	WLC190253-003
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Standard Chartered PLC (the 'Issuer'), a waiver from Listing rule 3.10.3 to the extent that the Issuer need only advise ASX of a proposed issue of debt securities if they are to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must tell ASX of a proposed issue of securities (and, if the issue of securities is a bonus issue or a pro rata issue, the entity must at that time give ASX an Appendix 3B). This disclosure maintains an informed market.</p> <p><b>Present Application</b> The debt securities of the Issuer being quoted are wholesale debt securities. The debt securities to be issued, and to be quoted on ASX, are to be issued in the wholesale debt market only. In addition, the Issuer may issue securities under multiple existing programmes in multiple jurisdictions and security holders are aware of the Issuer's ability to issue further debt securities from time to time. Notifying ASX of frequent issues in various jurisdictions would be an administrative burden on the Issuer. It is not considered that notification of every issue will add to the continuous disclosure regime for the debt securities. A waiver is granted to permit the Issuer to only advise ASX of a proposed issue of securities that are to be quoted on ASX.</p>

<b>Rule Number</b>	3.10.5
<b>Date</b>	19/09/2019
<b>ASX Code</b>	POX
<b>Listed Company</b>	PROGRESS 2019-1 TRUST
<b>Waiver Number</b>	WLC190252-003
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Trustee Company Limited in its capacity as trustee of the Progress 2019-1 Trust (the 'Issuer'), a waiver from listing rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of debt securities that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must tell ASX of an issue of securities and must give ASX an Appendix 3B in respect of those securities. An entity must tell ASX if any securities are restricted securities or subject to voluntary escrow. This disclosure maintains an informed market.</p> <p><b>Present Application</b> 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 Issuer 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 Issuer must still notify ASX of an issue of debt securities to be quoted on ASX and lodge an Appendix 3B in order to maintain an informed market.</p>

<b>Rule Number</b>	3.10.5
<b>Date</b>	18/09/2019
<b>ASX Code</b>	SCD
<b>Listed Company</b>	STANDARD CHARTERED PLC
<b>Waiver Number</b>	WLC190253-004
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Standard Chartered PLC (the "Issuer"), a waiver from listing rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of debt securities that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must tell ASX of an issue of securities and must give ASX an Appendix 3B in respect of those securities. An entity must tell ASX if any securities are restricted securities or subject to voluntary escrow. This disclosure maintains an informed market.</p> <p><b>Present Application</b> The debt securities of the Issuer being quoted are wholesale debt securities. The Issuer has been granted a waiver from listing rule 3.10.3 in relation to securities other than securities that are to be quoted on ASX. This is a companion waiver to the waiver from listing rule 3.10.3.</p>

<b>Rule Number</b>	6.23.2
<b>Date</b>	12/09/2019
<b>ASX Code</b>	EAR
<b>Listed Company</b>	ECHO RESOURCES LIMITED
<b>Waiver Number</b>	WLC190257-001
<b>Decision</b>	<p>1. Based solely on the information provided, in connection with the off-market takeover by Northern Star Resources Limited (the "Bidder") for all shares in Echo Resources Limited (the "Company")("Takeover"), ASX Limited grants the Company a waiver from listing rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration and without shareholder approval 11,500,000 unquoted options issued by the Company with various exercise prices and expiry dates ("Options") on the following conditions.</p> <p>1.1 the Takeover being declared unconditional;</p> <p>1.2 full details of the cancellation of the Options being included in the bidder's statement and the target's statement; and</p> <p>1.3 the Bidder acquiring voting power in the Company of at least 50.1%.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	6.24
<b>Date</b>	25/09/2019
<b>ASX Code</b>	APC
<b>Listed Company</b>	AUSTRALIAN POTASH LIMITED
<b>Waiver Number</b>	WLC190254-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Australian Potash Limited (the 'Company') a waiver from Listing Rule 6.24 to the extent necessary to permit the Company not to send the notices required by item 6.1 of Appendix 6A in relation to 37,594,906 quoted options exercisable at \$0.20 each trading under ASX code APCOA on or before 27 September 2019 ('Options'), on the following conditions:</p> <p>1.1 The information required by item 6.1 of Appendix 6A is released on the ASX Market Announcements Platform no later than 20 business days before expiry of the Options, together with a statement that an option expiry notice will not be sent to holders of the Options.</p> <p>1.2 If the market price of the Company's ordinary shares exceeds \$0.15 before 27 September 2019, the Company immediately sends an option expiry notice to holders of the Options.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	6.24
<b>Date</b>	23/09/2019
<b>ASX Code</b>	ESH
<b>Listed Company</b>	ESPORTS MOGUL LIMITED
<b>Waiver Number</b>	WLC190258-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants eSports Mogul Limited (the 'Company') a waiver from listing rule 6.24 to the extent necessary to permit the Company not to send the notices required by item 6.1 of Appendix 6A in relation to 346,478,207 quoted options exercisable at \$0.05 each on or before 30 October 2019 ('Expiring Options') trading under ASX code ESHO, on the following conditions:</p> <p>1.1 The information required by item 6.1 of Appendix 6A is released on the ASX Market Announcements Platform no later than 20 business days before expiry of the Options, together with a statement that an option expiry notice will not be sent to holders of Options; and</p> <p>1.2 If the market price of the Company's ordinary shares exceeds \$0.0375 before 30 October 2019, the Company immediately sends an option expiry notice to holders of the Options.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	6.24
<b>Date</b>	3/09/2019
<b>ASX Code</b>	GBZ
<b>Listed Company</b>	GBM RESOURCES LIMITED
<b>Waiver Number</b>	WLC190260-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants GBM Resources Limited (the "Company") a waiver from Listing Rule 6.24 to the extent necessary to permit the Company not to send the notices required by item 6.1 of Appendix 6A in relation to 203,391,744 quoted options exercisable at \$0.05 and expiring on 30 September 2019 ("Options"), on the following conditions.</p> <p>1.1. The information required by item 6.1 of Appendix 6A is released on the ASX Market Announcements Platform no later than 20 business days before expiry of the Expiring Options, together with a statement that an option expiry notice will not be sent to holders of the Options.</p> <p>1.2. If the market price of the Company's ordinary shares exceeds \$0.0375 before 30 September 2019, the Company immediately sends an option expiry notice to holders of the Options.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	6.24
<b>Date</b>	19/09/2019
<b>ASX Code</b>	POX
<b>Listed Company</b>	PROGRESS 2019-1 TRUST
<b>Waiver Number</b>	WLC190252-004
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Trustee Company Limited in its capacity as trustee of the Progress 2019-1 Trust (the 'Issuer') a waiver from listing rule 6.24 to the extent necessary to permit the Issuer to follow a timetable for interest payments outlined in the Information Memorandum dated 13 June 2019, on condition that on the next business day after an interest payment date the Issuer tells ASX the following.</p> <p>1.1 The record date for the next interest period. 1.2 The payment date for the next interest period.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.24 (Appendix 6A paragraph 2) requires an entity to comply with Appendix 6A which prescribes the timetable and information notification requirements for various corporate actions. This requirement ensures that security holders and the market are given timely information regarding their securities, and assists ASX to maintain orderly trading and settlement of securities. Paragraph 2 of Appendix 6A applies to interest payments on quoted debt securities.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest monthly. The Information Memorandum dated 13 June 2019 in relation to the securities specifies the record date for the debt securities is three business days before an interest payment date. The waiver is granted on the condition that the entity tells ASX the relevant dates for the next interest period the business day after a payment has been made. This requirement ensures that an informed market is maintained.</p>



<b>Rule Number</b>	6.24
<b>Date</b>	27/09/2019
<b>ASX Code</b>	RNU
<b>Listed Company</b>	RENASCOR RESOURCES LIMITED
<b>Waiver Number</b>	WLC190273-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Renascor Resources Limited (the 'Company') a waiver from listing rule 6.24 to the extent necessary to permit the Company not to send the notices required by item 6.1 of Appendix 6A in relation to 114,761,096 quoted options exercisable at \$0.03 each and expiring on 31 October 2019 ("Options"), on the following conditions.</p> <p>1.1 The information required by item 6.1 of Appendix 6A is released on the ASX Market Announcements Platform no later than 20 business days before expiry of the Expiring Options, together with a statement that an option expiry notice will not be sent to holders of the Options.</p> <p>1.2 If the market price of the Company's ordinary shares exceeds \$0.0225 before 31 October 2019, the Company immediately sends an option expiry notice to holders of the Options.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must send a notice to the holder of quoted options at least 20 business days before the conversion or expiry date of the options. This provides the option holder with the basis of an informed decision to exercise the option.</p> <p><b>Present Application</b> Standard Decision, refer to Guidance Note 17.</p>

<b>Rule Number</b>	7.1
<b>Date</b>	24/09/2019
<b>ASX Code</b>	SLK
<b>Listed Company</b>	SEALINK TRAVEL GROUP LIMITED
<b>Waiver Number</b>	WLC190272-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants SeaLink Travel Group Limited (the 'Company') a waiver from Listing Rule 7.1, in connection with the Company conducting a placement of fully paid ordinary shares to institutional investors ('Placement'), and a pro-rata accelerated, non-renounceable entitlement offer of new fully paid ordinary shares ('Entitlement Offer'), to the extent necessary to permit the Company to calculate the number of ordinary shares which it may agree to issue under the Placement without shareholder approval on the basis that variable "A" of the formula in Listing Rule 7.1 is deemed to include the number of ordinary shares in the Company that may be issued under the Entitlement Offer, subject to the following conditions.</p> <p>1.1 In the event that the full number of ordinary shares offered under the Entitlement Offer is not issued, and the number of ordinary shares represented by the Placement thereby exceeds 15% of the actual number of the Company's shares following completion of the Entitlement Offer, the Company's 15% capacity under Listing Rule 7.1 following completion of the Entitlement Offer, is to be diminished by that number of ordinary shares issued under the Placement that exceeded the Company's 15% capacity under Listing rule 7.1 at the time of the Placement.</p> <p>1.2 The Entitlement Offer is fully underwritten.</p> <p>1.3 The ordinary shares issued under the Placement are issued at the same time or after the issue of ordinary shares under the institutional component of the Entitlement Offer and are included in variable "C" in the formula in Listing Rule 7.1 until their issue has been ratified by shareholders or 12 months has passed since their issue.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. The actual number of equity securities that a listed entity may issue without prior ordinary security holder approval is calculated by reference to a formula in Listing Rule 7.1, and is approximately 15% of the number of fully paid ordinary securities (the formula is more complex than this description indicates, and is set out in full in Listing Rule 7.1). A number of exceptions from the requirement to limit the number of equity securities that may be issued without prior ordinary security holder approval are permitted under Listing Rule 7.2, including where securities are issued under a pro rata entitlement offer.</p>

## Register of ASX Listing Rule Waivers

### Present Application

The Company is proposing to undertake a Placement to certain institutional investors based on the calculation of capacity that includes ordinary shares yet to be issued under the Entitlement Offer. The Entitlement Offer will be fully underwritten and the issue of ordinary shares under the Entitlement Offer and Placement will be made at or around the same time. This is effectively a timing waiver that will permit the Company to draw down on its future issuing capacity under Listing Rule 7.1 that will be created by the fully underwritten Entitlement Offer once it has been completed.

<b>Rule Number</b>	7.1
<b>Date</b>	21/09/2019
<b>ASX Code</b>	SXE
<b>Listed Company</b>	SOUTHERN CROSS ELECTRICAL ENGINEERING LTD
<b>Waiver Number</b>	WLC190275-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Southern Cross Electrical Engineering Limited (the "Company") a waiver from listing rule 7.1 to the extent necessary to permit the Company to issue securities pursuant to an underwriting agreement for the Company's dividend reinvestment plan ("DRP") in respect of the dividend scheduled to be paid on 10 October 2019 ("Dividend") only, without obtaining security holder approval, on the following conditions:</p> <p>1.1 The underwritten securities are issued not later than 15 business days after the Dividend payment date;</p> <p>1.2 Related parties and their associates do not act as underwriter or sub-underwriters to the DRP unless they obtain prior security holder approval under Listing Rule 10.11;</p> <p>1.3 The DRP does not contain a limit on security holder participation; and</p> <p>1.4 Any securities issued in accordance with the instructions of the underwriter or sub-underwriter are issued at a price equal to or greater than the price at which other securities under the DRP are issued.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	7.1
<b>Date</b>	26/09/2019
<b>ASX Code</b>	SLC
<b>Listed Company</b>	SUPERLOOP LIMITED
<b>Waiver Number</b>	WLC190277-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Superloop Limited (the "Company") a waiver from listing rule 7.1, in connection with the Company conducting a placement of fully paid ordinary shares ("Shares") to institutional investors ("Tranche I Placement"), and an accelerated non-renounceable pro rata entitlement offer ("Entitlement Offer"), to the extent necessary to permit the Company to calculate the number of Shares which it may agree to issue under the Tranche I Placement without shareholder approval on the basis that variable "A" of the formula in listing rule 7.1 is deemed to include the number of Shares in the Company that may be issued under the institutional component of the Entitlement Offer and the underwritten component of the retail Entitlement Offer, subject to the following conditions.</p> <p>1.1. In the event that the full number of ordinary shares offered under the underwritten components of the Entitlement Offer is not issued, and the number of shares represented by the Placement thereby exceeds 15% of the actual number of the Company's shares following completion of the Entitlement Offer, the Company's 15% capacity under Listing Rule 7.1 following completion of the Entitlement Offer, is to be diminished by that number of shares issued under the Placement that exceeded the Company's 15% capacity under Listing rule 7.1 at the time of the Placement.</p> <p>1.2. The Entitlement Offer is fully underwritten.</p> <p>1.3. The ordinary shares issued under the Tranche I Placement are issued at the same time or after the issue of shares under the Entitlement Offer and are included in variable "C" in the formula in Listing Rule 7.1 until their issue has been ratified by shareholders or 12 months has passed since their issue.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Listing Rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. The actual number of equity securities that a listed entity may issue without prior ordinary security holder approval is calculated by reference to a formula in Listing Rule 7.1, and is approximately 15% of the number of fully paid ordinary securities (the formula is more complex than this description indicates, and is set out in full in Listing Rule 7.1). A number of exceptions from the requirement to limit the number of equity securities that may be issued without prior ordinary security holder approval are permitted under Listing Rule 7.2, including where securities are issued under a pro rata entitlement offer.</p>

## Register of ASX Listing Rule Waivers

### Present Application

The Company is proposing to undertake the Tranche I Placement to certain institutional investors based on the calculation of capacity that includes securities yet to be issued under the Entitlement Offer. The Entitlement Offer will be fully underwritten and the issue of Shares under the Entitlement Offer and Tranche I Placement will be made at around the same time. This is effectively a timing waiver that will permit the Company to draw down on its future issuing capacity under listing rule 7.1 that will be created by the underwritten component of the Entitlement Offer once it has been completed.

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<b>Rule Number</b>	7.3.2
<b>Date</b>	20/09/2019
<b>ASX Code</b>	LOT
<b>Listed Company</b>	LOTUS RESOURCES LIMITED
<b>Waiver Number</b>	WLC190262-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Hylea Metals Limited (the "Company") a waiver from listing rule 7.3.2 to the extent necessary to permit the Company in its notice of meeting ("Notice") seeking shareholder approval for the acquisition of an indirect 65% interest in Paladin Africa Limited ("Acquisition") from Paladin Energy Minerals Pty Ltd ("Vendor") and the issue of:</p> <p>1.1 90,000,000 ordinary fully paid shares to be issued at a deemed price of \$0.02 to the Vendor ("Initial Consideration Shares"); and</p> <p>1.2 up to 225,000,000 ordinary fully paid shares at an issue price of \$0.02 per share to raise between \$4,000,000 and \$4,500,000, together with up to 112,500,000 attaching options exercisable at \$0.04 and expiring three years from the date of grant, to be issued to professional and sophisticated investors ("Second Placement Securities"),</p> <p>not to state that the Initial Consideration Shares and Second Placement Securities be issued within 3 months of the date of the shareholders' meeting, on the following conditions:</p> <p>1.3 the Initial Consideration Shares and Second Placement Securities must be issued before 28 February 2020;</p> <p>1.4 for any annual reporting period during which any of the Initial Consideration Shares and Second Placement Securities have been issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Initial Consideration Shares and Second Placement Securities issued in that annual reporting period, the number of Initial Consideration Shares and Second Placement Securities that remain to be issued and the basis on which the Initial Consideration Shares and Second Placement Securities may be issued;</p> <p>1.5 in any half year or quarterly report for a period during which the Initial Consideration Shares or Second Placement Securities are issued or remain to be issued, the Company includes a summary statement of the number issued during the reporting period, and the number that remain to be issued and the basis on which they may be issued;</p> <p>1.6 the Company releases the terms of the waiver to the market immediately; and</p> <p>1.7 the Notice contains the full terms and conditions of the Initial Consideration Shares and the Second Placement Securities.</p>

# Register of ASX Listing Rule Waivers

Basis For Decision	
	<p><b>Underlying Policy</b> Listing rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. This limit is not applicable if security holders' approve the issue of the securities at a general meeting. Listing rule 7.3 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities. In particular, listing rule 7.3.2 requires the date by which the entity will issue the securities and this date must be no later than 3 months after the date of the meeting, or, for court approved reorganisations of capital, no later than 3 months after the date of the court approval. This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p><b>Present Application</b> Where a listed entity has entered into a commercial transaction which calls for the issue of securities as consideration at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the issue of the securities is 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 securities as the counterparty performs its obligations, while maintaining the principle that shareholders must give their informed consent to future issues of securities. Subject to shareholder approval, the Company is proposing to issue up to 90,000,000 shares (being the Initial Consideration Shares) and up to 225,00,000 shares and 112,500,000 attaching options (being the Second Placement Securities) pursuant to the Acquisition and associated capital raising. The number of securities to be issued is fixed and shareholders will know the potential dilution at the time of voting on the resolution. There is a sufficient degree of certainty so that shareholders are able to give their informed consent to the issue of the Initial Consideration Shares and the Second Placement Securities. The extension of time requested by the Company is within ASX precedent for similar waivers.</p>

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<b>Rule Number</b>	7.3.8
<b>Date</b>	18/09/2019
<b>ASX Code</b>	BUD
<b>Listed Company</b>	BUDDY TECHNOLOGIES LTD
<b>Waiver Number</b>	WLC190255-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Buddy Technologies Limited (the 'Company') a waiver from Listing Rule 7.3.8 to the extent necessary to permit the Company permit the resolution in the Company's notice of meeting ('Notice') to approve the issue of up to 250,000,000 fully paid ordinary shares in the Company at an issue price of \$0.02 per share ('SPP Shares') to eligible shareholders under the Company's Share Purchase Plan ('SPP'), not to include a voting exclusion statement that excludes the votes of persons who may participate in the SPP, on the following conditions:</p> <p>1.1 that the SPP is not underwritten, or if it is underwritten, the Company excludes any votes cast in favour of that resolution by any proposed underwriter or sub-underwriter of the SPP; and</p> <p>1.2 that the Company excludes any votes cast in favour of that resolution by any investor who may receive shares under any SPP shortfall.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	8.2
<b>Date</b>	19/09/2019
<b>ASX Code</b>	POX
<b>Listed Company</b>	PROGRESS 2019-1 TRUST
<b>Waiver Number</b>	WLC190252-005
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Trustee Company Limited in its capacity as trustee of the Progress 2019-1 Trust (the 'Issuer') a waiver from listing rule 8.2 to the extent necessary that Issuer need not provide an issuer sponsored subregister as long as the waiver to listing rule 2.1, condition 3 operates.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            An entity is to provide an issuer sponsored subregister for securities except where listing rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b>            This is a companion waiver to the waiver from listing rule 1.8 condition 11 and listing rule 2.1 condition 3 granted to the Issuer.</p>

<b>Rule Number</b>	8.2
<b>Date</b>	18/09/2019
<b>ASX Code</b>	SCD
<b>Listed Company</b>	STANDARD CHARTERED PLC
<b>Waiver Number</b>	WLC190253-005
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grant Standard Chartered PLC (the 'Issuer') a waiver from listing rule 8.2 to the extent necessary that Issuer need not provide an issuer sponsored subregister as long as the waiver to listing rule 2.1, condition 3 operates.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>                  2. An entity is to provide an issuer sponsored subregister for securities except where listing rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b>                  This is a companion waiver to the waiver from listing rule 1.8 condition 11 and listing rule 2.1 condition 3 granted to the Issuer.</p>

<b>Rule Number</b>	8.10
<b>Date</b>	19/09/2019
<b>ASX Code</b>	POX
<b>Listed Company</b>	PROGRESS 2019-1 TRUST
<b>Waiver Number</b>	WLC190252-006
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Trustee Company Limited in its capacity as trustee of the Progress 2019-1 Trust (the 'Issuer') a waiver from listing rule 8.10 to allow the Issuer to refuse to register transfers of debt securities from the date which is three business days before an interest payment date or the maturity date of the debt securities, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES. The Issuer is required to close the register of a series of debt securities from the close of three business days prior to an interest payment date or the maturity date. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p>

<b>Rule Number</b>	8.10
<b>Date</b>	18/09/2019
<b>ASX Code</b>	SCD
<b>Listed Company</b>	STANDARD CHARTERED PLC
<b>Waiver Number</b>	WLC190253-006
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Standard Chartered PLC (the 'Issuer') a waiver from listing rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is eight calendar days before an interest payment date or the maturity date of the notes, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHESS. The Issuer is required to close the register of a series of debt securities from the close of eight 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>

<b>Rule Number</b>	8.21
<b>Date</b>	19/09/2019
<b>ASX Code</b>	POX
<b>Listed Company</b>	PROGRESS 2019-1 TRUST
<b>Waiver Number</b>	WLC190252-007
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Trustee Company Limited in its capacity as trustee of the Progress 2019-1 Trust (the 'Issuer') a waiver from listing rule 8.21 to the extent necessary to permit the Issuer to 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 in Austraclear, send confirmation of a change of address to a security holder at the holder's old address.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p>

<b>Rule Number</b>	8.21
<b>Date</b>	18/09/2019
<b>ASX Code</b>	SCD
<b>Listed Company</b>	STANDARD CHARTERED PLC
<b>Waiver Number</b>	WLC190253-007
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grant Standard Chartered PLC (the 'Issuer') a waiver from listing rule 8.21 to the extent necessary to permit the Company to 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 in Austraclear, send confirmation of a change of address to a security holder at the holder's old address.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p>

<b>Rule Number</b>	9.1.3
<b>Date</b>	18/09/2019
<b>ASX Code</b>	S3R
<b>Listed Company</b>	SERPENTINE TECHNOLOGIES LIMITED
<b>Waiver Number</b>	WLC190274-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Serpentine Technologies Limited (the 'Company') a waiver from listing rule 9.1.3 to the extent necessary to apply the restrictions in paragraph 1 or paragraph 2 of Appendix 9B (as applicable) to securities to be issued by the Company to the existing shareholders of Keyhole TIG Limited ('K-TIG') ('K-TIG Shareholders') as follows.</p> <p>1.1 The shares issued to the K-TIG Shareholders who subscribed cash for their shares in K-TIG are treated as being held by related party or promoter seed capitalists, or unrelated seed capitalists, of the Company, as appropriate to each K-TIG Shareholder.</p> <p>1.2 Cash formula relief is applicable to those shares that are issued to persons who subscribed for their shares in K-TIG for cash consideration.</p> <p>1.3 For the purpose of determining the length of the escrow period for shares issued to related party or promoter K-TIG 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 re-compliance with chapters 1 and 2 of the Listing Rules.</p> <p>1.4 For the purpose of determining the length of the escrow period for shares issued to unrelated seed capitalists of K-TIG and which are subject to 12 months escrow, the 12 months escrow period will be deemed to begin on the date on which shares in K-TIG were issued to those persons.</p> <p>1.5 The escrow period for Shares issued to such vendors as consideration shares will begin on the date the relevant securities were originally issued to the vendors by K-TIG.</p> <p>1.6 The escrow period for convertible note shares issued to convertible note holders will begin on the date the convertible notes were originally issued to the convertible note holders.</p> <p>2. Resolution 1 is conditional on the Company acquiring 100% of the issued capital of K-TIG and the entire business of K-TIG being acquired by the Company.</p>
<b>Basis For Decision</b>	<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 re-compliance 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</p>



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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 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 K-TIG. The securities of the Company issued to the K-TIG shareholders are subject to escrow restrictions in chapter 9 and Appendix 9B of the Listing Rules. The K-TIG shareholders who receive shares as consideration for the acquisition of their K-TIG shares are technically vendors of a classified asset for the purposes of their classification under Appendix 9B. If, however, K-TIG had applied for listing in its own right, 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 K-TIG, 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 by a listed or to-be listed entity, and the unlisted entity that is acquired by the to-be listed entity does not return capital, distribute any assets or make any unusual distributions to its shareholders before the acquisition becomes effective. A waiver is granted to permit the K-TIG shareholders to be treated as seed capitalists of the Company and cash formula relief applicable using the conversion ratio calculation, and be subject to the relevant escrow period for their classification. 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 promoter or related party seed capitalists should be subject to escrow for a period of 24 months commencing at the time of quotation of the to-be listed entity's securities.

<b>Rule Number</b>	10.1
<b>Date</b>	26/09/2019
<b>ASX Code</b>	PGG
<b>Listed Company</b>	PARTNERS GROUP GLOBAL INCOME FUND
<b>Waiver Number</b>	WLC190268-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants by Partners Group Global Income Fund ("PGG"), a waiver from Listing Rule 10.1 to the extent necessary to permit PGG to make initial and ongoing investments in a profit participation note ("PPN") issued by PG Global Income Investments Loan Strategy Designated Activity Company (the "Company"), who will acquire units in the Partners Group Global Senior Loan Master Fund SICAV ("PGG SMLF"), and make redemptions of the PPN and units in PGG SMLF, without unitholder approval, on the following conditions:</p> <p>1.1 funds are invested by Partners Group Private Markets (Australia) Pty Ltd, the manager of PGG, in accordance with the investment objective and strategy disclosed in PGG's product disclosure statement dated 29 July 2019 ('PDS');</p> <p>1.2 redemptions and applications in the PPN and PPG SMLF must occur in accordance with the representations made in the PDS; and</p> <p>1.3 redemptions and applications in the PPN and PGG SMLF must occur on the basis of ordinary industry practices and prices that are consistent with what does or would apply to other investors in those funds.</p> <p>2. Resolution 1 applies until 18 September 2022.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listed entities are required to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders, who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and sent it to security holders to accompany the notice of security holder's meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provisions of the Corporations Act 2001 (Cth) (or, in the case of foreign entities, the related party provisions in the law of their home jurisdiction).</p>

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### Present Application

PGG's investment objective is to provide unitholders with a monthly income stream, and it intends to achieve this objective by investing in the PPN and PGG SMLF. The Manager of PGG is a related party of the portfolio manager of the Company and the manager of PGG SMLF and is therefore considered a party to whom listing rule 10.1.5 applies. The value of the PPN in the Company and units in PGG SMLF acquired and redeemed from time to time may exceed 5% of the equity interests in PGG and accordingly will be considered a substantial asset for the purposes of listing rule 10.1. The offer document for the initial public offering clearly discloses the related party nature of PGG's structure and its investment strategy and the manner in which it intends to achieve that strategy through the investment in the PPN and PGG SMLF, and the fees payable to the Manager. The Trust proposes to acquire additional PPN and units in PGG SMLF, and redeem the PPN and units in PGG SMLF from time-to-time. A waiver from Listing Rule 10.1 is granted for a period of three years to permit PGG to make initial and ongoing investments in the PPN and acquisition of units in the PGG SMLF and make redemptions of the PPN and units in the PGG SMLF.

<b>Rule Number</b>	10.1
<b>Date</b>	18/09/2019
<b>ASX Code</b>	PL8
<b>Listed Company</b>	PLATO INCOME MAXIMISER LIMITED.
<b>Waiver Number</b>	WLC190271-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Plato Income Maximiser Limited (the 'Company') a waiver from Listing Rule 10.1 to the extent necessary to permit the Company's acquisition of additional F class units (the 'F Class Units') in the Plato Australian Shares Income Fund (the 'Plato Fund') without shareholder approval, subject to the following conditions:</p> <p>1.1 Funds are invested by Plato Investment Management Limited, the manager of the Company and Plato Fund (the 'Manager') in accordance with the investment strategy disclosed in the Company's initial public offering prospectus dated 1 March 2017 (the 'IPO Prospectus'); and</p> <p>1.2 Funds are invested by the Manager solely in direct investments in the F Class Units as contemplated in the IPO Prospectus;</p> <p>1.3 Redemptions and applications in the Plato Fund must occur in accordance with the representations made in the IPO Prospectus.</p> <p>1.4 Redemptions and applications in the Plato Fund must occur on the basis of ordinary industry practices and prices that are consistent with what does or would apply to other investors in that fund; and</p> <p>2. Resolution 1 applies until 18 September 2022.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listed entities are required to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders, who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holder's meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provisions of the Corporations Act 2001 (Cth) (or, in the case of foreign entities, the related party provisions in the law of their home jurisdiction).</p> <p><b>Present Application</b> The Company's investment strategy is to invest in F class units issued by the responsible entity of the Plato Fund which provides investors with exposure to a portfolio of ASX listed entities, as well as SPI futures and cash. The Manager of the Company is also the Manager of the Plato Fund, and both entities share the same investment strategy. The Manager is therefore considered to be a party to whom Listing Rule 10.1.5 applies in relation to the Company. The value of the F Class Units to be acquired using the proceeds of the Entitlement Offer exceeds 5% of the equity interests of the Company and accordingly will be a 'substantial</p>

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asset' for the purposes of Listing Rule 10.1. The offer document for the Company's IPO and for the entitlement offer disclose the related party nature of the Company's investment structure and its investment strategy and the manner in which it intends to achieve that strategy through the investment in the F Class Units in the Plato Fund and the fees payable to the investment manager. The Company proposes to acquire additional F Class Units in the Plato Fund which have exposure to the same investments made at IPO. A waiver from Listing Rule 10.1 is granted for a period of three years to permit the Company's acquisition of additional F Class Units in the Plato Fund.

<b>Rule Number</b>	10.1
<b>Date</b>	27/09/2019
<b>ASX Code</b>	TER
<b>Listed Company</b>	TERRACOM LIMITED
<b>Waiver Number</b>	WLC190278-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants TerraCom Limited (the 'Company') a waiver from listing rule 10.1 to the extent necessary to permit the Company to grant security over the assets and undertaking of the Company in favour of OCP Asia (Singapore) Pte Limited ("Lender") (the "Security") to secure the Company's obligations under a loan agreement for an amount of up to \$100 million and the facility held in the name of the Lender and drawn down by the Company as required (the "Loan Facility") provided by the Lender without obtaining shareholder approval, on the following conditions.</p> <p>1.1 The Security includes a term that if an event of default occurs and the Lender exercises their rights under the Security, neither the Lender 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 the Lender exercising their power of sale under the Security and selling the assets to an unrelated third party on arm's length commercial terms and conditions and distributing the cash proceeds to the Lender or any of its associates in accordance with their legal entitlements.</p> <p>1.2 A summary of the material terms of the Security is made in each annual report of the Company during the term of the Security.</p> <p>1.3 Any variations to the terms of the Security which are:</p> <p>1.3.1 not a minor change; or</p> <p>1.3.2 inconsistent with the terms of the waiver, must be subject to shareholder approval.</p> <p>1.4 The Company and the Lender must seek to discharge the Security when the funds advanced to the Company are repaid (other than when the funds are prepaid and redrawn within the original term of the Loan Facility), or if it is not discharged, seek shareholder approval for the continuation of the Security for any further period.</p> <p>1.5 The Company immediately releases to the market an announcement which sets out the material terms of the transaction and this waiver upon finalisation of the Loan Facility with the Lender, including:</p> <p>1.5.1 the Company's plans with respect to the repayment of the funds advanced under the Loan Facility, and discharge of the Security, including the timeframe within which it expects the repayment and discharge to occur; and</p> <p>1.5.2 a statement of the reasons why the Company has chosen to obtain a financial accommodation from a related party rather than a lender that is not a related party, and the steps the Company's board has taken to satisfy itself that the transaction is being entered into on arms' length terms and is fair and reasonable from the perspective of the Company's shareholders.</p>

## Register of ASX Listing Rule Waivers

<p><b>Basis For Decision</b></p>	<p><b>Underlying Policy</b>  Listed entities are required to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provision of the Corporations Act (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction)</p> <p><b>Present Application</b>  A waiver from Listing Rule 10.1 is warranted as the Company's obligations under the Loan Facility provided by a substantial shareholder will be secured over the assets of the Company. The granting of a security in favour of the related party lender constitutes a disposal of a substantial asset within the meaning of Listing Rules 10.1 and 10.2. Listing Rule 19.12 defines "dispose" to include "using an asset as collateral". In its most recent annual report for the year ended 30 June 2019, the Company's total equity was \$70,447,000. The Loan Facility of up to \$100,000,000, pursuant to which the Company is using all of its assets as collateral, is more than 5% of the Company's total equity. Accordingly, the use of all of the Company's assets as collateral constitutes the disposal of a "substantial asset" for the purposes of Listing Rule 10.2. The Company is granted a waiver from Listing Rule 10.1 to enable it to have in place a security over its assets in favour of the related party entity, subject to a number of conditions, including that the security documents provide that in the event the security is exercised, neither the related party or any of its associates are entitled to acquire the assets without the Company first complying with any applicable listing rules, including Listing Rule 10.1. This condition provides a sufficient safeguard against value-shifting to the related party. Accordingly, it is proposed to grant a waiver from Listing Rule 10.1 subject to usual conditions.</p>
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<b>Rule Number</b>	10.1
<b>Date</b>	26/09/2019
<b>ASX Code</b>	VBS
<b>Listed Company</b>	VECTUS BIOSYSTEMS LIMITED
<b>Waiver Number</b>	WLC190279-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Vectus Biosystems Limited ("the Company") a waiver from Listing Rule 10.1 to the extent necessary to permit the Company to grant security over the assets and undertaking of the Company in favour of Maurie Stang ("Lender") (the "Security") to secure the Company's obligations under a loan agreement for an amount of up to \$2,500,000 and the facility held in the name of the Lender and drawn down by the Company as required (the "Loan Facility") provided by the Lender without obtaining shareholder approval, on the following conditions.</p> <p>1.1 The Security includes a term that if an event of default occurs and the Lender exercises their rights under the Security, neither the Lender 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 the Lender exercising their power of sale under the Security and selling the assets to an unrelated third party on arm's length commercial terms and conditions and distributing the cash proceeds to the Lender or any of its associates in accordance with their legal entitlements.</p> <p>1.2 A summary of the material terms of the Security is made in each annual report of the Company during the term of the Security.</p> <p>1.3 Any variations to the terms of the Security which are:</p> <p>1.3.1 not a minor change; or</p> <p>1.3.2 inconsistent with the terms of the waiver, must be subject to shareholder approval.</p> <p>1.4 The Company and the Lender must seek to discharge the Security when the funds advanced to the Company are repaid (other than when the funds are prepaid and redrawn within the original term of the Loan Facility), or if it is not discharged, seek shareholder approval for the continuation of the Security for any further period.</p> <p>1.5 The Company immediately releases to the market an announcement which sets out the material terms of the transaction and this waiver upon finalisation of the Loan Facility with the Lender, including:</p> <p>1.5.1 the Company's plans with respect to the repayment of the funds advanced under the Loan Facility, and discharge of the Security, including the timeframe within which it expects the repayment and discharge to occur; and</p> <p>1.5.2 a statement of the reasons why the Company has chosen to obtain a financial accommodation from a related party rather than a lender that is not a related party, and the steps the Company's board has taken to satisfy itself that the transaction is being entered into on arms' length terms and is fair and reasonable from the perspective of the Company's shareholders.</p>



## Register of ASX Listing Rule Waivers

Basis For Decision	
	<p><b>Underlying Policy</b> Listed entities are required to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provision of the Corporations Act (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).</p> <p><b>Present Application</b> A waiver from Listing Rule 10.1 is warranted as the Company's obligations under the Loan Facility provided by an entity controlled by one of the directors of the Company will be secured over the assets of the Company. The granting of a security in favour of the related party lender constitutes a disposal of a substantial asset within the meaning of Listing Rules 10.1 and 10.2. Listing Rule 19.12 defines "dispose" to include "using an asset as collateral". In its most recent preliminary final report for the year ended 30 June 2019, the Company's total equity was -\$3,731,000. The Loan Facility of up to \$2,500,000, pursuant to which the Company is using all of its assets as collateral, is more than 5% of the Company's total equity. Accordingly, the use of all of the Company's assets as collateral constitutes the disposal of a "substantial asset" for the purposes of Listing Rule 10.2. The Company is granted a waiver from Listing Rule 10.1 to enable it to have in place a security over its assets in favour of the related party entity, subject to a number of conditions, including that the security documents provide that in the event the security is exercised, neither the related party or any of its associates are entitled to acquire the assets without the Company first complying with any applicable listing rules, including Listing Rule 10.1. This condition provides a sufficient safeguard against value-shifting to the related party. Accordingly, it is proposed to grant a waiver from Listing Rule 10.1 subject to usual conditions.</p>

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<b>Rule Number</b>	10.7
<b>Date</b>	27/09/2019
<b>ASX Code</b>	PEK
<b>Listed Company</b>	PEAK RESOURCES LIMITED
<b>Waiver Number</b>	WLC190269-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Peak Resources Limited (the 'Company') a waiver from Listing Rule 10.7 to the extent necessary to permit the Company to issue 327,490,452 fully paid ordinary shares in the Company ("Shares") to Appian Pinnacle Holdco Limited ('Appian'), or its nominee, as consideration for Appian's 20% interest in Peak African Minerals Limited ("PAM").</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing Rule 10.1 requires listed entities to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provisions of the Corporations Act (or, in the case of foreign entities, the related party provisions in the law of their home jurisdiction). If the asset being acquired from such a person is a classified asset then to ensure the vendor does not receive benefit until value of asset has become apparent and is reflected in market price of entity's securities, listing rule 10.7 requires that the consideration paid must be in the form of restricted securities.</p> <p><b>Present Application</b>  Listing Rule 10.7 states that if an acquisition to which Listing Rule 10.1 applies is of a classified asset, the consideration must be restricted securities. In this case the Company is proposing to acquire the remaining 25% interest in PAM it does not already own and by virtue of this holding, the remaining 25% interest in the Ngulla Project. Of the remaining 25% interest, Appian holds 20%. As consideration for the acquisition of Appian's interest, the Company proposes to issue the Shares (being 327,490,452 fully paid ordinary shares) to Appian or its nominee. The Company has requested a waiver from Listing Rule 10.7 to allow the consideration to include consideration other than restricted securities as required by the rule. The Company has held an interest in the Ngulla Project since February 2012, and is subject to continuous disclosure obligations. ASX has previously been prepared to grant a waiver from Listing Rule 10.7 if the acquiring entity previously held an interest in the classified asset and was merely increasing its interest in the asset. It is considered that the market has had sufficient time to reflect the value of the underlying assets in the price of the Company's securities. It is proposed to grant the waiver requested.</p>

<b>Rule Number</b>	10.11
<b>Date</b>	18/09/2019
<b>ASX Code</b>	BUD
<b>Listed Company</b>	BUDDY TECHNOLOGIES LTD
<b>Waiver Number</b>	WLC190255-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Buddy Technologies Limited (the 'Company') a waiver from listing rule 10.11 to the extent necessary to permit the Directors of the Company to participate in the Company's Share Purchase Plan ('SPP'), without shareholder approval on the following conditions:</p> <p>1.1 shareholders of the Company approve the SPP at the Company's upcoming general meeting; and</p> <p>1.2 Directors and their associates are offered Shares under the SPP on the same terms as other shareholders.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

<b>Rule Number</b>	10.13.3
<b>Date</b>	20/09/2019
<b>ASX Code</b>	LAA
<b>Listed Company</b>	LATAM AUTOS LIMITED
<b>Waiver Number</b>	WLC190265-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants LatAm Autos Limited (the "Company") a waiver from Listing Rule 10.13.3 to the extent necessary to permit the Company's notice of general meeting ("Notice") to approve the issues of 1,818,182 ordinary shares to Mr Hanna, a non-executive director of the Company (or his nominee) and 818,182 ordinary shares to Mr Cahill, a non-executive director of the Company (or his nominee), in lieu of remuneration, (together, "Remuneration Shares") not to state that the Remuneration Shares will be issued no later than one month after the date of the meeting, subject to the following conditions.</p> <p>1.1 The Notice states that the Remuneration Shares will be issued within 12 months after shareholder approval is obtained.</p> <p>1.2 The Company's annual report for any period during which the Remuneration Shares are issued to the two directors, discloses details of the number of Remuneration Shares that were issued to each, including the percentage of the Company's issued capital represented by those Remuneration Shares.</p> <p>1.3 The terms of the waiver are stated in the Notice.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing Rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining shares on advantageous terms and increasing the related party's holding proportionate to other holdings. Unless one of the exceptions under Listing Rule 10.12 applies, a listed entity must seek shareholder approval before it can issue shares to a related party. Listing Rule 10.13 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities to a related party. In particular, Listing Rule 10.13.3 requires the date by which the entity will issue the securities and this date must be no later than 1 month after the date of the meeting. This rule ensures that an issue of securities to a related party that has been approved by security holders is made within a reasonable timeframe following the approval, so that that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p>

## Register of ASX Listing Rule Waivers

### Present Application

The Company proposes to seek security holder approval at the annual general meeting for the issue of shares to two non-executive directors in lieu of remuneration. The Remuneration Shares are to be issued within 12 months of the meeting (on a monthly basis, from 1 November 2019 to 31 October 2020). The issue price for each issue will be deemed to be \$0.055 per share, the maximum time for issue of the shares is fixed and the dilution of the Company's current ordinary share capital on an undiluted basis is 0.5%. On this basis the waiver is considered appropriate. The waiver is granted on the condition that the securities are issued within the timeframe stipulated, terms of the waiver are stated in the notice of annual general meeting and the annual report discloses details of the relevant securities that have been issued.

<b>Rule Number</b>	10.15A.2
<b>Date</b>	20/09/2019
<b>ASX Code</b>	EVN
<b>Listed Company</b>	EVOLUTION MINING LIMITED
<b>Waiver Number</b>	WLC190259-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Evolution Mining Limited (the 'Company') a waiver from Listing Rule 10.15A.2 to the extent necessary to permit the resolution in the Company's 2019 notice of annual general meeting ('AGM Notice'), seeking shareholder approval for the purposes of Listing Rule 10.14 in relation to securities to be issued to the non-executive directors ('NEDs') under the Non-Executive Director Equity Plan, not to state the maximum number of securities that may be issued to the NEDs on condition that the AGM Notice sets out the method by which the number of securities to be issued will be calculated.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

<b>Rule Number</b>	10.15A.8
<b>Date</b>	20/09/2019
<b>ASX Code</b>	EVN
<b>Listed Company</b>	EVOLUTION MINING LIMITED
<b>Waiver Number</b>	WLC190259-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Evolution Mining Limited (the 'Company') a waiver from Listing Rule 10.15A.8 to the extent necessary to permit the resolution in the Company's 2019 notice of annual general meeting, seeking shareholder approval for participation by the Company's non-executive directors in the Non-Executive Director Plan ('NED Equity Plan'), to state that any future non-executive directors may participate in the NED Equity Plan without naming them.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  This Rule ensures that a listed entity's security holders make an informed decision by requiring a notice of meeting containing a resolution in accordance with Listing Rule 10.14 to state that additional persons who become entitled to participate in the employee incentive scheme after the resolution has been approved, and are not named in the notice, will not participate until approval is given under Listing Rule 10.14.</p> <p><b>Present Application</b>  The Company proposes to seek shareholder approval for its new non-executive director share plan, under which participation by future non-executive directors is not compulsory, and the maximum number of securities which can be issued is restricted. The maximum number of securities which can be issued to future non-executive directors will have identical terms to those securities proposed to be issued to current non-executive directors and will be subject to shareholder approval. Future non-executive directors will not obtain any additional remuneration by participating in the NED Equity Plan. In addition, there is no particular concern that non-executive directors may acquire securities on advantageous terms by their being able to participate in the NED Equity Plan in common with other non-executive directors.</p>

<b>Rule Number</b>	10.15.2
<b>Date</b>	30/09/2019
<b>ASX Code</b>	LLC
<b>Listed Company</b>	LENDLEASE GROUP
<b>Waiver Number</b>	WLC190266-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Lendlease Group (the "Group") a waiver from Listing Rule 10.15.2 to the extent necessary to permit the Group's notice of annual general meeting (the "Notice"), in relation to the resolution seeking security holder approval pursuant to Listing Rule 10.14 for the grant of securities under the Group's employee incentive scheme to Mr Stephen McCann, the Group's Managing Director, not to state a maximum number of securities that may be issued to Mr McCann, on condition that the Notice states the method by which the number of securities to be issued is calculated.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>



<b>Rule Number</b>	10.15.2
<b>Date</b>	18/09/2019
<b>ASX Code</b>	NCM
<b>Listed Company</b>	NEWCREST MINING LIMITED
<b>Waiver Number</b>	WLC190267-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Newcrest Mining 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 "AGM Notice"), in relation to the resolutions seeking shareholder approval pursuant to listing rule 10.14 for the grant of performance rights to the Company's Managing Director and Chief Executive Officer, Mr Sandeep Biswas and the Company's Finance Director and Chief Financial Officer, Gerard Bond under the Company's Long Term Incentive Plan, not to state the maximum number of performance rights that may be granted to the recipients, on condition that the AGM Notice sets out the method by which the number of performance rights to be granted is calculated.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

<b>Rule Number</b>	10.15.2
<b>Date</b>	18/09/2019
<b>ASX Code</b>	PNI
<b>Listed Company</b>	PINNACLE INVESTMENT MANAGEMENT GROUP LIMITED
<b>Waiver Number</b>	WLC190270-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Pinnacle Investment Management Group 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 resolutions seeking shareholder approval under Listing Rule 10.14 for the grant of performance rights to Alan Watson, Deborah Beale, Lorraine Berends and Gerard Bradley not to state the maximum number of rights to be issued, on condition that the Notice sets out the method by which the number of rights to be granted will be calculated.
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	10.15.2
<b>Date</b>	18/09/2019
<b>ASX Code</b>	VCX
<b>Listed Company</b>	VICINITY CENTRES
<b>Waiver Number</b>	WLC190280-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Vicinity Centres ("Vicinity") a waiver from Listing Rule 10.15.2 to the extent necessary to permit Vicinity's 2019 notice of annual general meeting (the "AGM Notice"), in relation to the resolution seeking securityholder approval pursuant to Listing Rule 10.14 for the grant of performance rights to Vicinity's Chief Executive Officer and Managing Director, Mr Grant Kelley under Vicinity's Long Term Incentive Plan, not to state the maximum number of performance rights that may be granted to Mr Kelley, on condition that the AGM Notice sets out the method by which the number of performance rights to be granted is calculated.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

<b>Rule Number</b>	10.15.5
<b>Date</b>	25/09/2019
<b>ASX Code</b>	INR
<b>Listed Company</b>	IONEER LTD
<b>Waiver Number</b>	WLC190264-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Ioneer Limited (the 'Company') a waiver from Listing Rule 10.13.5 to the extent necessary to permit the Company's notice of annual general meeting ('Notice') to approve the issue of options to James Calaway, Alan Davies, Patrick Elliot and John Hofmeister (the 'Directors') in lieu of remuneration ('Remuneration Options') not to state the issue price of the Remuneration Options, subject to the following conditions.</p> <p>1.1. The Notice states that the number of Remuneration Options to be issued to the Directors will be calculated by dividing the amount owed to the Directors by the value of each option as determined by the Black Scholes Methodology and the exercise price of each option is the market value of the underlying shares at the time of the grant of the options as determined by the volume weight average price of the underlying shares for the 10 business days prior to the date of the annual general meeting.</p> <p>1.2. The Notice includes worked examples of the dilution that will occur to existing shareholders of the Company as a result of the issue of Remuneration Options.</p> <p>1.3. The Company release the issue price based on the Black Scholes Methodology prior to the commencement of the annual general meeting.</p> <p>1.4. The terms of the waiver are included in the Notice.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing Rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining shares on advantageous terms and increasing the related party's holding proportionate to other holdings. Unless one of the exceptions under Listing Rule 10.12 applies, a listed entity must seek shareholder approval before it can issue shares to a related party. Listing Rule 10.13 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities to a related party. Listing Rule 10.13.5 provides certainty to a listed entity's security holders by requiring a notice of meeting containing a resolution in accordance with Listing Rule 10.11 to state the issue price and terms of issue of securities that are intended to be issued to each of the relevant persons for whom approval is being sought.</p>

## Register of ASX Listing Rule Waivers

### Present Application

The Company proposes to seek security holder approval at the next annual general meeting for the issue of Remuneration Options to the Directors in lieu of directors' fees. The exercise price of the Remuneration Options is presently unascertainable as it is based on a formula including a future security price, and the issue price will be obtained using the Black Scholes Methodology. Where the degree of dilution is not expected to be excessive, the inclusion of sufficient information in the Notice regarding the method of calculating the exercise price and issue price of the relevant securities is considered not to offend the policy of the rule in providing certainty to security holders. The expected dilution range based on the lowest and highest share price in the last 12 months is expected to be between 0.02% and 0.04%. The waiver is granted on condition sufficient information in relation to the calculation method of the issue price (including working examples) and the terms of the waiver are included in the Notice.

<b>Rule Number</b>	14.7
<b>Date</b>	16/09/2019
<b>ASX Code</b>	VYS
<b>Listed Company</b>	VYSARN LIMITED
<b>Waiver Number</b>	WLC190281-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX grants VYS, a waiver from Listing Rule 14.7 to the extent necessary to permit the Company:</p> <p>1.1 to issue:</p> <p>1.1.1 7,800,000 consideration shares to the Pentium Vendors pursuant to the Share Sale Agreement;</p> <p>1.1.2 24,000,000 shares to Messers Peter Hutchinson, Faldi Ismail and Nicholas Young or their respective nominees as consideration for past services rendered to the Company pursuant to the Directors' Past Services Offer;</p> <p>1.1.3 10,000,000 unquoted performance rights to be issued to Messers Chris Brophy and Sheldon Burt which vest subject to satisfaction of specified performance hurdles;</p> <p>1.1.4 10,000,000 unquoted options to Peter Hutchinson exercisable at \$0.054 expiring 5 years from the date of issue; and (together, the "Related Party Securities"),</p> <p>1.2 participation in the Public Offer by:</p> <p>1.2.1 Mr Peter Hutchinson to the extent of up to 20,129,630 Shares;</p> <p>1.2.2 Mr Faldi Ismail to the extent of up to 5,175,926 Shares;</p> <p>1.2.3 Mr Nicholas Young to the extent of up to 5,175,926 Shares;</p> <p>1.2.4 Mr Sheldon Burt to the extent of up to 1,851,926 Shares; and</p> <p>1.2.5 Mr Chris Brophy to the extent of up to 1,851,926 Shares, at an issue price of \$0.054 per Share ("Related Party Participation Shares"),</p> <p>later than one month after 5 July 2019, being the date of the shareholders meeting at which the Related Party Securities and Related Party Participation Shares were approved on the following conditions:</p> <p>1.3 The Related Party Securities and Related Party Participation Shares are issued no later than 4 October 2019; and</p> <p>1.4 The terms of this waiver are released to the market immediately.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	14.11
<b>Date</b>	12/09/2019
<b>ASX Code</b>	CLW
<b>Listed Company</b>	CHARTER HALL LONG WALE REIT
<b>Waiver Number</b>	WLC190256-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Charter Hall Long WALE REIT (the 'Company') a waiver from Listing Rule 14.11 to the extent necessary to permit the Company not to comply with the voting exclusion statement in the notice of extraordinary general meeting containing the following resolutions:</p> <p>1.1 for the ratification of the prior issue of 2,350,554 fully paid ordinary stapled securities by the Company at \$4.669 per stapled security on 11 July 2019 to certain eligible security holders in Australia or New Zealand under a security purchase plan ("Security Purchase Plan"); and</p> <p>1.2 for the ratification of the prior issue of 25,000,000 stapled securities on 30 August 2019 pursuant to a fully underwritten institutional placement to certain institutional, professional and other wholesale investors at the issue price of \$5.20 per stapled security ("Institutional Placement"),</p> <p>so that the votes of security holders who participated in the Security Purchase Plan or the Institutional Placement (as the case may be) may be counted, if and to the extent only that those holders are acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of beneficiaries who did not participate in the Security Purchase Plan or the Institutional Placement (as the case may be) (the "Nominee Holders"), on the following conditions:</p> <p>1.3 The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the Security Purchase Plan or the Institutional Placement (as the case may be), nor are they an associate of a person who participated in the Security Purchase Plan or the Institutional Placement (as the case may be).</p> <p>1.4 The beneficiaries direct the Nominee Holders how to vote on the resolution.</p> <p>1.5 The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p> <p>1.6 The terms of the waiver are released to the market by no later than the time when the Company lodges its notice of meeting with the Market Announcements Platform.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	14.11
<b>Date</b>	21/09/2019
<b>ASX Code</b>	SPT
<b>Listed Company</b>	SPLITIT PAYMENTS LTD
<b>Waiver Number</b>	WLC190276-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Splitit Payments Limited ('SPT' or the Company) a waiver from Listing Rule 14.11 to the extent necessary to permit SPT not to comply with the voting exclusion statement in the notice of general meeting containing a resolution (the 'Resolution') for the ratification of the prior issue of 37,500,000 fully paid ordinary shares issued on 24 May 2019 to various sophisticated and institutional investors under Listing Rule 7.1 (the 'Placement'), so that the votes of securityholders who participated in the Placement may be counted, if and to the extent only that those holders are acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of beneficiaries who did not participate in the Placement and are not associates of any persons who participated in the Placement (the 'Nominee Holders'), on the following conditions.</p> <p>1.1 The relevant beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the Placement, and are not an associate of a person who participated in the Placement;</p> <p>1.2 The relevant beneficiaries direct the Nominee Holders how to vote on the Resolution; and</p> <p>1.3 The Nominee Holders do not exercise discretion in casting a vote on behalf of the relevant beneficiaries.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.



<b>Rule Number</b>	15.16(c)
<b>Date</b>	26/09/2019
<b>ASX Code</b>	PGG
<b>Listed Company</b>	PARTNERS GROUP GLOBAL INCOME FUND
<b>Waiver Number</b>	WLC190268-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Partners Group Global Income Fund ('PGG') a waiver from Listing Rule 15.16(c) to the extent necessary to permit Equity Trustees Limited in its capacity as the responsible entity ("RE") of PGG to end the investment management agreement between Partners Group Private Markets (Australia) Pty Ltd as the investment manager of PGG ("Manager") and Equity Trustees Limited in its capacity as the responsible entity of PGG (the "Management Agreement") on three months' notice after unitholders of PGG pass an ordinary resolution to end the Management Agreement subsequent to the Initial Term (a period of 10 years from the date of the Management Agreement).</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listed Rule 15.16 sets out that management agreements for investment entities (except a pooled development fund) must provide: that the manager may only end the management agreement if it has given at least 3 months' notice; if the term of the agreement is fixed, it must not be for more than 5 years; and if the agreement is extended past 5 years, it will end on three months' notice after an ordinary resolution is passed to end it. This rule ensures that managers give adequate notice to the entity before terminating its management agreement and that a manager of an investment entity is not entrenched for a period of longer than 5 years without providing security holders of the entity with the opportunity to require the management agreement to be terminated. This gives security holders the power to end the management agreement after a reasonable fixed term, and prevents the entrenchment of managers</p> <p><b>Present Application</b>  This is a companion waiver to the waiver from Listing Rule 15.16(b) which allows the RE of PGG to end the Management Agreement on 3 months' notice after unitholders pass an ordinary resolution to terminate the Management Agreement subsequent to an initial term of 10 years, rather than 5 years.</p>

<b>Rule Number</b>	15.16(b)
<b>Date</b>	26/09/2019
<b>ASX Code</b>	PGG
<b>Listed Company</b>	PARTNERS GROUP GLOBAL INCOME FUND
<b>Waiver Number</b>	WLC190268-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Partners Group Global Income Fund ("PGG") a waiver from Listing Rule 15.16(b) to the extent necessary to permit Partners Group Private Markets (Australia) Pty Ltd as the investment manager of PGG ("Manager"), to continue to act as manager of PGG's portfolio in accordance with the terms of the investment management agreement between the Manager and Equity Trustees Limited in its capacity as the responsible entity ("RE") of PGG (the "Management Agreement") for a period of up to 10 years from the date of the Management Agreement (the "Initial Term").</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing Rule 15.16 sets out that management agreements for investment entities (except a pooled development fund) must provide: that the manager may only end the management agreement if it has given at least 3 months' notice; if the term of the agreement is fixed, it must not be for more than 5 years; and if the agreement is extended past 5 years, it will end on three months' notice after an ordinary resolution is passed to end it. This rule ensures that managers give adequate notice to the entity before terminating its management agreement and that a manager of an investment entity is not entrenched for a period of longer than 5 years without providing security holders of the entity with the opportunity to require the management agreement to be terminated. This gives security holders the power to end the management agreement after a reasonable fixed term, and prevents the entrenchment of managers.</p> <p><b>Present Application</b>  PGG has applied for admission to the official list of ASX as investment entity. The RE has entered into the Management Agreement with the Manager (details of which are disclosed in the PDS) which will have an initial term of 10 years and will automatically extend upon expiry of the Initial Term, unless terminated earlier. After this initial term, the RE must end the Management Agreement on 3 months' notice after unitholders pass an ordinary resolution to terminate the Management Agreement. The Manager is not entrenched beyond the initial term of 10 years. An initial term of 10 years provides an appropriate balance between the desire of managers to protect their products for long enough to recoup their initial investment and the right of security holders to end a management agreement after a reasonable fixed term.</p>