



Register of ASX Listing Rule Waivers

1 to 15 June 2018

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

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

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Rule Number	1.1 condition 12
Date	13/06/2018
ASX Code	VN8
Listed Company	VONEX LIMITED..
Waiver Number	WLC180147-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Vonex Limited (the "Company") a waiver from listing rule 1.1 condition 12, to the extent necessary for the Company to have on issue 27,610,000 performance rights ("Performance Rights"), for nil consideration to directors, employees and an independent supplier on condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Prospectus.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application The Company has applied for admission to the official list of ASX. The Company is proposing to have on issue 27,610,000 unquoted, non-voting, non-participating and non-transferable Performance Rights to directors, employees and an independent supplier for nil consideration. The Performance Rights would represent approximately 18.71% on minimum and 18.09% on maximum of the undiluted issued capital and 13.02% on minimum and 12.5% on maximum of the fully diluted issued capital of the Company at the time of listing. Some of the terms of the Performance Rights are disclosed in the prospectus. The full terms and conditions that comply with the Listing Rules is required by way of pre-quotation disclosure. Of the Performance Rights on issue, 22,760,000 will be escrowed in accordance with Appendix 9B with 4,850,000 having no escrow applicable. The Performance Rights will convert into ordinary shares in the Company on a one-for-one basis on the achievement of certain milestones. In the event that the conditions relevant to the Performance Right are not satisfied by the relevant vesting date then the Performance Right will automatically lapse. Accordingly, it is proposed to grant the waiver as the issue of the Performance Rights does not undermine the 20 cent rule.</p>

Rule Number	1.8 condition 11
Date	15/06/2018
ASX Code	AO3
Listed Company	APOLLO SERIES 2018-1 TRUST
Waiver Number	WLC180130-001
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as issuer trustee (the "Issuer") of the APOLLO Series 2018-1 Trust (the "Trust") a waiver from condition 11 of listing rule 1.8 to the extent that the Notes need not satisfy CHESS requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.
Basis For Decision	<p>Underlying Policy An entity must be approved to act as an issuer of quoted securities under the operating rules of an approved clearing and settlement (CS) facility, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The debt securities of the Issuer being quoted are wholesale debt securities. The debt securities of the Issuer are to be settled outside of CHESS. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

Rule Number	1.8 condition 11
Date	15/06/2018
ASX Code	LTF
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2018-1
Waiver Number	WLC180136-001
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited (the "Issuer") in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2018-1 (the "Trust") a waiver from condition 11 of listing rule 1.8 to the extent that the Notes need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.
Basis For Decision	<p>Underlying Policy An entity must be approved to act as an issuer of quoted securities under the operating rules of an approved clearing and settlement (CS) facility, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The debt securities of the Issuer being quoted are wholesale debt securities. The debt securities of the Issuer are to be settled outside of CHES. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

Rule Number	1.8 condition 11
Date	7/06/2018
ASX Code	WFB
Listed Company	WFD TRUST
Waiver Number	WLC180148-001
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Westfield America Management Limited (the "Issuer") in its capacity as responsible entity and trustee of WFD Trust (the "Trust") a waiver from condition 11 of listing rule 1.8 to the extent necessary that the Notes need not satisfy CHES requirements on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.
Basis For Decision	<p>Underlying Policy An entity must be approved to act as an issuer of quoted securities under the operating rules of an approved clearing and settlement (CS) facility, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The debt securities of the Issuer being quoted are wholesale debt securities. The debt securities of the Issuer are to be settled outside of CHES. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

Rule Number	2.1 condition 3
Date	15/06/2018
ASX Code	AO3
Listed Company	APOLLO SERIES 2018-1 TRUST
Waiver Number	WLC180130-002
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as issuer trustee (the "Issuer") of the APOLLO Series 2018-1 Trust (the "Trust") a waiver from condition 3 of listing rule 2.1 to the extent necessary that the Trust's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.
Basis For Decision	<p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

Rule Number	2.1 condition 3
Date	15/06/2018
ASX Code	LTF
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2018-1
Waiver Number	WLC180136-002
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited (the "Issuer") in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2018-1 (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.
Basis For Decision	<p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

Rule Number	3.10.5
Date	15/06/2018
ASX Code	AO3
Listed Company	APOLLO SERIES 2018-1 TRUST
Waiver Number	WLC180130-003
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as issuer trustee (the "Issuer") of the APOLLO Series 2018-1 Trust (the "Trust") a waiver from listing rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of Notes that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.
Basis For Decision	<p>Underlying Policy An entity must tell ASX of an issue of securities and must give ASX an Appendix 3B in respect of those securities. An entity must tell ASX if any securities are restricted securities or subject to voluntary escrow. This disclosure maintains an informed market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The Issuer issues other debt securities that are not to be quoted on ASX. With respect to an issue of debt securities not quoted on ASX, the entity has to tell ASX but does not have to lodge an Appendix 3B. The information required by an Appendix 3B would not be relevant for an issue of such securities. The entity must still notify ASX of an issue of debt securities to be quoted on ASX and lodge an Appendix 3B in order to maintain an informed market.</p>

Rule Number	3.10.5
Date	15/06/2018
ASX Code	LTF
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2018-1
Waiver Number	WLC180136-003
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited (the "Issuer") in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2018-1 (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.
Basis For Decision	<p>Underlying Policy An entity must tell ASX of an issue of securities and must give ASX an Appendix 3B in respect of those securities. An entity must tell ASX if any securities are restricted securities or subject to voluntary escrow. This disclosure maintains an informed market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The Issuer issues other debt securities that are not to be quoted on ASX. With respect to an issue of debt securities not quoted on ASX, the entity has to tell ASX but does not have to lodge an Appendix 3B. The information required by an Appendix 3B would not be relevant for an issue of such securities. The entity must still notify ASX of an issue of debt securities to be quoted on ASX and lodge an Appendix 3B in order to maintain an informed market.</p>

Rule Number	6.18
Date	8/06/2018
ASX Code	MYL
Listed Company	MYANMAR METALS LIMITED
Waiver Number	WLC180138-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Myanmar Metals Limited (the "Company") a waiver from listing rule 6.18 to the extent necessary to permit Perilya Limited ("Perilya") to maintain, by way of a right to participate in any offer of securities by the Company such that Perilya's percentage holding immediately before the completion of the offer of equity securities remains the same immediately following the equity offer (the "Anti-Dilution Right"), on the following conditions:</p> <p>1.1. The Anti-Dilution Right lapses on the earlier of:</p> <p>1.1.1. Perilya's relevant interest in the Company falling below 10% on an undiluted basis (other than as result of the issue of shares to which the Anti-Dilution Right applies and Perilya still being entitled to exercise its rights under the Anti-Dilution Right);</p> <p>1.1.2. Perilya's relevant interest in the Company's securities increasing to above 25% on an undiluted basis;</p> <p>or</p> <p>1.1.3. the strategic relationship between the Company and Perilya 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 Perilya.</p> <p>1.3. Any securities issued under the Anti-Dilution Right are offered to Perilya for cash consideration that is:</p> <p>1.3.1. 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>1.3.2. 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 Perilya under the Anti-Dilution Right in the case of any diluting event must not be greater than the number required in order for Perilya 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> <p>1.6. The Company immediately releases the terms of the waiver to the market.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application The Company has entered into a Strategic Alliance Agreement ("Alliance Agreement") and Share Subscription Agreement</p>

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	<p>("Subscription Agreement") with Perilya. Under the Subscription Agreement, Perilya will participate in a Placement by providing a deposit of approximately \$14.9 million to be held in escrow which will become available to the Company for drawdown and the Company will issue Perilya ordinary shares in the Company at an issue price of \$0.06 per share. Subject to the conditions of the Subscription Agreement, Perilya will hold a 19.99% shareholding in the Company. Through the Alliance Agreement, the creation of a strategic relationship will allow the Company to benefit from Perilya's technical and strategic expertise and financial capacity. This includes provisions for the Company to gain technical assistance, future financial support and assistance with procurement, processing and metals marketing from Perilya. 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 listed entity and the shareholder in this case is consistent with this policy. The Anti-Dilution Right cannot be transferred outside the corporate group of Perilya. The waiver is granted to permit the Anti-Dilution Right while the strategic relationship continues.</p>
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Rule Number	6.18
Date	1/06/2018
ASX Code	NWE
Listed Company	NORWEST ENERGY NL
Waiver Number	WLC180139-001
Decision	<p>1. Based solely on the information provided, and pursuant to the Strategic Cooperation Agreement ("SCA") between Norwest Energy NL (the "Company") and 3C Group IC Limited ("3C Group"), ASX Limited ("ASX") grants the Company a waiver from listing rule 6.18 to the extent necessary to permit 3C Group to maintain, by way of a right to participate in any issue of securities or to subscribe for securities, its percentage interest in the issued share capital of the Company (the "Anti-Dilution Right") in respect of a diluting event which occurs, 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 3C Group ceases to hold in aggregate at least 5% voting power in the Company (other than as a result of shares (or equity securities) to which the Anti-Dilution Right applies and in respect of which 3C Group is still entitled to exercise, or has exercised, the Anti-Dilution Right);</p> <p>1.1.2. the date on which 3C Group's voting power in the Company exceeds 25%;</p> <p>or</p> <p>1.1.3. the strategic relationship between the Company and 3C Group ceasing or changing in such a way that it effectively ceases.</p> <p>1.2. The Anti-Dilution Right may only be transferred to a related body corporate of 3C Group.</p> <p>1.3. Any securities issued under the Anti-Dilution Right are offered to 3C Group must be issued to 3C Group for cash consideration that is:</p> <p>1.3.1. 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>1.3.2. 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 3C Group under the Anti-Dilution Right in the case of any diluting event must not be greater than the number required in order for 3C Group 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> <p>1.6. The Company immediately releases the terms of the waiver to the market.</p>
Basis For Decision	<p>Underlying Policy</p> <p>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>

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Present Application

The Company has entered into an agreement with 3C Group pursuant to which 3C Group agrees to provide the Company with technical expertise and funding to develop the Company's activities ("Strategic Cooperation Agreement"). Pursuant to the Strategic Cooperation Agreement, as long as 3C Group holds not less than 7.5% it will have the right to nominate and maintain a director on the board of the Company. The Anti-Dilution Right allows 3C Group to participate in future placements of securities on equal terms with other parties to whom securities are offered to the extent necessary for 3C Group to maintain its percentage shareholding. 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 listed entity and the shareholder in this case is consistent with this policy. The Anti-Dilution Right also lapses if the strategic relationship with 3C Group ceases or its interest in the Company falls below 5% or exceeds 25%.

Rule Number	6.24
Date	15/06/2018
ASX Code	AO3
Listed Company	APOLLO SERIES 2018-1 TRUST
Waiver Number	WLC180130-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as issuer trustee (the "Issuer") of the APOLLO Series 2018-1 Trust (the "Trust") a waiver from listing rule 6.24 (Appendix 6A paragraph 2) to the extent necessary to permit the Trust to follow a timetable for interest payments outlined in the Information Memorandum, on condition that on the next business day after an interest payment date the Issuer tells ASX the following.</p> <p>1.1. The record date for the next interest period.</p> <p>1.2. The payment date for the next interest period.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.24 requires an entity to comply with Appendix 6A which prescribes the timetable and information notification requirements for various corporate actions. This requirement ensures that security holders and the market are given timely information regarding their securities, and assists ASX to maintain orderly trading and settlement of securities. Paragraph 2 of Appendix 6A applies to interest payments on quoted debt securities.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest monthly. The Information Memorandum in relation to the securities specifies the record date for the notes is four business days before an interest payment date. The waiver is granted on the condition that the entity tells ASX the relevant dates for the next interest period the business day after a payment has been made. This requirement ensures that an informed market is maintained.</p>

Rule Number	6.24
Date	15/06/2018
ASX Code	LTF
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2018-1
Waiver Number	WLC180136-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited (the "Issuer") in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2018-1 (the "Trust") a waiver from listing rule 6.24 (Appendix 6A paragraph 2) to the extent necessary to permit the Trust to follow a timetable for interest payments outlined in the Information Memorandum, on condition that on the next business day after an interest payment date the Issuer tells ASX the following.</p> <p>1.1. The record date for the next interest period.</p> <p>1.2. The payment date for the next interest period.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.24 requires an entity to comply with Appendix 6A which prescribes the timetable and information notification requirements for various corporate actions. This requirement ensures that security holders and the market are given timely information regarding their securities, and assists ASX to maintain orderly trading and settlement of securities. Paragraph 2 of Appendix 6A applies to interest payments on quoted debt securities.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest monthly. The record date in relation to the notes is five business days before an interest payment date. The waiver is granted on the condition that the entity tells ASX the relevant dates for the next interest period the business day after a payment has been made. This requirement ensures that an informed market is maintained.</p>

Rule Number	6.24
Date	12/06/2018
ASX Code	QFY
Listed Company	QUANTIFY TECHNOLOGY HOLDINGS LIMITED
Waiver Number	WLC180141-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Quantify Technology Holdings 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 7,329,965 quoted options exercisable at \$0.166 each on or before 30 June 2018 ("Options"), on the following conditions.</p> <p>1.1. The information required by item 6.1 of Appendix 6A is released on the ASX Market Announcements Platform immediately, 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 \$0.125 before 30 June 2018, the Company immediately sends an option expiry notice to holders of Options.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Standard waiver in accordance with Guidance Note 17.</p> <p>A waiver from Listing Rule 6.24 to permit an entity not to send the notices required by paragraph 6.1 of Appendix 6A in relation to quoted options about to expire, where the options are substantially out of the money (that is, where the current market price for the underlying security is less than 50% of the option exercise price and the highest market price at which the underlying security has traded on ASX in the last 6 months is less than 75% of the option exercise price</p>

Rule Number	7.3.2
Date	1/06/2018
ASX Code	CAD
Listed Company	CAENEUS MINERALS LTD
Waiver Number	WLC180132-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Caeneus Minerals 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 a total of 257,500,000 fully paid ordinary shares in the Company and 257,500,000 options with an exercise price of \$0.005 and an expiry date of 30 June 2021 (together the "Exploration Licence Securities"), not to state that the Exploration Licence Securities will be issued no later than 3 months after the date of the meeting.</p> <p>2. Resolution 1 is subject to the following conditions:</p> <p>2.1. The Company issues the Exploration Licence Securities no later than 31 July 2019 subject to satisfaction of the relevant milestone.</p> <p>2.2. For any annual reporting period during which any of the Exploration Licence Securities have been issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Exploration Licence Securities issued during the reporting period, the number of Exploration Licence Securities that remain to be issued and the basis on which the Exploration Licence Securities may be issued.</p> <p>2.3. In any half year or quarterly report for a period during which any of the Exploration Licence Securities have been issued or remain to be issued, the Company must include a summary statement of the number of Exploration Licence Securities issued during the reporting period, and the number of Exploration Licence Securities that remain to be issued and the basis on which the Exploration Licence Securities may be issued.</p> <p>2.4. The Company includes the terms of this waiver in the Notice.</p> <p>2.5. The Notice contains the full terms and conditions on which the Exploration Licence Securities are proposed to be issued.</p> <p>2.6. The milestones which must be satisfied for the Exploration Licence Securities to be issued are not varied.</p>

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<p>Basis For Decision</p>	<p>Underlying Policy Listing rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. This limit is not applicable if security holders' approve the issue of the securities at a general meeting. Listing rule 7.3 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities. In particular, listing rule 7.3.2 requires the date by which the entity will issue the securities and this date must be no later than 3 months after the date of the meeting, or, for court approved reorganisations of capital, no later than 3 months after the date of the court approval. This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p>Present Application Where a listed entity has entered into a transaction which calls for the issue of securities as deferred consideration at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the milestones to be achieved which trigger the obligation to issue 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 a conditional sale and purchase agreement ("Sale and Purchase Agreement") to acquire 100% of Mt Roe Mining Pty Ltd ("Mt Roe") which has entered into a tenement acquisition agreement to acquire two exploration licence applications. Mt Roe Mining has also agreed to acquire Blue Ribbon Mines Pilbara which has made an exploration licence application for another tenement. Part of the consideration for the acquisition comprises the Exploration Licence Securities, the issue of which have been deferred until the tenement licence applications have been granted and will be issued no later than 31 July 2019.</p> <p>The maximum number of shares and options to be issued is fixed therefore the degree of dilution is known. On that basis, shareholders are able to give their informed consent to the issue of the Exploration Licence Securities. The extension of time requested by the Company is approximately 10 months beyond the ordinary three month limit for listing rule 7.1 approvals and is within ASX precedent for similar waivers. The waiver is granted on condition that the Exploration Licence Securities are issued no later than 31 July 2019 and the terms of the waiver are released at the same time the notice of meeting is released to the market.</p>
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Rule Number	7.3.2
Date	15/06/2018
ASX Code	PSA
Listed Company	PETSEC ENERGY LIMITED
Waiver Number	WLC180140-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Petsec Energy Ltd (the "Company") a waiver from listing rule 7.3.2 to the extent necessary to permit the notice of meeting (the "Notice") seeking shareholder approval for the issue of up to US\$5 million worth of convertible notes ("Convertible Notes") pursuant to tranche 3 of the facility agreement with SING RIM Pte. Ltd ("Sing Rim") ("Facility Agreement") and the payment of interest under the Convertible Notes through the issue of shares ("Interest Shares"), which in aggregate are convertible into 30,000,000 ordinary shares, not to state that the Convertible Notes and Interest Shares will be issued no later than 3 months after the date of the meeting on the following conditions.</p> <p>1.1. The Notice contains a summary of the material terms of the Facility Agreement, including the milestones which must be satisfied prior to the issue of the Convertible Notes.</p> <p>1.2. The Notice seeks approval for a stated maximum number of shares that will be issued on conversion of the Convertible Notes and the issue of the Interest Shares.</p> <p>1.3. The milestones which must be satisfied for the issue or conversion of the Convertible Notes are not varied.</p> <p>1.4. The Convertible Notes and Interest Shares will be issued during the term of the Facility Agreement, and in any event no later than 23 January 2020.</p> <p>1.5. If the Company releases its annual report during a period in which the Convertible Notes, and Interest Shares are issued or remain to be issued, the annual report discloses details of the Convertible Notes and Interest Shares that have been issued, the interest payable on the Convertible Notes and the terms of the Facility Agreement.</p> <p>1.6. The Company includes the terms of the waiver in the Notice.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. This limit is not applicable if security holders' approve the issue of the securities at a general meeting. Listing rule 7.3 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities. In particular, listing rule 7.3.2 requires the date by which the entity will issue the securities and this date must be no later than 3 months after the date of the meeting, or, for court approved reorganisations of capital, no later than 3 months after the date of the court approval. This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p>

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	<p>Present Application</p> <p>Listing rule 7.3.2 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within 3 months of the date of the shareholders' meeting. Listing rule 7.3.2 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval.</p> <p>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 and Sing Rim have entered into a funding agreement pursuant to which the Company will receive funds from Sing Rim upon meeting certain conditions precedent set out in the Facility Agreement. The Company will issue convertible notes to Sing Rim upon receipt of an instalment payment with a face value equal to the amount of the relevant instalment. The Company is seeking approval to issue the Convertible Notes, as well as the issue of Interest Shares within 18 months of the date of the meeting, and in any event no later than 23 January 2020. The maximum number of shares that could be issued by the Company on conversion of the Convertible Notes and any Interest Shares is fixed and the maximum degree of dilution is known, which will be disclosed in the notice of meeting seeking shareholder approval. It is appropriate to allow shareholders to be able to give their informed consent to the issue of the Convertible Notes and Interest Shares over the relevant period.</p>
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Rule Number	7.3.2
Date	13/06/2018
ASX Code	VMC
Listed Company	VENUS METALS CORPORATION LIMITED
Waiver Number	WLC180146-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Venus Metals Corporation 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 fully paid ordinary shares with a total value of \$3,000,000 at an issue price of not less than \$0.15 per share and not more than \$0.20 per share (the "Option Shares") pursuant to the agreement to acquire an option to purchase all of the issued shares in Oz Youanmi Gold Pty Ltd ("OYZ"), not to state that the Option Shares will be issued no later than three months after the date of the general meeting.</p> <p>2. Resolution 1 is subject to the following conditions:</p> <p>2.1. the Company issues the Option Shares no later than 31 December 2018 (in the event that the Company elects to exercise the relevant option);</p> <p>2.2. for any annual reporting period during which the Option Shares have been issued or remain to be issued, the Company's annual report provides a detailed update regarding the Company's decision to issue, or not issue, the Option Shares;</p> <p>2.3. for any half yearly or quarterly reporting period during which the Option Shares have been issued or remain to be issued, the Company's relevant half year report or quarterly report provides a detailed update regarding the Company's decision to issue, or not issue, the Option Shares;</p> <p>2.4. the Company releases the terms of the waiver to the market immediately; and</p> <p>2.5. the Notice contains the full terms and conditions on which the Option Shares are proposed to be issued.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing Rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit on the number of equity securities that may be issued by the entity without prior security holder approval. This limit is not applicable if security holders approve the issue of the securities at a general meeting.</p> <p>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, in the context of the Option Shares, that the notice includes the date by which the entity will issue the securities, which date must be no later than three months after the date of the meeting.</p> <p>This rule ensures that an issue of securities that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p>Present Application</p> <p>Where a listed entity has entered into a transaction which calls for</p>

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the issue of securities as deferred consideration at future times that necessarily will fall longer than three 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 (where applicable), provided that the milestones to be achieved which trigger the obligation to issue the securities are appropriate to the entity and the transaction in all the circumstances, and adequate information can be given to shareholders about the future issues of securities. This allows the entity and the counterparty to the agreement to have commercial certainty about the ability of the entity to issue each tranche of securities as the counterparty performs its obligations, while maintaining the principle that shareholders must give their informed consent to future issues of securities.

The Company has entered into an agreement (the "OYZ Agreement") to acquire an option to purchase all of the issued shares in OYZ (the "OYZ Option"). In accordance with the terms of the OYZ Agreement, and upon exercise of the OYZ Option, the Company will acquire all of the issued shares in OYZ from the shareholders of OYZ. Upon exercise of the OYZ Option and satisfaction of all other conditions precedent under the OYZ Agreement, the Company shall pay consideration of \$5,000,000 to OYZ's shareholders by way of cash or a mix of cash and shares. If the Company chooses to pay by way of cash and shares, the Company will pay:

1.1. \$1,900,000 in cash (being \$2,000,000, less an option fee of \$100,000); and

1.2. \$3,000,000 in Option Shares, issued at a price of between \$0.15 and \$0.20 per share. Accordingly, the minimum number of Option Shares to be issued is 15,000,000 and the maximum number of Option Shares to be issued is 20,000,000.

Given that the minimum and maximum number of Option Shares that may be issued is fixed, the degree of dilution is known. There is a sufficient degree of certainty about the basis for the calculation of the Option Shares in light of the fact that the issue price range is set. With this in mind, shareholders are able to give their informed consent to the issue of the Option Shares. The extension of time requested by the Company is approximately two-and-a-half months beyond the ordinary three month limit for Listing Rule 7.1 approvals, and is consistent with similar waivers that have been granted by ASX previously. The waiver is granted on the condition that the Option Shares are issued on or before 31 December 2018, and subject to the additional conditions outlined at paragraph 2 above.

Rule Number	7.3.8
Date	12/06/2018
ASX Code	SBR
Listed Company	SABRE RESOURCES LIMITED
Waiver Number	WLC180142-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Sabre Resources Limited (the "Company") a waiver from Listing Rule 7.3.8 to the extent necessary to permit the resolution in the Company's notice of meeting to approve the issue of up to 33,333,333 options with an exercise price of \$0.03 and an expiry date of 31 October 2019 issued to shareholders who participated in the share purchase plan ("SPP") on a one option for every one share basis, not to include a voting exclusion statement that excludes the votes of persons who may participate in the SPP, on condition that the SPP is not underwritten, or if it is underwritten, the Company excludes any votes cast on that resolution by any proposed underwriter or sub-underwriter of the SPP.</p>
Basis For Decision	<p>Underlying Policy Listing rule 7.3.8 requires a resolution for the purposes of listing rule 7.1 to have a voting exclusion statement excluding votes of security holders who may participate in the issue, as they may receive a benefit from the passing of the resolution that will not accrue to security holders that do not participate in the issue. The policy of excluding the votes of security holders who may participate in the issue is not applicable where the nature of the issue is such that all eligible security holders may participate on an equal basis. In such cases and the exclusion of security holders entitled to participate would mean that no votes could be counted. With such issues there is also limited scope for an individual holder to gain a disproportionate advantage from the passing of the resolution. Listing rule 7.3.8 makes an exception from the requirement for a voting exclusion statement for public offers where existing security holders are given a priority, and there is a cap on the number of securities that may be issued to each security holder.</p> <p>Present Application The Company is conducting an SPP pursuant to ASIC Class Order 09/425. Separate to the SPP the Company is offering shareholders who participated in the SPP one attaching option for every one share subscribed for under the SPP as ASIC Class Order 09/425 does not provide relief for an offer of options under a securities purchase plan. Accordingly, the Company is proposing to seek, at a general meeting, shareholder approval for the purposes of listing rule 7.1 for the issue of the options. As the issue of the shares and options being undertaken is one in which all shareholders may participate on an equal basis, and for which there is an exception from the requirement for shareholder approval in listing rule 7.2 for the issue of the shares, but which is not available to the Company for the issue of attaching options, there is no need to exclude the votes of shareholders entitled to participate in the issue.</p>

Rule Number	7.25
Date	5/06/2018
ASX Code	SFG
Listed Company	SEAFARMS GROUP LIMITED
Waiver Number	WLC180143-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Seafarms Group Limited (the "Company") a waiver from listing rule 7.25 to the extent necessary to permit the Company to undertake a reorganisation of its capital which may have the effect of reducing the trading price of the Company's securities to less than 20 cents each, on condition that the capital reorganisation is completed in accordance with the relevant provisions of the Corporations Act 2001 (Cth). The capital reorganisation is an equal reduction of the Company's capital comprised of a demerger of the Company's environmental business assets into a subsidiary company CO2 Australia Limited ("CO2 Australia") and an in-specie distribution of shares in CO2 Australia on a pro-rata basis to the Company's shareholders.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

Rule Number	8.2
Date	15/06/2018
ASX Code	AO3
Listed Company	APOLLO SERIES 2018-1 TRUST
Waiver Number	WLC180130-005
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as issuer trustee (the "Issuer") of the APOLLO Series 2018-1 Trust (the "Trust") a waiver from listing rule 8.2 to the extent necessary that the Issuer need not provide an issuer sponsored subregister as long as the waiver to listing rule 2.1, condition 3 operates.
Basis For Decision	<p>Underlying Policy An entity is to provide an issuer sponsored subregister for securities except where listing rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p>Present Application This is a companion waiver to the waiver from listing rule 2.1 condition 3 granted to the Issuer.</p>

Rule Number	8.2
Date	15/06/2018
ASX Code	LTF
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2018-1
Waiver Number	WLC180136-005
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited (the "Issuer") in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2018-1 (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.
Basis For Decision	<p>Underlying Policy An entity is to provide an issuer sponsored subregister for securities except where listing rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p>Present Application This is a companion waiver to the waiver from listing rule 2.1 condition 3 granted to the Issuer.</p>

Rule Number	8.10
Date	15/06/2018
ASX Code	AO3
Listed Company	APOLLO SERIES 2018-1 TRUST
Waiver Number	WLC180130-006
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as issuer trustee (the "Issuer") of the APOLLO Series 2018-1 Trust (the "Trust") a waiver from listing rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of Notes:</p> <p>1.1. from the date which is 4 business days before an interest payment date or the maturity date of the Notes; or</p> <p>1.2. if in contravention of clause 4.14 of the Series Supplement, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.</p>
Basis For Decision	<p>Underlying Policy An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHESS. The Issuer is required to close the register of a series of debt securities from the close of four business days prior to an interest payment date or the maturity date, or which would result in a breach of the Series Supplement which details the general transfer requirements in relation to the Notes. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p>

Rule Number	8.10
Date	15/06/2018
ASX Code	LTF
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2018-1
Waiver Number	WLC180136-007
Decision	<p>Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited (the "Issuer") in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2018-1 (the "Trust") a waiver from listing rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of the Trust's mortgage backed pass-through floating rate notes ("Notes") from the date which is five business days before each distribution date or the maturity date in relation to the Notes, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.</p>
Basis For Decision	<p>Underlying Policy An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES. The Issuer is required to close the register of a series of debt securities from the close of five 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>

Rule Number	8.21
Date	15/06/2018
ASX Code	AO3
Listed Company	APOLLO SERIES 2018-1 TRUST
Waiver Number	WLC180130-007
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Trustee Company Limited in its capacity as issuer trustee (the "Issuer") of the APOLLO Series 2018-1 Trust a waiver from listing rule 8.21 to the extent that the Issuer need not do the following.</p> <p>1.1. In respect of transactions that are settled outside of CHESSE, mark transfer forms as required by Appendix 8A.</p> <p>1.2. In respect of transactions that are settled within the Clearstream, Euroclear and Austraclear systems, send confirmation of a change of address to a security holder at the holder's old address.</p>
Basis For Decision	<p>Underlying Policy An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p>

Rule Number	8.21
Date	15/06/2018
ASX Code	LTF
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2018-1
Waiver Number	WLC180136-006
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Perpetual Corporate Trust Limited (the "Issuer") in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2018-1 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 CHESS, mark transfer forms as required by Appendix 8A.</p> <p>1.2. In respect of transactions that are settled within the Austraclear system, send confirmation of a change of address to a security holder at the holder's old address.</p>
Basis For Decision	<p>Underlying Policy An entity must comply with Appendix 8A which outlines the time limits for CHESS requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESS.</p>

Rule Number	10.1
Date	1/06/2018
ASX Code	EGS
Listed Company	EASTERN GOLDFIELDS LIMITED
Waiver Number	WLC180134-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Eastern Goldfields Limited (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit the Company to grant a second ranking security over the assets of the Company in favour of Investmet Limited ("Investmet") (the "Security") to secure the Company's obligations under a secured loan agreement with an aggregate principal amount not exceeding \$15,000,000 (the "Facility") provided by Investmet 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 Investmet exercises their rights under the Security, neither Investmet nor any of their associates can acquire any legal or beneficial interest in an asset of the Company or its subsidiaries in full or part satisfaction of the Company's obligations under the Security, or otherwise deal with the assets of the Company or its subsidiaries, without the Company first having complied with any applicable listing rules, including listing rule 10.1, other than as required by law or through a receiver, or receiver or manager (or analogous person) appointed by Investmet exercising their power of sale under the Security and selling the assets to an unrelated third party on arm's length commercial terms and conditions and distributing the cash proceeds to the Lender or any of its associates in accordance with their legal entitlements.</p> <p>1.2. A summary of the material terms of the Facility and the Security is made in each annual report of the Company during the term of the Facility.</p> <p>1.3. Any variations to the terms of the Security which is:</p> <p>1.3.1. not a minor change; or</p> <p>1.3.2. inconsistent with the terms of the waiver, must be subject to shareholder approval.</p> <p>1.4. The Company and Investmet must seek to discharge the Security when the funds advanced to the Company are repaid, or if it is not discharged, seek shareholder approval for the continuation of the Security for any further period.</p> <p>1.5. The Company immediately releases to the market an announcement which sets out the terms of this waiver, and:</p> <p>1.5.1. the Company's plans with respect to the repayment of the funds advanced under the Facility, and discharge of the Security, including the timeframe within which it expects the repayment and discharge to occur; and</p> <p>1.5.2. a statement of the reasons why the Company has chosen to obtain a financial accommodation from a listing rule 10.1 party rather than a lender that is not a related party of substantial holder, and the steps the Company's board has taken to satisfy itself that the transaction is being entered into on arms' length terms and is fair and reasonable from the perspective of the Company's securityholders.</p>

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<p>Basis For Decision</p>	<p>Underlying Policy Listed entities are required to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provision of the Corporations Act (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).</p> <p>Present Application The Company is proposing to grant to Investment a second ranking security over all of its assets in respect of the existing Facility pursuant to which Investment has agreed to provide a loan facility to the Company of an aggregate principal amount not exceeding \$15,000,000. It is proposed that the Company's existing obligations under the Facility will be secured by its assets. A director of the Company controls Investment. The use of the Company's assets as collateral constitutes the disposal of an asset for the purposes of listing rule 10.1. The Company is granted a waiver from listing rule 10.1 to enable it to have in place a general and second ranking security over its assets in favour of Investment (a related party), subject to a number of conditions, including that the security documents provide that in the event the security is exercised, neither Investment or any of their associates are entitled to acquire the assets without the Company first complying with any applicable listing rules, including listing rule 10.1. This condition provides a sufficient safeguard against value-shifting to the related parties.</p>
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Rule Number	10.15.2
Date	12/06/2018
ASX Code	MQG
Listed Company	MACQUARIE GROUP LIMITED
Waiver Number	WLC180137-001
Decision	Based solely on the information provided, ASX Limited ("ASX") grants Macquarie Group Limited (the "Company") a waiver from listing rule 10.15.2 to the extent necessary to permit the Company's 2018 notice of annual general meeting (the "AGM Notice"), in relation to the resolution seeking shareholder approval under listing rule 10.14 for the issue to Mr Nicholas Moore of performance share units and restricted share units under the Macquarie Group Employee Retained Equity Plan, not to state a maximum number of securities that may be issued to Mr Moore, on condition that the AGM Notice sets out the methods by which the number of securities to be issued is calculated.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	14.7
Date	11/06/2018
ASX Code	BDR
Listed Company	BEADELL RESOURCES LIMITED
Waiver Number	WLC180131-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Beadell Resources Limited (the "Company") a waiver from Listing Rule 14.7 to the extent necessary to permit the Company not to comply with the voting exclusion statement in the notice of meeting dated 24 May 2018 in relation to the resolutions for the purposes of the following Listing Rules:</p> <ul style="list-style-type: none"> - Listing Rule 7.4 to ratify the issue of 73,840,220 shares, 55,380,165 unquoted warrants and 3,700 unquoted convertible debentures on 18 May 2018 ("Tranche 1 Issue"); and - Listing Rule 7.1 to issue up to 138,000,000 shares, 104,000 unquoted warrants and 6,300 unquoted convertible debentures within 3 months after the date of the meeting ("Tranche 2 Issue"); (together, the "Resolutions"), so that the Company need not disregard votes cast on the Resolutions by shareholders who participate in the Tranche 1 Issue and who will participate in the Tranche 2 Issue, to the extent only that those holders are acting solely in a fiduciary, nominee or custodial capacity ("Nominee Holders") on behalf of beneficiaries who did not participate in the Tranche 1 Issue and who will not participate in the Tranche 2 Issue, on the following conditions. <p>1.1. The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the Tranche 1 Issue, nor are they an associate of a person who participated in the issue.</p> <p>1.2. The beneficiaries provide written confirmation to the Nominee Holders that they do not intend to participate in the Tranche 2 Issue, nor are they an associate of a person who intends to participate in the issue.</p> <p>1.5. The beneficiaries direct the Nominee Holders how to vote on the Resolutions.</p> <p>1.6. The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p> <p>1.7. The terms of the waiver are immediately released to the market.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	14.7
Date	8/06/2018
ASX Code	ELK
Listed Company	ELK PETROLEUM LIMITED
Waiver Number	WLC180135-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Elk Petroleum Limited (the "Company"), in the context of a notice of general meeting pursuant to which the Company is seeking shareholder approval for:</p> <ul style="list-style-type: none"> - the ratification of 32,258,065 fully paid ordinary shares issued to sophisticated and professional investors on 28 November 2017 in accordance with Listing Rule 7.4; - the ratification of 164,466,639 fully paid ordinary shares issued to sophisticated and professional investors on 18 May 2018 in accordance with Listing Rule 7.4; - the Company to issue up to 20,877,242 fully paid ordinary shares to sophisticated and professional investors in connection with the placement that was announced on 9 May 2018; and - the Company to issue up to 77,000,000 fully paid ordinary shares to the underwriters of the share purchase plan or their nominees, as first announced on 9 May 2018, <p>(together, the "Resolutions"), a waiver from Listing Rule 14.7 to the extent necessary to permit the Company not to comply with the voting exclusion statement in the notice of meeting that was released on 28 May 2018 in relation to the Resolutions, so that the Company need not disregard a vote cast on the Resolutions by a person who participated in, or will participate in, the relevant issue (as applicable), to the extent only that the holder ("Nominee Holder") is acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary who did not, or will not, participate in an issue, on the following conditions:</p> <ul style="list-style-type: none"> 1.1. the beneficiary provides written confirmation to the Nominee Holder that they did not, or will not, participate in the relevant issue (as applicable), nor are they an associate of a person who did or will participate in the relevant issue (as applicable) 1.2. the beneficiary has directed the Nominee Holder how to vote on the resolutions; 1.3. the Nominee Holder does not exercise discretion in casting a vote on behalf of the beneficiary; and 1.4. the terms of the waiver are immediately released to the market.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	14.7
Date	15/06/2018
ASX Code	TBH
Listed Company	TOPBETTA HOLDINGS LIMITED
Waiver Number	WLC180144-001
Decision	<p>1. Based solely on the information provided, ASX grants TopBetta Holdings Limited ("the Company") a waiver from Listing Rule 14.7 to the extent necessary to permit the Company to not comply with the voting exclusion statement in the notice of meeting dated 15 May 2018 in relation to the resolution for the purposes of Listing Rule 7.4 to ratify the issue of 3,508,771 fully paid ordinary shares issued on 26 February 2018 ("Placement")(the "Resolution") so that the Company need not disregard votes cast in favour of the resolution by shareholders who participated in the issue on behalf of its beneficiaries that did not participate in the Placement, on the following conditions.</p> <p>1.1. The beneficiaries provide written confirmation to the nominee holders that they did not participate in the issue, nor are they an associate of a person who participated in the issue.</p> <p>1.2. The beneficiaries direct the nominee holders how to vote on the Resolution.</p> <p>1.3. The nominee holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p> <p>1.4. The terms of the waiver are immediately released to the market.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

Rule Number	14.11
Date	12/06/2018
ASX Code	MQG
Listed Company	MACQUARIE GROUP LIMITED
Waiver Number	WLC180137-002
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Macquarie Group Limited (the "Company") a waiver from listing rule 14.11 to the extent necessary to permit the Company not to comply with the voting exclusion statement for the resolution in the Company's 2018 notice of annual general meeting seeking shareholder approval for the ratification of the prior issue of 10,000,000 Macquarie Group Capital Notes 3 ("Notes Issue") (the "Resolution"), so that votes of shareholders who participated in the Notes Issue 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 Notes Issue (the "Nominee Holders"), on the following conditions.</p> <p>1.1. The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the Notes Issue, nor are they an associate of a person who participated in the Notes Issue.</p> <p>1.2. The beneficiaries direct the Nominee Holders to vote for or against the Resolution.</p> <p>1.3. The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>