



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

**16 to 31 March 2017**

**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 11
<b>Date</b>	30/03/2017
<b>ASX Code</b>	IS3
<b>Listed Company</b>	I SYNERGY GROUP LIMITED
<b>Waiver Number</b>	WLC160514-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants I Synergy Group Limited (the "Company") a waiver of ASX Listing Rule 1.1 condition 12 to the extent necessary to permit the Company to have 600,000 unquoted performance rights on issue convertible for nil consideration into 600,000 fully paid ordinary shares.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> The Company applied for admission to the official list of ASX prior to the rule changes introduced on 19 December 2016 and is assessed against the admission criteria in operation at the time of application. It is noted that on 19 December 2016, this rule was re-numbered and is now listing rule 1.1 condition 12.</p> <p>If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b> The Company has applied for admission to the official list of ASX. The Company will have on issue 600,000 performance rights with a nil exercise price representing approximately 0.2% of its fully diluted issued capital upon completion of the offer to the public made pursuant to the prospectus dated 20 October 2016 and the supplementary prospectus dated 9 December 2016. The existence of this number of performance rights issued will not undermine the 20 cent rule in the circumstances. The waiver is granted on the basis that material terms and conditions of the performance rights have been clearly disclosed in the prospectus.</p>

<b>Rule Number</b>	1.1 condition 11
<b>Date</b>	28/03/2017
<b>ASX Code</b>	LI3
<b>Listed Company</b>	LITHIUM CONSOLIDATED MINERAL EXPLORATION LIMITED
<b>Waiver Number</b>	WLC160511-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Lithium Consolidated Mineral Exploration Limited (the "Company") a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 3,000,000 options with an exercise price of \$0.10 and 7,500,000 performance rights with a nil exercise price.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> The Company applied for admission to the official list of ASX prior to the rule changes introduced on 19 December 2016 and is assessed against the admission criteria in operation at the time of application. It is noted that on 19 December 2016, this rule was re-numbered and is now listing rule 1.1 condition 12.</p> <p>If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b> The Company has applied for admission to the official list of ASX. The Company will have on issue 3,000,000 options with a \$0.10 exercise price and 7,500,000 performance rights with a nil exercise price. The options and performance rights, together, will represent a total of 10.51% of the fully undiluted issued capital of the Company on a minimum subscription basis at the time of admission. The performance rights are fixed in number and are held by the technical advisory board and directors of the Company. The total number of performance rights with a nil exercise price has been disclosed in the prospectus and will be subject to ASX escrow for a period of 24 months from the commencement of quotation. The issue of the performance rights does not undermine the integrity of the 20 cent rule. It is proposed to grant the waiver.</p>

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	24/03/2017
<b>ASX Code</b>	BTH
<b>Listed Company</b>	BIGTINCAN HOLDINGS LIMITED
<b>Waiver Number</b>	WLC170043-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Bigtincan Holdings Limited (the "Company") a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue:</p> <p>1.1. 9,440,126 unquoted options issued pursuant to the Company's employee share option plan with exercise prices of less than \$0.20 each convertible into fully paid ordinary shares; and</p> <p>1.2. one unquoted warrant exercisable at \$0.234 into 5,004,492 ordinary shares with the ability for cashless exercise.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b> <b>Options</b> The Company has applied for admission to the official list and has on issue 9,440,126 unquoted options with exercise prices between nil and \$0.12 which will represent approximately 5.35% of the Company's issued share capital following completion of the offer. Existence of this number of unquoted options issued pursuant to the employee option plan will not undermine the 20 cent rule in the circumstances. The waiver is granted on the basis that material terms and conditions of the options have been clearly disclosed in the prospectus.</p> <p><b>Warrant with cashless exercise provision</b> The Company has applied for admission to the official list and has on issue a warrant over 5,004,492 unissued ordinary shares with an exercise price of \$0.234 per share but which may be exercised without payment of cash upon the surrender by the holder of a portion of the shares. The warrant represents approximately 2.84% of the Company's capital structure on an undiluted basis and is held by a strategic commercial partner of the Company. The warrant can only be exercised upon the achievement of an agreed milestone which has been disclosed in the prospectus dated 16 February 2017 ("Prospectus") and therefore is more akin to a performance security. The maximum number of shares into which the warrant can be exercised has been disclosed in the Prospectus. In the circumstances it is considered the terms of the warrant do not undermine the integrity of the 20 cent rule. It is proposed to grant the waiver.</p>

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	17/03/2017
<b>ASX Code</b>	SVT
<b>Listed Company</b>	SERVTECH GLOBAL HOLDINGS LTD
<b>Waiver Number</b>	WLC160512-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Servtech Global Holdings Ltd (the "Company") a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue up to 15,300,000 performance rights with a nil exercise price.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b>            The Company has applied for admission to the official list of ASX. The Company will have on issue up to 15,300,000 performance rights with a nil exercise price. The performance rights will represent a total of 13% of the issued capital of the Company at the time of admission. The performance rights are fixed in number and are held by the directors and employees of the Company (the securities issued to the employees are pursuant to the Company's employee incentive scheme). The total number of performance rights with a nil exercise price issued to directors has been disclosed in the prospectus dated 20 December 2016 and will be subject to ASX escrow for a period of 24 months from the commencement of quotation. The issue of the performance rights does not undermine the integrity of the 20 cent rule. It is proposed to grant the waiver.</p>

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	28/03/2017
<b>ASX Code</b>	VTI
<b>Listed Company</b>	VISIONEERING TECHNOLOGIES, INC.
<b>Waiver Number</b>	WLC170059-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Visioneering Technologies, Inc. (the "Company") a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue the following securities:</p> <p>1.1. 80,044 unquoted options exercisable at US\$0.06 on or before 14 January 2024;</p> <p>1.2. 657,500 unquoted options exercisable at US\$0.067 on or before 1 October 2018;</p> <p>1.3. 17,500 unquoted options exercisable at US\$0.067 on or before 1 January 2019;</p> <p>1.4. 113,400 unquoted options exercisable at US\$0.067 on or before 18 February 2020;</p> <p>1.5. 141,750 unquoted options exercisable at US\$0.067 on or before 24 November 2018;</p> <p>1.6. 21,000 unquoted options exercisable at US\$0.067 on or before 24 March 2025;</p> <p>1.7. 25,000 unquoted options exercisable at US\$0.07 on or before 26 July 2026;</p> <p>1.8. 10,264,300 unquoted options exercisable at US\$0.07 on or before 12 January 2027;</p> <p>1.9. 205,080 unquoted options exercisable at US\$0.09 on or before 7 September 2020; and</p> <p>1.10. 17,500 unquoted options exercisable at US\$0.09 on or before 15 December 2020.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>If an entity seeking admission to the official list has options on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b></p> <p>The Company has stock options on issue over common stock. Existing options were issued to employees, directors and consultants pursuant to the Visioneering Corporation 2008 Stock Incentive Plan. The options represent a small proportion (approximately 5.86%) of the Company's undiluted issued capital following completion of the offer made pursuant to the prospectus dated 24 February 2017 (196,989,356 CDIs or equivalent). The percentage on a post-fundraising basis is not considered to be material and the existence of the unquoted options and will not undermine the integrity of the 20 cent rule.</p>

<b>Rule Number</b>	2.1 condition 3
<b>Date</b>	31/03/2017
<b>ASX Code</b>	CU2
<b>Listed Company</b>	CRUSADE ABS SERIES 2017-1 TRUST
<b>Waiver Number</b>	WLC170049-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited in its capacity as trustee (the "Issuer") of the Crusade ABS Series 2017-1 Trust (the "Trust") a waiver from condition 3 of listing rule 2.1 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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>	3.10.5
<b>Date</b>	31/03/2017
<b>ASX Code</b>	CU2
<b>Listed Company</b>	CRUSADE ABS SERIES 2017-1 TRUST
<b>Waiver Number</b>	WLC170049-002
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited in its capacity as trustee (the "Issuer") of the Crusade ABS Series 2017-1 Trust (the "Trust") a waiver from listing rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of notes that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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 entity has to tell ASX but does not have to lodge an Appendix 3B. The information required by an Appendix 3B would not be relevant for an issue of such securities. The entity must still notify ASX of an issue of debt securities to be quoted on ASX and lodge an Appendix 3B in order to maintain an informed market.</p>

<b>Rule Number</b>	6.16
<b>Date</b>	28/03/2017
<b>ASX Code</b>	VTI
<b>Listed Company</b>	VISIONEERING TECHNOLOGIES, INC.
<b>Waiver Number</b>	WLC170059-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Visioneering Technologies, Inc. (the "Company") a waiver from listing rule 6.16 to the extent necessary to permit the Company to:</p> <p>1.1. continue the stock incentive plan for employees, directors and consultants, pursuant to the Visioneering Corporation 2008 Stock Incentive Plan (the "2008 Plan") which does not comply with those listing rules; and</p> <p>1.2. have options on issue under the 2008 Plan that do not comply with those listing rules,</p> <p>on the following conditions:</p> <p>1.3. the Company does not issue further options under the 2008 Plan, without amendments to ensure the terms comply with the listing rules; and</p> <p>1.4. the Company releases the 2008 Plan to the market as pre-quotations disclosure.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.16 requires that option terms must permit the rights of option holder to be changed to comply with listing rules applying to a reorganisation of capital. This rule enhances compliance with the substantive rules, such as listing rule 7.22, and ensures that options on issue are compliant with ASX listing rules (if amended).</p> <p><b>Present Application</b> The Company is incorporated in Delaware, United States. The 2008 Plan was drafted in compliance with the requirements of Delaware law. The Company has issued options to its employees, directors and consultants pursuant to the 2008 Plan. The options account for approximately 5.86% of the Company's issued capital following completion of the offer made pursuant to the prospectus dated 24 February 2017. The Company will not issue any further options under the 2008 Plan once listed on ASX and the waiver is limited to the options issued under the existing 2008 Plan. A waiver to permit existing options to be issued on existing 2008 Plan terms is considered appropriate in these circumstances.</p>

<b>Rule Number</b>	6.18
<b>Date</b>	23/03/2017
<b>ASX Code</b>	CLQ
<b>Listed Company</b>	CLEAN TEQ HOLDINGS LIMITED
<b>Waiver Number</b>	WLC170047-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Clean TeQ Holdings Limited (the "Company") a waiver from listing rule 6.18 to the extent necessary to permit Pengxin International Group Limited ("Pengxin") to maintain, by way of a right to participate in any issue of shares or to subscribe for shares, its percentage interest in the issued share capital of the Company (the "Anti-Dilution Right") in respect of a diluting event which occurs or is announced following completion of the proposed issue of shares to Pengxin ("Placement") so that Pengxin holds 16.2% voting power in the Company, on the following conditions.</p> <p>1.1. The Anti-Dilution Right lapses on the earlier of:</p> <p>1.1.1. the date on which Pengxin and its related bodies corporate cease to hold in aggregate at least 10% voting power in the Company;</p> <p>1.1.2. the date on which Pengxin and its related bodies corporate's voting power in the Company exceeds 25%; or</p> <p>1.1.3. the strategic relationship between the Company and Pengxin ceasing or changing in such a way that it effectively ceases.</p> <p>1.2. The Anti-Dilution Right may only be transferred to an entity in the wholly owned group of Pengxin.</p> <p>1.3. Any securities issued under the Anti-Dilution Right are offered to Pengxin for cash consideration that is:</p> <p>1.1.4. no more favourable than cash consideration paid by third parties (in the case of issues of securities to third parties for cash consideration); or</p> <p>1.1.5. equivalent in value to non-cash consideration offered by third parties (in the case of issues of securities to third parties for non-cash consideration).</p> <p>1.4. The number of securities that may be issued to Pengxin under the Anti-Dilution Right in the case of any diluting event must not be greater than the number required in order for Pengxin to maintain its percentage holding in the issued share capital of the Company immediately before that diluting event.</p> <p>1.5. The Company discloses a summary of the Anti-Dilution Right to persons who may subscribe for securities under a prospectus, and undertakes to include in each annual report a summary of the Anti-Dilution Right.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> This rule prohibits an option over a percentage of an entity's capital and applies to any agreement that will enable an investor to achieve or maintain a fixed percentage of the capital of an entity. This relates to listed entities having an acceptable capital structure and supports other listing rules, principally listing rule 7.1.</p> <p><b>Present Application</b> The Company and Pengxin have entered into a strategic relationship whereby Pengxin will provide strategic equity investment to the Company by acquiring a relevant interest of 16.2% through a placement (\$81.4 million) to facilitate development</p>

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in the Company's Syerston Nickel Cobalt Scandium Project. Pengxin will also provide assistance to procure off-take agreements, for marketing, project financing and networking assistance and advice to further the Company's key strategic objectives in China.

ASX's policy permits listed entities to enter into agreements of this nature with shareholders with whom the entity has a strategic relationship, provided that the shareholder pays the same price as other offerees in an issue of securities. The strategic relationship must encompass more than the investor simply being a major shareholder or source of equity capital. The nature of the relationship between the Company and Pengxin is consistent with this policy. The Anti-Dilution Right cannot be transferred outside the corporate group of Pengxin and the Anti-Dilution Right can continue only for so long as the strategic relationship continues.

<b>Rule Number</b>	6.19
<b>Date</b>	28/03/2017
<b>ASX Code</b>	VTI
<b>Listed Company</b>	VISIONEERING TECHNOLOGIES, INC.
<b>Waiver Number</b>	WLC170059-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Vioneering Technologies, Inc. (the "Company") a waiver from listing rule 6.19 to the extent necessary to permit the Company to:</p> <p>1.1. continue the stock incentive plan for employees, directors and consultants, pursuant to the Vioneering Corporation 2008 Stock Incentive Plan (the "2008 Plan") which does not comply with those listing rules; and</p> <p>1.2. have options on issue under the 2008 Plan that do not comply with those listing rules,</p> <p>on the following conditions:</p> <p>1.3. the Company does not issue further options under the 2008 Plan, without amendments to ensure the terms comply with the listing rules; and</p> <p>1.4. the Company releases the 2008 Plan to the market as pre-quotations disclosure.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.19 requires that option terms set out the option holder's rights to participate in a new issue without exercising the option or state that there are no such rights. This rule informs both holders of issued securities and holders of the options of the potential participation of option holders in new issues.</p> <p><b>Present Application</b> The Company is incorporated in Delaware, United States. The existing terms of the 2008 Plan were drafted in compliance with requirements of US Law. The Company has issued options to its employees, directors and consultants pursuant to the 2008 Plan. The options account for approximately 5.86% of the Company's undiluted issued capital following completion of the offer made pursuant to the prospectus dated 24 February 2017. The Company will not issue any further options under the 2008 Plan once listed on ASX and the waiver is limited to the options issued under the existing 2008 Plan.</p>

<b>Rule Number</b>	6.21
<b>Date</b>	28/03/2017
<b>ASX Code</b>	VTI
<b>Listed Company</b>	VISIONEERING TECHNOLOGIES, INC.
<b>Waiver Number</b>	WLC170059-004
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Visioneering Technologies, Inc. (the "Company") a waiver from listing rule 6.21 to the extent necessary to permit the Company to:</p> <p>1.1. continue the stock incentive plan for employees, directors and consultants, pursuant to the Visioneering Corporation 2008 Stock Incentive Plan (the "2008 Plan") which does not comply with those listing rules; and</p> <p>1.2. have options on issue under the 2008 Plan that do not comply with those listing rules,</p> <p>on the following conditions:</p> <p>1.3. the Company does not issue further options under the 2008 Plan, without amendments to ensure the terms comply with the listing rules; and</p> <p>1.4. the Company releases the 2008 Plan to the market as pre-quotations disclosure.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Options must not confer a right to change in exercise price or a change in the number of securities issued on exercise if it also permits a right to participate in new issues without exercising the option. This rule maintains a balance between rights of holders of issued securities and holders of options.</p> <p><b>Present Application</b> The Company is incorporated in Delaware, United States. The existing terms of the 2008 Plan were drafted in compliance with requirements of US Law. The Company has issued options to its employees, directors and consultants pursuant to the 2008 Plan. The options account for approximately 5.86% of the Company's undiluted issued capital following completion of the offer made pursuant to the prospectus dated 24 February 2017. The Company will not issue any further options under the 2008 Plan once listed on ASX and the waiver is limited to the options issued under the existing 2008 Plan.</p>

<b>Rule Number</b>	6.22
<b>Date</b>	28/03/2017
<b>ASX Code</b>	VTI
<b>Listed Company</b>	VISIONEERING TECHNOLOGIES, INC.
<b>Waiver Number</b>	WLC170059-005
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Visioneering Technologies, Inc. (the "Company") a waiver from listing rule 6.22 to the extent necessary to permit the Company to:</p> <p>1.1. continue the stock incentive plan for employees, directors and consultants, pursuant to the Visioneering Corporation 2008 Stock Incentive Plan (the "2008 Plan") which does not comply with those listing rules; and</p> <p>1.2. have options on issue under the 2008 Plan that do not comply with those listing rules,</p> <p>on the following conditions:</p> <p>1.3. the Company does not issue further options under the 2008 Plan, without amendments to ensure the terms comply with the listing rules; and</p> <p>1.4. the Company releases the 2008 Plan to the market as pre-quotations disclosure.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An option which confers a right to change in exercise price or a change in the number of securities issued on exercise must do so in accordance with the formula stipulated in the Listing Rules. This rule maintains the balance between the rights of holders of issued securities and holders of options.</p> <p><b>Present Application</b> The Company is incorporated in Delaware, United States. The existing terms of the 2008 Plan were drafted in compliance with requirements of US Law. The Company has issued options to its employees, directors and consultants pursuant to the 2008 Plan. The options account for approximately 5.86% of the Company's issued capital following completion of the offer made pursuant to the prospectus dated 24 February 2017. The Company will not issue any further options under the 2008 Plan once listed on ASX and the waiver is limited to the options issued under the existing 2008 Plan.</p>

<b>Rule Number</b>	6.23.2
<b>Date</b>	27/03/2017
<b>ASX Code</b>	OML
<b>Listed Company</b>	OOH!MEDIA LIMITED
<b>Waiver Number</b>	WLC170052-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants oOh!media Limited (the "Company") a waiver from listing rule 6.23.2 to the extent necessary to permit the Company to cancel without shareholder approval, 2,083,324 performance rights on issue to current employees ("Performance Rights") on the following conditions.</p> <p>1.1. Shareholders of the Company, and a court of competent jurisdiction, approve a scheme of arrangement between the Company and its shareholders under Part 5.1 of the Corporations Act 2001 (Cth) (the "Scheme") as a result of which all the shares in the Company on issue at the Scheme record date not already held by APN Outdoor Limited ("APN Outdoor") will be acquired by APN Outdoor, and such orders are lodged with the Australian Securities and Investment Commission.</p> <p>1.2 Full details of the cancellation of the Performance Rights are set out to ASX's satisfaction in the scheme booklet for the Scheme.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard waiver in accordance with ASX Guidance Note 17.</p>

<b>Rule Number</b>	6.24
<b>Date</b>	31/03/2017
<b>ASX Code</b>	CU2
<b>Listed Company</b>	CRUSADE ABS SERIES 2017-1 TRUST
<b>Waiver Number</b>	WLC170049-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited in its capacity as trustee (the "Issuer") of the Crusade ABS Series 2017-1 Trust (the "Trust") a waiver from listing rule 6.24 (Appendix 6A paragraph 2) to the extent necessary to permit the Trust to follow a timetable for interest payments outlined in the information memorandum dated 2 March 2017 ("Information Memorandum"), on condition that on the next business day after an interest payment date the Issuer tells ASX the following.</p> <p>1.1. The record date for the next interest period. 1.2. The payment date for the next interest period.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.24 requires an entity to comply with Appendix 6A which prescribes the timetable and information notification requirements for various corporate actions. This requirement ensures that security holders and the market are given timely information regarding their securities, and assists ASX to maintain orderly trading and settlement of securities. Paragraph 2 of Appendix 6A applies to interest payments on quoted debt securities.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest monthly. The Information Memorandum in relation to the securities specifies the record date for the notes is two business days before an interest payment date. The waiver is granted on the condition that the entity tells ASX the relevant dates for the next interest period the business day after a payment has been made. This requirement ensures that an informed market is maintained.</p>

<b>Rule Number</b>	6.24
<b>Date</b>	22/03/2017
<b>ASX Code</b>	RNO
<b>Listed Company</b>	RHINOMED LIMITED
<b>Waiver Number</b>	WLC170053-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Rhinomed 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 203,150,000 quoted options exercisable at \$0.065 and expiring on 30 April 2017 ("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, together with a statement that an option expiry notice will not be sent to holders of Options.</p> <p>1.2. If the market price of the Company's ordinary shares exceeds \$0.049 before 30 April 2017, the Company immediately sends an option expiry notice to holders of Options.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard waiver in accordance with ASX Guidance Note 17.</p>

<b>Rule Number</b>	7.1
<b>Date</b>	23/03/2017
<b>ASX Code</b>	TPE
<b>Listed Company</b>	TPI ENTERPRISES LIMITED
<b>Waiver Number</b>	WLC170057-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants TPI Enterprises Limited (the "Company") a waiver from listing rule 7.1 in connection with the Company conducting a capital raising consisting of an institutional placement of fully paid ordinary shares utilising the Company's available placement capacity (the "Placement"), and a pro rata non renounceable entitlement offer of new fully paid ordinary shares comprising of an institutional entitlement offer and retail entitlement offer (the "Entitlement Offer") to the extent necessary to permit the Company to calculate the number of ordinary shares which it may issue without shareholder approval pursuant to the Placement, 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 The ordinary shares issued under the Placement are to be included in variable "C" in the formula under listing rule 7.1, until their issue has been ratified by shareholders or 12 months has passed since their issue.</p> <p>1.2 The Entitlement Offer is fully underwritten.</p> <p>1.3 In the event that the full number of 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% placement 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>
<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 an institutional placement under listing rule 7.1 based on the calculation of capacity that includes securities yet to be issued under a non-renounceable entitlement offer. A placement will occur simultaneously with the institutional component of the entitlement offer and the institutional and retail components of the offer are fully underwritten. This is effectively a timing waiver that permits an entity to draw down on the future issuing capacity under listing rule 7.1 that will be created by the underwritten components of the entitlement offer before the entitlement offer has actually been completed.

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<b>Rule Number</b>	7.1
<b>Date</b>	23/03/2017
<b>ASX Code</b>	YAL
<b>Listed Company</b>	YANCOAL AUSTRALIA LIMITED
<b>Waiver Number</b>	WLC170060-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Yancoal Australia Limited (the "Company") a waiver from listing rule 7.1 in connection with:</p> <p>(a) a proposed placement of ordinary shares to raise approximately US\$500 million (the "Placement");</p> <p>(b) a proposed underwritten pro-rata renounceable entitlement offer of ordinary shares to raise approximately US\$2 billion (the "Entitlement Offer"); and</p> <p>(c) the proposed conversion of up to 18,000,031 subordinated capital notes in Yancoal SCN Limited held by Yanzhou Coal Mining Company Limited into ordinary shares in the Company (the "SCN Conversion"),</p> <p>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 and SCN Conversion, on the following conditions.</p> <p>1.1. In the event the number of shares proposed to be issued under the Entitlement Offer and SCN Conversion are not issued, and the number of shares to be issued under the Placement thereby exceeds the Company's 15% placement capacity under listing rule 7.1 following completion of the Entitlement Offer and SCN Conversion, the Company must seek shareholder approval for at least the number of shares to be issued in excess of this placement capacity prior to issuing those shares.</p> <p>1.2. The shares issued under the Placement are issued at the same time as, or after, the issue of shares under the Entitlement Offer and SCN Conversion, 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 Placement, Entitlement Offer and SCN Conversion are to occur in connection with the Company's proposed acquisition of 100% of the shares in Coal & Allied Industries Limited from Rio Tinto Limited. While it is intended that the issue of shares under the Placement, Entitlement Offer and SCN Conversion will occur at the same time, the Company will agree to issue shares under the Placement prior to completion of the Entitlement Offer and the SCN Conversion. The waiver is effectively a timing waiver that allows the Company to agree to issue a number of shares under the Placement with reference to its expanded listing rule 7.1 capacity on completion of the Entitlement Offer and SCN Conversion.

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<b>Rule Number</b>	7.3.2
<b>Date</b>	24/03/2017
<b>ASX Code</b>	CTM
<b>Listed Company</b>	CENTAURUS METALS LIMITED
<b>Waiver Number</b>	WLC170046-001
<b>Decision</b>	<p>1. Based solely on the information provided, and in accordance with the agreement dated 2 December 2016 ("Agreement") between Centaurus Metals Limited (the "Company") and Terrativa Minerais SA ("Terrativa") pursuant to which the Company has the right to acquire 100% of the Serra Misteriosa gold project from Terrativa ("Project"), ASX Limited ("ASX") grants the Company a waiver from listing rule 7.3.2 to permit the notice of meeting (the "Notice") seeking shareholder approval for the 30,000,000 Tranche A performance rights, 30,000,000 Tranche B performance rights and 30,000,000 Tranche C performance rights (together the "Performance Rights") that the Company is proposing to issue in conjunction with the Acquisition to Terrativa not to state that the Performance Rights will be issued within three months after the date of the meeting at which approval is being sought, on the following conditions.</p> <p>1.1.1. The Performance Rights must be issued not later than 2 December 2018, subject to shareholder approval having been obtained.</p> <p>1.1.2. For any annual reporting period during which any of the Performance Rights have been issued or remain to be issued, the Company's annual report must set out in detail the number of Performance Rights issued in that annual reporting period, and the number of Performance Rights that remain to be issued, and the basis on which those Performance Rights may be issued.</p> <p>1.1.3. For any half year or quarter year report during which any of the Performance Rights have been issued or remain to be issued, the Company's interim report and quarterly activities report must include a summary statement of the number of Performance Rights issued during the reporting period, and the number of Performance Rights that remain to be issued, and the basis on which those Performance Rights may be issued.</p> <p>1.1.4. The terms of this waiver are immediately disclosed to the market and in the Notice.</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 notice to state the date by which the entity will issue the securities and this date must be no later than 3 months after the date of the meeting, or, for court approved reorganisation of capital, no later than 3 months after the date of the court approval. This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p><b>Present Application</b> Where a listed entity has entered into a transaction which calls for the issue of securities as deferred consideration in tranches at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the milestones to be achieved which trigger the obligation to issue the securities are appropriate to the entity and the transaction in all the circumstances, and adequate information can be given to shareholders about the future issues of securities. This allows the entity and the counterparty to the agreement to have commercial certainty about the ability of the entity to issue each tranche of securities as the counterparty performs its obligations, while maintaining the principle that shareholders must give their informed consent to future issues of securities.</p> <p>The Company has entered into an agreement pursuant to which it has the right to acquire the Project tenements subject to meeting minimum expenditure commitments within 12 months of the date of the Agreement. Once the minimum expenditure commitments milestone has been met, the Company may issue up to 90,000,000 Performance Rights. The Company may issue the Performance Rights later than 3 months from the date of the shareholder approval. The milestone to be achieved which triggers the obligation to issue the Performance Rights 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 Performance Rights. This allows the entity and the counterparty to the agreement to have commercial certainty about the ability of the entity to issue the Performance Rights as the Company performs its obligations, while maintaining the principle that shareholders must give their informed consent to future issues of securities. The maximum number of ordinary shares that may be issued is known and therefore the maximum degree of dilution is known. Shareholders will be given sufficient information to assess whether or not to approve the issue of the Performance Rights.</p>

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<b>Rule Number</b>	7.3.2
<b>Date</b>	15/03/2017
<b>ASX Code</b>	LCR
<b>Listed Company</b>	LACONIA RESOURCES LIMITED
<b>Waiver Number</b>	WLC170050-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Laconia Resources Limited (the "Company") a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of meeting (the "Notice") seeking shareholder approval for the issue of up to 135,399,250 milestone shares to unrelated vendors ("Unrelated Vendors") of Kraapian Founders Pty Ltd ("KFPL") ("Unrelated Vendor Milestone Shares"), not to state that the Unrelated Vendor Milestone Shares will be issued no later than 3 months after the date of the meeting on the following conditions.</p> <p>1.1. The Company issues the Unrelated Vendor Milestone Shares to the Unrelated Vendors no later than seven days after the date that is 60 months from the date of the binding sheet ("Terms Sheet") to acquire all of the issued capital of KFPL ("Transaction") entered into on 27 January 2017, being 3 February 2022.</p> <p>1.2. If the Company releases its annual report during a period in which the Unrelated Vendor Milestone Shares are issued or remain to be issued, the annual report discloses details of the Unrelated Vendor Milestone Shares that have been issued.</p> <p>1.3. In any half year or quarterly report for a period during which any of the Unrelated Vendor Milestone Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Unrelated Vendor Milestone Shares issued during the reporting period, the number of Unrelated Vendor Milestone Shares that remain to be issued and the basis on which the Unrelated Vendor Milestone Shares may be issued.</p> <p>1.4. The Company releases the terms of this waiver to the market at the same time the Notice is released to the market by way of a separate announcement.</p> <p>1.5. The Notice contains the full terms and conditions of the Unrelated Vendor Milestone Shares.</p> <p>1.6. The milestones which must be satisfied for the Unrelated Vendor Milestone Shares to be issued are not varied.</p>

# Register of ASX Listing Rule Waivers

<b>Basis For Decision</b>	<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> The Company is proposing to issue the Unrelated Vendor Milestone Shares to the Unrelated Vendors in satisfaction of part consideration for the Transaction. The issue of the Unrelated Vendor Milestone Shares is contingent upon the Company satisfying milestones. The Unrelated Vendor Milestone Shares will be issued in three tranches, and the maximum number of shares to be issued is fixed therefore the degree of dilution is known. The timing of the issue of the Unrelated Vendor Milestone Shares is outlined in the Notice. The period of time over which the Unrelated Vendor Milestone Shares may be issued is fixed. There is a sufficient degree of certainty about the basis for calculation of the number of securities to be issued for shareholders to be able to give their informed consent to the issue of the Unrelated Vendor Milestone Shares over the relevant period.</p>
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<b>Rule Number</b>	7.25
<b>Date</b>	27/03/2017
<b>ASX Code</b>	TTA
<b>Listed Company</b>	TTA HOLDINGS LIMITED
<b>Waiver Number</b>	WLC170058-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants TTA Holdings Limited (the "Company") a waiver from Listing Rule 7.25 to the extent necessary to permit the Company to reorganise its capital pursuant to an equal reduction of capital to be approved by holders of ordinary securities and completed in accordance with the provisions of the Corporations Act 2001 (Cth) which may have the effect of reducing the trading price of the Company's securities to less than 20 cents each.
<b>Basis For Decision</b>	Underlying Policy Standard waiver in accordance with ASX Guidance Note 17.

<b>Rule Number</b>	8.2
<b>Date</b>	31/03/2017
<b>ASX Code</b>	CU2
<b>Listed Company</b>	CRUSADE ABS SERIES 2017-1 TRUST
<b>Waiver Number</b>	WLC170049-004
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited in its capacity as trustee (the "Issuer") of the Crusade ABS Series 2017-1 Trust (the "Trust") a waiver from listing rule 8.2 to the extent necessary that the Issuer need not provide an issuer sponsored subregister as long as the waiver to listing rule 2.1, condition 3 operates.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  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 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 2.1 condition 3 granted to the Issuer.</p>

<b>Rule Number</b>	8.10
<b>Date</b>	31/03/2017
<b>ASX Code</b>	CU2
<b>Listed Company</b>	CRUSADE ABS SERIES 2017-1 TRUST
<b>Waiver Number</b>	WLC170049-005
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited in its capacity as trustee (the "Issuer") of the Crusade ABS Series 2017-1 Trust (the "Trust") a waiver from listing rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of notes from the date which is 2 business 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 CHES. The Issuer is required to close the register of a series of debt securities from the close of two business days prior to an interest payment date or the maturity date. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p>

<b>Rule Number</b>	8.21
<b>Date</b>	31/03/2017
<b>ASX Code</b>	CU2
<b>Listed Company</b>	CRUSADE ABS SERIES 2017-1 TRUST
<b>Waiver Number</b>	WLC170049-006
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited in its capacity as trustee (the "Issuer") of the Crusade ABS Series 2017-1 Trust (the "Trust") a waiver from listing rule 8.21 to the extent that the Issuer need not do the following.</p> <p>1.1. In respect of transactions that are settled outside of CHESSE, mark transfer forms as required by Appendix 8A.</p> <p>1.2. In respect of transactions that are settled 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>	9.7
<b>Date</b>	24/03/2017
<b>ASX Code</b>	RAN
<b>Listed Company</b>	RANGE INTERNATIONAL LIMITED
<b>Waiver Number</b>	WLC170054-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Range International Limited (the "Company") a waiver from listing rule 9.7 to the extent necessary to permit the Company to allow Alex Hyles to transfer 471,821 fully paid ordinary shares which are restricted securities under listing rule 9.1.3 until 22 July 2018 (the "Escrow Period") (the "Restricted Securities"), in accordance with consent orders made by the District Court of Queensland dated 2 December 2016 as follows:</p> <p>1.1. 157,274 Restricted Securities are transferred to Michal James Worcester as trustee ("Michael J Worcester"); and</p> <p>1.2. 314,547 Restricted Securities are transferred to Worcester Pty Ltd (ACN 010 635 588) as trustee ("Worcester Pty Ltd").</p> <p>2. Resolution 1 is subject to the following conditions.</p> <p>2.1. New restriction agreements in the form of Appendix 9A are entered into for the balance of the Escrow Period of the Restricted Securities by both Michael J Worcester and Worcester Pty Ltd.</p> <p>2.2. A copy of each restriction agreement is given to ASX.</p> <p>2.3. The Company instructs its share registry to immediately reinstate holding locks on the Restricted Securities (including 157,274 fully paid ordinary shares retained by Alex Hyles) for the balance of the Escrow Period and not to remove the holding lock without ASX's prior written consent.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Prohibition on changing restriction agreements or releasing securities from custodian or holding lock, this supports the escrow regime.</p> <p><b>Present Application</b> Legal proceedings were commenced by a third party in relation to restricted securities held by a shareholder in the Company. The legal proceedings were concluded by court order declaring a constructive trust over the restricted securities for the benefit of the third party. The waiver is granted to give effect to the court order to permit a change of legal ownership on condition that new restriction agreements are entered into for the balance of the escrow period for the restricted securities and holding locks are reinstated on the restricted securities. It is accepted as a result of the constructive trust that the third party at all times was the holder of a beneficial interest in the restricted securities.</p>

<b>Rule Number</b>	9.7
<b>Date</b>	27/03/2017
<b>ASX Code</b>	THD
<b>Listed Company</b>	THRED LIMITED
<b>Waiver Number</b>	WLC170056-001
<b>Decision</b>	<p>1. Subject to resolution 2, and based solely on the information provided, ASX Limited ("ASX") grants Thred Limited (the "Company") a waiver from listing rule 9.7 to the extent necessary to permit the Company to do the following.</p> <p>1.1. Amend the restriction agreement between Key Idea Holdings Ltd, David Noel Whitaker and the Company dated 6 June 2016 by removing the performance hurdle with respect to 25,200,000 performance shares held by Key Idea Holdings Ltd ("Key Idea Restricted Securities").</p> <p>1.2. Amend the restriction agreement between Oramaya Holdings Limited, Christopher Jones and the Company dated 14 June 2016 by removing the performance hurdle with respect to 2,400,000 performance shares held by Oramaya Holdings Limited ("Oramaya Holdings Restricted Securities");</p> <p>1.3. Amend the restriction agreement between Adams Family Investment Holdings Pty Ltd and the Company dated 3 June 2016 by removing the performance hurdle with respect to 2,400,000 performance shares held by Adams Family Investment Holdings Pty Ltd ("Adams Family Restricted Securities").</p> <p>1.4. Amend the restriction agreement between Armada Capital Pty Ltd, Propel Holdings Pty Ltd, Libertine Investments Pty Ltd, Valerie Lynette Kathiravelu and the Company dated 13 June 2016 by removing the performance hurdle with respect to 1,500,000 performance shares held by Armada Capital Pty Ltd ("Armada Capital Restricted Securities").</p> <p>2. The restriction agreements in resolutions 1.1, 1.2, 1.3 and 1.4 may be amended on the following conditions.</p> <p>2.1. The variation to the terms of the performance shares is approved by (i) shareholders of the Company and (ii) the holders of the Key Idea Restricted Securities, Oramaya Holdings Restricted Securities, Adams Family Restricted Securities and the Armada Capital Restricted Securities.</p> <p>2.2. The terms of this waiver are announced to the market.</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, are classified as restricted securities and are to be held in escrow for a certain period. (ASX may also deem securities issued in other circumstances to be restricted securities.) Under listing rule 9.1.3, an entity that issues securities classified as restricted securities must apply the restrictions required by Appendix 9B of the listing rules. Under listing rules 9.1.4 and 9.2 the entity and the person who holds the restricted securities (and, where appropriate, the persons who control the holder) must enter into a restriction agreement in the form of Appendix 9A of the listing rules. The restriction agreement forbids the holder (and the controller(s), where appropriate) from transferring or creating any other interests in restricted securities during the escrow period. Under listing rule</p>

## Register of ASX Listing Rule Waivers

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. Under listing rule 9.7, for the duration of the escrow period applying to restricted securities in accordance with listing rule 9.1.3, there is a prohibition on changing the restriction agreement or releasing securities from the custodian or holding lock arrangements. listing rule 9.7 supports the effectiveness of the escrow regime in Chapter 9 of the listing rules.

### Present Application

The Company has previously issued restricted securities as consideration for assets and services provided in connection with a re-compliance transaction. ASX imposed escrow was applied to the Key Idea Restricted Securities, Oramaya Holdings Restricted Securities, Adams Family Restricted Securities and Armada Capital Restricted Securities (together, the "Restricted Securities"). The Key Idea Restricted Securities and the Armada Capital Restricted Securities were subject to ASX imposed escrow for a period of 24 months from the date of reinstatement of the Company's securities to official quotation. The Oramaya Holdings Restricted Securities and the Adams Family Restricted Securities were subject to ASX imposed escrow for a period of 12 months from the date of issue, being 14 June 2016. The Company is proposing to enter into arrangements with the holders of the Restricted Securities to vary the terms of the performance shares such that the performance shares will lapse as the performance shareholders have already been adequately remunerated, the remaining performance share milestone is no longer consistent with the Company's business objectives and future incentives should be issued by the Company to employees and consultants via an employee share or option plan. The Company will be required to obtain approval from its shareholders at a general meeting and from holders of the Restricted Securities to effectuate the variation to the terms of the performance shares.

<b>Rule Number</b>	10.1
<b>Date</b>	16/03/2017
<b>ASX Code</b>	BLY
<b>Listed Company</b>	BOART LONGYEAR LIMITED
<b>Waiver Number</b>	WLC170045-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited grants ("ASX") Boart Longyear Limited (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit the Company and its subsidiaries to grant security over its assets in favour of Centerbridge Partners, L.P. ("Centerbridge"), Ares Management ("Ares") and Ascribe Capital ("Ascribe") or any of their affiliate or associates (collectively, the "Lenders") ("Security"), to secure the Company's obligations under a new term loan facility ("New Loan"), pursuant to which the Lenders will provide the Company with debt up to a maximum of US\$15 million 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 Lenders, or any of their associates, exercises their rights under the Security, neither the Lenders nor any of their associates can acquire any legal or beneficial interest in an asset of the Company in full or part satisfaction of the Company's obligations under the New Loan or the Security, or otherwise deal with the assets of the Company, without the Company first having complied with any applicable listing rules, including listing rule 10.1, other than as required by law or through a receiver, or receiver and manager (or any other person acting on behalf of the Lenders) appointed by the Lenders exercising its power of sale under the New Loan or 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 Lenders in accordance with its legal entitlements.</p> <p>1.2. A summary of the material terms of the New Loan and the Security is made in each annual report of the Company during the term of the New Loan and the Security.</p> <p>1.3. Any variations to the terms of the New Loan or the Security which is:</p> <p>1.3.1. not a minor change; or</p> <p>1.3.2. inconsistent with the terms of the waiver, must be subject to shareholder approval.</p> <p>1.4. The Company must seek to discharge the Security when the funds advanced under the New Loan are repaid, or if it is not discharged, seek shareholder approval for the continuation of the Security for any further loan amount.</p> <p>1.5. The Company immediately releases to the market an announcement which sets out the terms of the waiver.</p>

## Register of ASX Listing Rule Waivers

<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 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> The Company proposes to enter into the New Loan with the Lenders for a maximum of \$15 million whereby the Company will grant security over all of the assets of the Company and its subsidiaries. The value of the Security is a substantial asset of the Company within the meaning of listing rule 10.2. Centerbridge holds approximately 49.9% of the Company's issued share capital and therefore is considered to be a substantial shareholder of the Company within the meaning of listing rule 10.1.3. Ascribe and Ares are associates of Centerbridge within the meaning of listing rule 10.1.4. Enforcement of the Security will trigger the application of listing rule 10.1. The Company is granted a waiver from listing rule 10.1 on a number of conditions, including that the security documents provide that in the event that the security under the New Loan is exercised, neither the substantial holder or the related parties (nor any of their associates) are entitled to acquire the assets without the Company first complying with any applicable listing rules, including listing rule 10.1. These conditions provide a sufficient safeguard against value-shifting to the substantial holder or related parties (or their associates).</p>
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<b>Rule Number</b>	10.11
<b>Date</b>	23/03/2017
<b>ASX Code</b>	SUN
<b>Listed Company</b>	SUNCORP GROUP LIMITED
<b>Waiver Number</b>	WLC170055-001
<b>Decision</b>	<p>1. Subject to resolution 2, and based solely on the information provided, ASX Limited ("ASX") in relation to a proposed offer of convertible unsecured notes ("Capital Notes") (the "Offer") by Suncorp Group Limited (the "Company") grants a waiver from listing rule 10.11 to the extent necessary to permit the directors of the Company and the spouses, parents, children, and associates of directors ("Related Persons") to participate in the Offer and to be issued Capital Notes without shareholder approval on the following conditions.</p> <p>1.1. The number of Capital Notes which may be issued to directors and their related persons collectively is no more than 0.2% of the total number of Capital Notes issued under the Offer, and the participation of the directors and their related persons in the Offer is on the same terms and conditions as applicable to other subscribers for Capital Notes.</p> <p>1.2. The Company releases the terms of the waiver to the market when it announces the Offer.</p> <p>1.3. When the Capital Notes are issued, the Company announces to the market the total number of Capital Notes issued to directors and their related persons in aggregate.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listed entities are required to obtain the prior approval of security holders for an issue of equity securities to related parties. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act (and any related party provisions applying to foreign entities under relevant legislation).</p> <p><b>Present Application</b> The Company intends to make a public offer of convertible notes in which Company shareholders are able to participate. Directors and their relatives and associates (who are related parties of the Company) will participate in the Offer on the same terms as unassociated investors. The waiver is granted to permit directors and their relatives to participate in the offer subject to an aggregate cap of no more than 0.2% of securities offered. The participation of natural person related parties in a public offer subject to this cap is de minimis departure from the principle that no equity securities may be issued to a related party without shareholder approval other than under an exception in listing rule 10.12. The terms of this waiver must be disclosed to the market.</p>

<b>Rule Number</b>	10.13.3
<b>Date</b>	15/03/2017
<b>ASX Code</b>	LCR
<b>Listed Company</b>	LACONIA RESOURCES LIMITED
<b>Waiver Number</b>	WLC170050-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Laconia Resources Limited (the "Company") a waiver from listing rule 10.13.3 to the extent necessary to permit the notice of meeting ("Notice") seeking shareholder approval for the issue of the following shares:</p> <p>1.1. up to 2,500,000 shares to be issued to Mr Robert Downey, Mr Peter Fox and Mr Neville Bassett (the "Directors") under the shortfall to the rights issue and/or the placement to raise a total of \$2,400,000 ("Shortfall Shares");</p> <p>1.2. 11,314,500 shares to be issued to Mandevilla Pty Ltd, Overland Corner West Pty Ltd, Zenessa Pty Ltd and Mintaka Nominees Pty Ltd ("Related Party Vendors") on completion of the Transaction ("Completion Shares"); and</p> <p>1.3. up to 39,600,750 milestone shares to be issued to the Related Party Vendors ("Related Vendor Milestone Shares"), (together, the "Related Party Shares"),</p> <p>not to state that the Related Party Shares will be issued within one month of the date of the date of the shareholders meeting, and not to include an issue price, subject to the following conditions.</p> <p>1.4. The Company issues the Shortfall Shares to the Directors prior to completion of the transaction comprising the Company acquiring all of the issued capital of Kraapian Founders Pty Ltd ("Transaction")("Completion") and no later than three months after the date of the meeting.</p> <p>1.5. The Company issues the Completion Shares at the earlier of Completion and three months after the date of the meeting.</p> <p>1.6. The Company issues the Related Vendor Milestone Shares no later than seven days after the date that is 60 months from the date of Terms Sheet, being 3 February 2022.</p> <p>1.7. The Notice states that the Related Vendor Milestone Shares will be issued to the Related Party Vendors at an issue price equal to the higher of:</p> <p>(a) the 5 day volume weighted average price for the last 5 days on which Shares traded prior to the announcement to the ASX of the satisfaction of the relevant milestone; and</p> <p>(b) \$0.02.</p> <p>1.8. If the Company releases its annual report during a period in which the Related Party Shares are issued or remain to be issued, the annual report discloses details of the Related Party Shares that have been issued and any the Related Party Shares remaining to be issued.</p> <p>1.9. In any half year or quarterly report for a period during which any of the Related Party Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Related Party Shares issued during the reporting period, the number of Related Party Shares that remain to be issued and the basis on which the Related Party Shares may be issued.</p> <p>1.10. The Company releases the terms of this waiver to the market at the same time the Notice is released to the market by way of a separate announcement.</p>

## Register of ASX Listing Rule Waivers

	<p>1.11. The Notice contains the full terms and conditions of the Related Vendor Milestone Shares.</p> <p>1.12. The milestones which must be satisfied for the Related Vendor Milestone Shares to be issued are not varied.</p> <p>1.13. Provision of an undertaking from the Company and the Related Party Vendors in the form of a deed that any shares to be issued to the Related Party Vendors will be classified as restricted securities and made subject to an escrow period ending on the date twelve months from the date of issue of the Related Vendor Milestone Shares, and that the Company will not issue any such shares until a restriction agreement in relation to those shares for the relevant period has been entered into by the Company and the allottee.</p>
<p><b>Basis For Decision</b></p>	<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> <p><b>Present Application</b>  The Company is proposing to issue the Completion Shares and Related Vendor Milestone Shares to the Related Party Vendors in satisfaction of part consideration for the Transaction and Shortfall Shares to the Directors pursuant to a \$2,400,000 capital raising. The maximum number of Related Party Shares to be issued is fixed therefore the degree of dilution is known. The timing of the issue of the Related Party Shares was outlined in the Notice seeking shareholder approval for the issue of the Related Party Shares. The period of time over which the Related Party Shares may be issued is fixed. There is a sufficient degree of certainty about the basis for calculation of the number of securities to be issued for shareholders to be able to give their informed consent to the issue of the Related Party Shares over the relevant period.</p>

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<b>Rule Number</b>	10.13.5
<b>Date</b>	15/03/2017
<b>ASX Code</b>	LCR
<b>Listed Company</b>	LACONIA RESOURCES LIMITED
<b>Waiver Number</b>	WLC170050-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Laconia Resources Limited (the "Company") a waiver from listing rule 10.13.5 to the extent necessary to permit the notice of meeting ("Notice") seeking shareholder approval for the issue of the following shares:</p> <p>1.1. up to 2,500,000 shares to be issued to Mr Robert Downey, Mr Peter Fox and Mr Neville Bassett (the "Directors") under the shortfall to the rights issue and/or the placement to raise a total of \$2,400,000 ("Shortfall Shares");</p> <p>1.2. 11,314,500 shares to be issued to Mandevilla Pty Ltd, Overland Corner West Pty Ltd, Zenessa Pty Ltd and Mintaka Nominees Pty Ltd ("Related Party Vendors") on completion of the Transaction ("Completion Shares"); and</p> <p>1.3. up to 39,600,750 milestone shares to be issued to the Related Party Vendors ("Related Vendor Milestone Shares"), (together, the "Related Party Shares"),</p> <p>not to state that the Related Party Shares will be issued within one month of the date of the date of the shareholders meeting, and not to include an issue price, subject to the following conditions.</p> <p>1.4. The Company issues the Shortfall Shares to the Directors prior to completion of the transaction comprising the Company acquiring all of the issued capital of Kraapian Founders Pty Ltd ("Transaction")("Completion") and no later than three months after the date of the meeting.</p> <p>1.5. The Company issues the Completion Shares at the earlier of Completion and three months after the date of the meeting.</p> <p>1.6. The Company issues the Related Vendor Milestone Shares no later than seven days after the date that is 60 months from the date of Terms Sheet, being 3 February 2022.</p> <p>1.7. The Notice states that the Related Vendor Milestone Shares will be issued to the Related Party Vendors at an issue price equal to the higher of:</p> <p>(a) the 5 day volume weighted average price for the last 5 days on which Shares traded prior to the announcement to the ASX of the satisfaction of the relevant milestone; and</p> <p>(b) \$0.02.</p> <p>1.8. If the Company releases its annual report during a period in which the Related Party Shares are issued or remain to be issued, the annual report discloses details of the Related Party Shares that have been issued and any the Related Party Shares remaining to be issued.</p> <p>1.9. in any half year or quarterly report for a period during which any of the Related Party Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Related Party Shares issued during the reporting period, the number of Related Party Shares that remain to be issued and the basis on which the Related Party Shares may be issued.</p> <p>1.10. The Company releases the terms of this waiver to the market at the same time the Notice is released to the market by way of a separate announcement.</p>

## Register of ASX Listing Rule Waivers

	<p>1.11. The Notice contains the full terms and conditions of the Related Vendor Milestone Shares.</p> <p>1.12. The milestones which must be satisfied for the Related Vendor Milestone Shares to be issued are not varied.</p> <p>1.13. Provision of an undertaking from the Company and the Related Party Vendors in the form of a deed that any shares to be issued to the Related Party Vendors will be classified as restricted securities and made subject to an escrow period ending on the date twelve months from the date of issue of the Related Vendor Milestone Shares, and that the Company will not issue any such shares until a restriction agreement in relation to those shares for the relevant period has been entered into by the Company and the allottee.</p>
<p><b>Basis For Decision</b></p>	<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> <p><b>Present Application</b>  The Company is proposing to issue the Related Vendor Milestone Shares to the Related Party Vendors in of part consideration for the Transaction. The Notice provides a formula for calculating the issue price of securities. The issue price of the Related Vendor Milestone Shares is presently unascertainable as it is based on a formula including a future security price. The formula does however include a minimum issue price for the securities. Where the degree of dilution is known or not expected to be excessive in view of a listed entity's security price and the dollar value consideration, the inclusion of sufficient information in the notice of meeting about the method for calculating the issue price of the relevant securities is considered not to offend the policy of the rule in providing certainty to security holders.</p>

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<b>Rule Number</b>	10.18
<b>Date</b>	28/03/2017
<b>ASX Code</b>	VTI
<b>Listed Company</b>	VISIONEERING TECHNOLOGIES, INC.
<b>Waiver Number</b>	WLC170059-006
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Visioneering Technologies, Inc. (the "Company") a waiver from listing rule 10.18 to the extent necessary to permit the Company, upon change of control, to provide termination benefits Mr Tony Sommer pursuant to the terms of his existing employment agreement and pursuant to the terms of the options granted under the 2008 Plan.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must ensure that no officer will be entitled to termination benefits or any increase in them if a change occurs in the shareholding or control of the listed entity. This prevents the use of termination payments as a poison pill or golden parachute and supports the takeover regime in the Corporations Act.</p> <p><b>Present Application</b> The Company is a US Delaware incorporated entity. The Company has an existing employment agreement in place with Mr Tony Sommer (Senior Vice President of Sales and Marketing) which permits existing stock options granted under his employment agreement to vest on an accelerated basis in the event that there is a change of control in the Company. The waiver is granted to permit only the existing terms of Mr Sommer's employment contract to persist and does not extend to future arrangements. In this case, the waiver is limited to the 1,240,000 stock options (with an exercise price of US\$0.07) issued to Mr Sommer. This is considered to be a permissible departure from the principle of the rule to allow the Company to honour its contractual obligations to an officer, which are in accordance with the law and market practice in its home jurisdiction, and which were entered into before the entity contemplated listing on ASX.</p>

<b>Rule Number</b>	14.2.1
<b>Date</b>	28/03/2017
<b>ASX Code</b>	VTI
<b>Listed Company</b>	VISIONEERING TECHNOLOGIES, INC.
<b>Waiver Number</b>	WLC170059-007
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Visioneering Technologies, Inc. (the "Company") a waiver from listing rule 14.2.1 to the extent necessary to permit the Company not to provide in its proxy form an option for holders of Chess Depository Interests ("CDIs") to vote against a resolution to elect a director or to appoint an auditor, on the following conditions.</p> <p>1.1. The Company complies with relevant US laws as to the content of proxy forms applicable to resolutions for the election of directors and the appointment of an auditor.</p> <p>1.2. The notice given by the Company to CDI holders under ASX Settlement Operating Rule 13.8.9 makes it clear that holders are only able to vote for the resolutions or abstain from voting, and the reasons why this is the case.</p> <p>1.3. The Company releases details of the waiver to the market as part of the pre-quotations disclosure, and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p> <p>1.4. Without limiting ASX's right to vary or revoke its decision under listing rule 18.3, the waiver from listing rule 14.2.1 only applies for so long as the relevant US laws prevent the Company from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 14.2.1 requires notice of meetings to include a proxy form which must provide for the security holder to vote for or against each resolution. This ensures that all security holders can express their views on every resolution put to a security holder's meeting.</p> <p><b>Present Application</b> The Company is incorporated in Delaware and regulated by the US law. The Company will be an issuer of CDIs. The law of the Company's home jurisdiction does not provide for the casting of votes against certain types of resolution (election of directors, appointment of auditors). The US has an alternative legislative scheme for security holders to contest the reappointment of directors and auditors. It is proposed to grant a waiver to permit the Company to comply with laws of its place of incorporation.</p>

<b>Rule Number</b>	14.4
<b>Date</b>	28/03/2017
<b>ASX Code</b>	VTI
<b>Listed Company</b>	VISIONEERING TECHNOLOGIES, INC.
<b>Waiver Number</b>	WLC170059-008
<b>Decision</b>	Based solely on the information provided, ASX Limited ("ASX") grants Visioneering Technologies, Inc. (the "Company") a waiver from listing rule 14.4 to the extent necessary to permit the Company to permit a director appointed by the board of the Company to fill a casual vacancy or as an additional director to hold office beyond the next annual general meeting after that person's appointment if the term of office of the class of director into which that person has been appointed expires at a later annual general meeting, in accordance with the Company's constituent documents.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Directors (other than the managing director) must not hold office past the third annual general meeting following their appointment, or for more than three years -whichever is longer. A casual appointee must not hold office without re-election past the next annual general meeting after the director's appointment. This rule prevents the entrenchment of directors and supports shareholder democracy.</p> <p><b>Present Application</b> The Company is incorporated in Delaware and its constitution complies with the law of its home jurisdiction. This requires the retirement of directors in classes. Directors appointed to fill casual vacancies hold office until the time for the class into which they have been appointed must stand for re-election. As this statutory requirement is inconsistent with this particular listing rule, a waiver is granted to permit the Company to comply with the laws of its place of incorporation.</p>

<b>Rule Number</b>	14.11
<b>Date</b>	27/03/2017
<b>ASX Code</b>	MDL
<b>Listed Company</b>	MINERAL DEPOSITS LIMITED
<b>Waiver Number</b>	WLC170051-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Mineral Deposits Limited (the "Company") a waiver from listing rule 14.11 to the extent necessary to permit the Company's notice of meeting not to comply with the voting exclusion statement required in respect of a resolution seeking shareholder approval under listing rule 7.4 for the ratification of an issue of 15,551,451 ordinary shares ("Placement Shares") to institutional, professional and sophisticated investors ("Resolution"), so that votes of securityholders who participated in the issue of the Placement Shares may be counted, to the extent only that those holders are acting solely in a fiduciary, nominee, trustee or custodial capacity on behalf of beneficiaries who did not participate in the issue of the Placement Shares (the "Nominee Holders"), on the following conditions:</p> <p>1.1. The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the issue of Placement Shares, nor are they an associate of a person who participated in the issue of Placement Shares.</p> <p>1.2. The beneficiaries direct the Nominee Holders to vote for or against on the Resolution.</p> <p>1.3. The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p>
<b>Basis For Decision</b>	Underlying Policy Standard waiver in accordance with ASX Guidance Note 17.

<b>Rule Number</b>	15.16(c)
<b>Date</b>	22/03/2017
<b>ASX Code</b>	FPC
<b>Listed Company</b>	FAT PROPHETS GLOBAL CONTRARIAN FUND LTD
<b>Waiver Number</b>	WLC170044-002
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants Fat Prophets Global Contrarian Fund Ltd (the "Company") a waiver from listing rule 15.16(c) to the extent necessary to permit the Company to end the management agreement between the Company and Fat Prophets Funds Management Pty Limited dated 2 January 2017 ("Management Agreement") on three months' notice after shareholders pass an ordinary resolution to remove the Manager subsequent to the initial term of up to 10 years from the date of issue of securities pursuant to the prospectus dated 23 January 2017 ("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 longer than 5 years without providing security holders of the entity the opportunity to require the management agreement to be terminated. This gives security holders the power to end the management arrangement after a reasonable fixed term, and prevents the entrenchment of managers.</p> <p><b>Present Application</b>  This is a companion waiver to the waiver from listing rule 15.16(b) which allows the Company to end the Management Agreement on three months' notice after shareholders pass an ordinary resolution to remove the Manager subsequent to an Initial Term of 10, rather than 5, years.</p>

<b>Rule Number</b>	15.16(b)
<b>Date</b>	22/03/2017
<b>ASX Code</b>	FPC
<b>Listed Company</b>	FAT PROPHETS GLOBAL CONTRARIAN FUND LTD
<b>Waiver Number</b>	WLC170044-001
<b>Decision</b>	<p>Based solely on the information provided, ASX Limited ("ASX") grants Fat Prophets Global Contrarian Fund Ltd (the "Company") a waiver from listing rule 15.16(b) to the extent necessary to permit the Fat Prophets Funds Management Pty Limited (the "Manager") to continue to act as manager of the Company's portfolio in accordance with the terms of the management agreement between the Company and the Manager dated 2 January 2017 ("Management Agreement") for a period of up to 10 years from the date of issue of securities pursuant to the Prospectus (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 longer than 5 years without providing security holders of the entity the opportunity to require the management agreement to be terminated. This gives security holders the power to end the management arrangement after a reasonable fixed term, and prevents the entrenchment of managers.</p> <p><b>Present Application</b>  The Company has applied for admission to the official list of ASX as an investment entity. The Company and the Manager have entered into the Management Agreement, details of which are disclosed in the prospectus dated 23 January 2017. The Management Agreement has an Initial Term of 5 years and will automatically extend for a further term of 5 years (and for further successive 5 year terms on the expiry of each renewed term) if not terminated earlier. The Company is seeking to extend the Initial Term from 5 years to 10 years. After this term, the Company may terminate the Management Agreement on three months' notice if shareholders pass an ordinary resolution directing the Company to remove the Manager. 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>