



Register of ASX Listing Rule Waivers

1 to 15 September 2019

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

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

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Rule Number	1.8 condition 11
Date	13/09/2019
ASX Code	FM2
Listed Company	FIRSTMAC MORTGAGE FUNDING TRUST NO.4 SERIES 2-2019
Waiver Number	WLC190241-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Firstmac Mortgage Funding Trust No. 4 in respect of Series 2-2019 ("the Issuer") a waiver from Condition 11 of Listing Rule 1.8 to the extent that the Information Memorandum dated 28 May 2019 issued by the Issuer relating to the Issuer's Mortgage Backed Floating Rate Notes ("Notes") need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>
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	5/09/2019
ASX Code	PU1
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO. 23
Waiver Number	WLC190237-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Permanent Custodians Limited in its capacity as trustee of the Pepper Residential Securities Trust No. 23 (the "Issuer") a waiver from Condition 11 of Listing Rule 1.8 to the extent that the Offering Circular dated 25 February 2019 (the "Offering Circular") issued by the Issuer relating to the Trust's floating rate notes ("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.</p>
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	2.1 condition 3
Date	13/09/2019
ASX Code	FM2
Listed Company	FIRSTMAC MORTGAGE FUNDING TRUST NO.4 SERIES 2-2019
Waiver Number	WLC190241-002
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Firstmac Mortgage Funding Trust No. 4 in respect of Series 2-2019 (the "Issuer") a waiver from Condition 3 of Listing Rule 2.1 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.
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	5/09/2019
ASX Code	PU1
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO. 23
Waiver Number	WLC190237-002
Decision	1. Based solely on the information provided, ASX Limited ("ASX") Permanent Custodians Limited in its capacity as trustee of the Pepper Residential Securities Trust No. 23 (the "Issuer") a waiver from Condition 3 of Listing Rule 2.1 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX
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	13/09/2019
ASX Code	FM2
Listed Company	FIRSTMAC MORTGAGE FUNDING TRUST NO.4 SERIES 2-2019
Waiver Number	WLC190241-003
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Firstmac Mortgage Funding Trust No. 4 in respect of Series 2-2019 (the "Issuer") a waiver from Listing Rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of debt securities that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.
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	5/09/2019
ASX Code	PU1
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO. 23
Waiver Number	WLC190237-003
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Permanent Custodians Limited in its capacity as trustee of the Pepper Residential Securities Trust No. 23 (the "Issuer") a waiver from Listing Rule 3.10.5 to the extent necessary to permit the Issuer, in respect of an issue of debt securities that are not to be quoted on ASX, to tell ASX but need not lodge an Appendix 3B.
Basis For Decision	<p>Underlying Policy An entity must tell ASX of an issue of securities and must give ASX an Appendix 3B in respect of those securities. An entity must tell ASX if any securities are restricted securities or subject to voluntary escrow. This disclosure maintains an informed market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The Issuer issues other debt securities that are not to be quoted on ASX. With respect to an issue of debt securities not quoted on ASX, the entity has to tell ASX but does not have to lodge an Appendix 3B. The information required by an Appendix 3B would not be relevant for an issue of such securities. The entity must still notify ASX of an issue of debt securities to be quoted on ASX and lodge an Appendix 3B in order to maintain an informed market.</p>

Rule Number	6.23.2
Date	6/09/2019
ASX Code	CRD
Listed Company	CREDIBLE LABS INC.
Waiver Number	WLC190240-001
Decision	<p>1. Based solely on the information provided, in connection with the proposed Merger Agreement between Credible Labs Inc. (the "Company"), Fox Corporation and Project Six Merger Sub, Inc. ("Merger Sub") pursuant to which the Company will merge with Merger Sub under a merger to be effected and governed under the Delaware General Corporation Law ("Merger"), ASX Limited ("ASX") grants the Company a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company to cancel 954,235 options over shares ("Stock Options"), without shareholder approval on the following conditions:</p> <p>1.1 Confirmation that the Company's security holders have approved by the requisite majority the adoption of the Merger Agreement, pursuant to which Project Six Intermediate, LLC will acquire 100% of the issued share capital of the Company.</p> <p>1.2 Confirmation that all other conditions precedent to the Merger as set out in the Merger Agreement are satisfied or waived (where capable of waiver) and of filing of the Certificate of Merger with the Secretary of State of the State of Delaware in accordance with section 251 of the Delaware General Corporation Law.</p> <p>1.3 Full details of the cancellation of the Stock Options and the consideration payable for their cancellation are set out to ASX's satisfaction in the final version of the proxy statement relating to the Merger.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

Rule Number	6.23.2
Date	9/09/2019
ASX Code	EPW
Listed Company	ERM POWER LIMITED
Waiver Number	WLC190239-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants ERM Power Limited (the 'Company') a waiver from listing rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration, and without shareholder approval, 4,772,102 unquoted performance rights ('Performance Rights') issued to various employees including a director of the Company, Jon Stretch, in connection with the proposed scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) between the Company and its shareholders as a result of which 100% of the ordinary shares in the Company will be acquired by Shell Energy Australia Pty Ltd ('Scheme'), subject to the following:</p> <p>1.1 The Company's shareholders approve by the requisite majority, and a court of competent jurisdiction approves the Scheme, and the court's orders are lodged with the Australian Securities and Investment Commission such that the Scheme becomes effective.</p> <p>1.2 Full details of the cancellation of the Performance Rights and the consideration payable for their cancellation are set out to ASX's satisfaction in the Scheme booklet.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

Rule Number	6.23.3
Date	13/09/2019
ASX Code	BOE
Listed Company	BOSS RESOURCES LIMITED
Waiver Number	WLC190238-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grant Boss Resources Limited (the 'Company') a waiver from listing rule 6.23.3 to the extent necessary to permit the Company to cancel 30,000,000 options currently held by Managing Director, due to expire on 8 January 2020 and to issue 45,000,000 replacement options with the expiry date of 30 June 2023 ('Replacement Options') to the Managing Director based on a revised remuneration package, on condition that shareholder approval is obtained</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.23.3 stipulates that changes to option terms which have the effect of reducing the exercise price, increasing the exercise period or increasing the number of securities received on exercise are prohibited. These terms are considered to be so fundamental and integral to the terms of the options when granted that they cannot be changed even with the approval of shareholders. These option terms determine the intrinsic value (if any) which may be attributed to the options. The valuation of the options and investors' decisions whether to buy, hold, sell, or exercise the options depends upon investors having certainty as to the terms of the options. To ensure the integrity of the market, any changes to the fundamental terms of the options are prohibited.</p> <p>Present Application The Company has sought a waiver from listing rule 6.23.3 to enable the Company to issue the Replacement Options to the Managing Director on substantially the same terms as the existing options with the exception of the expiry date. The Replacement Options will comprise 2.82% of the issued capital of the Company. On the basis that the Company will seek shareholder approval for the issue of the Replacement Options, the Replacement Options do not comprise a large percentage of issued capital, are not quoted, and the extension of the exercise period is not extensive.</p>

Rule Number	6.24
Date	13/09/2019
ASX Code	FM2
Listed Company	FIRSTMAC MORTGAGE FUNDING TRUST NO.4 SERIES 2-2019
Waiver Number	WLC190241-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Firstmac Mortgage Funding Trust No. 4 in respect of Series 2-2019 (the "Issuer") a waiver from Listing Rule 6.24 (Appendix 6A paragraph 2) to the extent necessary to permit the Issuer 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 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	5/09/2019
ASX Code	PU1
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO. 23
Waiver Number	WLC190237-004
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Permanent Custodians Limited in its capacity as trustee of the Pepper Residential Securities Trust No. 23 (the "Issuer") a waiver from Listing Rule 6.24 (Appendix 6A paragraph 2) to the extent necessary to permit the Issuer to follow a timetable for interest payments outlined in the offer circular dated 25 February 2019, on condition that on the next business day after an interest payment date the Issuer tells ASX the following.</p> <p>1.1. The record date for the next interest period.</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 calendar 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	8.2
Date	13/09/2019
ASX Code	FM2
Listed Company	FIRSTMAC MORTGAGE FUNDING TRUST NO.4 SERIES 2-2019
Waiver Number	WLC190241-005
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Firstmac Mortgage Funding Trust No. 4 in respect of Series 2-2019 (the "Issuer") 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	5/09/2019
ASX Code	PU1
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO. 23
Waiver Number	WLC190237-005
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Permanent Custodians Limited in its capacity as trustee of the Pepper Residential Securities Trust No. 23 (the "Issuer") 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	13/09/2019
ASX Code	FM2
Listed Company	FIRSTMAC MORTGAGE FUNDING TRUST NO.4 SERIES 2-2019
Waiver Number	WLC190241-006
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Firstmac Mortgage Funding Trust No. 4 in respect of Series 2-2019 (the "Issuer") a waiver from Listing Rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of debt securities from the date which is four business days before each distribution date or the maturity date in relation to the debt securities 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 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. 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	5/09/2019
ASX Code	PU1
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO. 23
Waiver Number	WLC190237-006
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Permanent Custodians Limited in its capacity as trustee of the Pepper Residential Securities Trust No. 23 (the "Issuer") a waiver from Listing Rule 8.10 to the extent necessary to allow the Issuer to refuse to register transfers of debt securities from the date which is five calendar days before each distribution date or the maturity date in relation to the debt securities on condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities 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 five calendar days prior to an interest payment date or the maturity date. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p>

Rule Number	8.21
Date	13/09/2019
ASX Code	FM2
Listed Company	FIRSTMAC MORTGAGE FUNDING TRUST NO.4 SERIES 2-2019
Waiver Number	WLC190241-007
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Firstmac Mortgage Funding Trust No. 4 in respect of Series 2-2019 (the "Issuer") 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	8.21
Date	5/09/2019
ASX Code	PU1
Listed Company	PEPPER RESIDENTIAL SECURITIES TRUST NO. 23
Waiver Number	WLC190237-007
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Permanent Custodians Limited in its capacity as trustee of the Pepper Residential Securities Trust No. 23 (the "Issuer") 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	9.1.3
Date	11/09/2019
ASX Code	OSX
Listed Company	OSTEOPORE LIMITED
Waiver Number	WLC190246-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Osteopore Limited (the 'Company') a waiver from listing rule 9.1.3 to the extent necessary to apply the restrictions in paragraphs 1, 2 and 10 of Appendix 9B (as applicable) in connection with the acquisition by the Company of all the existing shares in Osteopore International Pte Ltd ("Osteopore") from the existing shareholders of Osteopore ("Vendors") in consideration for the issue of new shares in the Company ("New Shares"):</p> <p>1.1 the shares issued to the Vendors who subscribed cash for their shares in Osteopore are treated as being held by related party or promoter seed capitalists, or unrelated seed capitalists, of the Company, as appropriate, to each Osteopore shareholder;</p> <p>1.2 cash formula relief is applicable to those New Shares that are issued to persons who subscribed for their Osteopore shares for cash consideration;</p> <p>1.3 for the purposes of determining the length of the escrow period for New Shares issued to unrelated seed capitalist Osteopore shareholders which are subject to 12 months escrow, the 12 months escrow period will be deemed to begin on the date on which the cash subscription for their Osteopore shares;</p> <p>1.4 for the purpose of determining the length of the escrow period for New Shares issued to related party or promoter seed capitalist Osteopore shareholders which are subject to 24 months escrow, the 24 months escrow period will begin on the date of quotation of the shares in the Company following its admission to the official list of ASX;</p> <p>1.5 in accordance with clause 10 of Appendix 9B, paragraph 1 of Appendix 9B will apply to Osteopore shareholders to whom restricted securities have been transferred by a related party or promoter;</p> <p>1.6 in accordance with clause 10 of Appendix 9B, paragraph 2 of Appendix 9B will apply to Osteopore shareholders to whom restricted securities have been transferred by an unrelated party;</p> <p>1.7 resolution 1 is conditional on the Company acquiring 100% of the issued share capital of Osteopore and the entire business of Osteopore.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Securities issued in certain circumstances, including in consideration for the acquisition of classified assets from related or unrelated vendors prior to an initial public offering or a re-compliance listing, are classified as restricted securities and are to be held in escrow for a certain period. ASX may also deem securities issued in other circumstances to be restricted securities. Under listing rule 9.1.3 an entity that issues securities classified as restricted securities must apply the restrictions required by Appendix 9B of the listing rules. Under listing rules 9.1.4 and 9.2 the entity and the person who holds the restricted securities (and, where appropriate, the persons who control the holder) must enter into a restriction agreement in the form of Appendix 9A of the listing</p>

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rules. The restriction agreement forbids the holder (and the controller(s), where appropriate) from transferring or creating any other interests in restricted securities during the escrow period. Under listing rule 9.5, restricted securities must either be in certificated form and held in escrow by a bank or recognised trustee, or held in uncertificated form on the issuer sponsored sub-register subject to a holding lock administered by the entity's securities registry. These arrangements together prevent the holder (and where appropriate, the controller(s) of the holder) from being able to realise any financial benefit from their restricted securities during the escrow period. This ensures that promoters, vendors etc do not receive any financial benefit until there has been a sufficient period of time for the value of the assets sold or services provided to the listed entity to be reflected in the market price of the listed entity's securities.

Unless ASX decides otherwise, restrictions generally do not apply to securities issued by:

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

Present Application

The Company is acquiring all of the issued capital of Osteopore. The securities of the Company issued to the Osteopore shareholders are subject to escrow restrictions in chapter 9 and Appendix 9B of the Listing Rules. The Osteopore shareholders who receive shares as consideration for the acquisition of their Osteopore shares are technically vendors of a classified asset for the purposes of their classification under Appendix 9B. If, however, Osteopore had applied for listing in its own right, its security holders would have been treated under the different classifications of Appendix 9B as promoters, seed capitalists etc, as applicable to each security holder according to the nature of the relationship between the holder and Osteopore, and the consideration given by that person for their securities. ASX will apply escrow restrictions on a 'look through' basis where there is a scrip-for-scrip acquisition of an unlisted entity that holds classified assets by a listed or to-be listed entity, and the unlisted entity that is acquired by the to-be listed entity does not return capital, distribute any assets or make any unusual distributions to its shareholders before the acquisition becomes effective. A waiver is granted to permit the Osteopore shareholders to be treated as seed capitalists of the Company and cash formula relief applicable using the conversion ratio calculation, and be subject to the relevant escrow period for their classification. This upholds the principle of the listing rule escrow regime that seed capitalists should have a portion of their securities free from escrow based on their cash contribution, and that promoter or related party seed capitalists should be subject to escrow for a period of 24 months commencing at the time of quotation of the to-be listed entity's securities.

Rule Number	9.7
Date	6/09/2019
ASX Code	CRD
Listed Company	CREDIBLE LABS INC.
Waiver Number	WLC190240-002
Decision	<p>1. Based solely on the information provided, in connection with the proposed Merger Agreement between Credible Labs Inc. (the "Company"), Fox Corporation ("Fox") and Project Six Merger Sub, Inc. ("Merger Sub") pursuant to which the Company will merge with Merger Sub under a merger to be effected and governed under the Delaware General Corporation Law ("Merger"), ASX Limited ("ASX") grants the Company a waiver from Listing Rule 9.7 to the extent necessary to permit Mr Stephen Dash to enter into a Rollover Agreement with Fox and Project Six Intermediate, LLC ("Intermediate Parent") under which Mr Dash will agree to transfer restricted securities to Intermediate Parent, and to enable the holders of restricted securities to dispose of their restricted securities, being a total of 4,858,431 shares and 451,376 options, under the Merger and the Rollover Agreement on condition that the Company agree in writing that it will not remove the holding lock until the Merger takes effect.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 9.7 prohibits the transfer of any restricted securities during the escrow period, or the creation of any kind of interest in restricted securities. It is aimed at ensuring that the escrow regime effectively prevents related parties and other persons of influence who receive securities from obtaining any benefit from those securities while the market establishes the value of the contribution of that person to the company during the escrow period.</p> <p>Present Application Listing Rule 9.17 permits ASX to consent to the sale of restricted securities under a takeover bid or merger by way of scheme of arrangement under Part 5.1 of the Corporations Act, provided that the conditions specified by Listing Rule 9.18 are satisfied. The Merger takes place under Delaware Law, not the Corporations Act, removing it from the scope of Listing Rule 9.17. However, the Merger is occurring in an analogous fashion, so ASX is prepared to grant a waiver from Listing Rule 9.7 to facilitate the Merger. The condition of the waiver mirrors in substance the requirements of Listing Rule 9.18.4.</p>

Rule Number	10.1
Date	9/09/2019
ASX Code	SIH
Listed Company	SIHAYO GOLD LIMITED
Waiver Number	WLC190249-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Sihayo Gold Limited (the 'Company') a waiver from Listing Rule 10.1 to the extent necessary to permit the Company to undertake the selective buy-back of 23,165,720 and 196,892,408 fully paid ordinary shares in the Company at \$0.015 per share from related parties Mr Gavin Caudle ('Mr Caudle') and Provident Minerals Pte Ltd ('Provident') respectively ('Buy-Back') and to not to include an independent expert's report in the notice of meeting seeking shareholder approval for the Buy-Back, subject to Resolution 2.</p> <p>2. Resolution 1 is conditional on the Company setting out in the notice of meeting seeking shareholder approval to undertake the Buy-Back the details of the Buy-Back and this waiver.</p>
Basis For Decision	<p>Underlying Policy Listed entities are required to obtain the approval of security holders for an acquisition of a substantial asset from, or disposal of a substantial asset to, a person in a position to exercise influence over the entity. 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 undertook a 1:4 fully underwritten non-renounceable rights issue ('Rights Issue'), which was fully underwritten by Provident, an entity controlled by Mr Caudle. Mr Caudle received an allocation of 23,165,720 shortfall shares and Provident received an allocation of 196,892,408 shortfall shares. The shortfall shares were issued to Mr Caudle in breach of exception 1 of Listing Rule 10.12 and to Provident in breach of exception 2 of Listing Rule 10.12. The Company is undertaking the Buy-Back as corrective action and seeking to reissue shares to Provident to put the Company back in substantially the same position had the technical breaches of ASX Listing Rule 10.11 not occurred. Listing Rule 10.1 applies to the Buy-Back as Mr Caudle and Provident are related parties of the Company. In its most recent financial statement given to ASX (half yearly at 31 December 2018), the Company's equity interests were \$11,907,526. Five percent of that amount is \$595,376. The total consideration payable under the Buy-Back is \$3,300,871, representing a purchase price of \$0.015 per share (the same price as shares issued under the Rights Issue), and accordingly the</p>

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	<p>Company shares to be bought back are a substantial asset under Listing Rule 10.2.</p> <p>The Company is seeking shareholder approval to re-issue shares to Provident at \$0.015 which is also the same price as under the Rights Issue, consistent with the purpose of Listing Rule 10.11. The placement to Provident is conditional upon the Buy-Back being approved. The Company's shareholders were given the opportunity to subscribe for shares on a pro-rata basis at \$0.015 under the Rights Issue and were fully informed under the Prospectus about the potential control implications of the underwriting by Provident. A waiver from Listing Rule 10.1 is granted in the circumstances because no additional benefit or enhanced consideration is being paid to Provident or Mr Caudle that discriminates unfairly against the Company's non-associated shareholders. The application of Listing Rule 10.1 to the Buy-Back and the requirement for an independent expert's report in these circumstances will result in additional costs to the Company which will be to the disadvantage of its shareholders.</p>
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Rule Number	10.15.2
Date	12/09/2019
ASX Code	INA
Listed Company	INGENIA COMMUNITIES GROUP
Waiver Number	WLC190242-001
Decision	1. Based solely on the information provided, ASX Limited ("ASX") grants Ingenia Communities Group (the "Group") a waiver from Listing Rule 10.15.2 to the extent necessary to permit the Group's notice of annual general meeting (the "Notice") in relation to the resolutions seeking securityholder approval pursuant to Listing Rule 10.14 for the grant of performance rights under the Ingenia Communities Group Rights Plan to Mr Simon Owen, the Group's Managing Director and Chief Executive Officer, not to state a maximum number of securities that may be issued to Mr Owen, on condition that the Notice states the method 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	10.15.2
Date	9/09/2019
ASX Code	MGR
Listed Company	MIRVAC GROUP
Waiver Number	WLC190243-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Mirvac Group (the 'Group') a waiver from Listing Rule 10.15.2 to the extent necessary to permit the Group's 2019 notice of annual general meeting ('AGM Notice'), in relation to the resolution seeking securityholder approval under Listing Rule 10.14 for the grant to Ms Lloyd-Hurwitz of performance rights under the Group's Long Term Performance Plan, not to state a maximum number of performance rights that may be granted to Ms Lloyd-Hurwitz, on condition that the AGM Notice sets out the method by which the number of performance rights to be granted is calculated.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

Rule Number	10.15.2
Date	4/09/2019
ASX Code	SCP
Listed Company	SHOPPING CENTRES AUSTRALASIA PROPERTY GROUP
Waiver Number	WLC190248-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grant Shopping Centres Australasia Property Group (the 'Group') a waiver from Listing Rule 10.15.2 to the extent necessary to permit the Group's notice of annual general meeting (the 'Notice'), in relation to the resolutions seeking securityholder approval pursuant to Listing Rule 10.14 for the grant of stapled securities to Mr Anthony Mellowes and Mr Mark Fleming under the Group's Incentive Plan, not to state the maximum number of stapled securities that may be issued, on condition that the Notice sets out the method by which the number of stapled securities to be issued is calculated.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	10.15.2
Date	10/09/2019
ASX Code	SDF
Listed Company	STEADFAST GROUP LIMITED
Waiver Number	WLC190250-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Steadfast Group Limited (the 'Company') a waiver from Listing Rule 10.15.2 to the extent necessary to permit the Company's notice of annual general meeting (the 'Notice'), in relation to the resolution seeking shareholder approval pursuant to Listing Rule 10.14 for the issue of securities to Mr Robert Kelly under the Company's long term and short term incentive schemes, not to state the maximum number of securities that may be issued to Mr Kelly, on condition that the Notice sets out the method 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	10.15.2
Date	4/09/2019
ASX Code	TAH
Listed Company	TABCORP HOLDINGS LIMITED
Waiver Number	WLC190251-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Tabcorp Holdings Limited ('TAH') a waiver from Listing Rule 10.15.2 to the extent necessary to permit TAH's notice of annual general meeting, in relation to the issue of performance rights under the TAH's Long Term Performance Plan pursuant to Listing Rule 10.14, not to state a maximum number of performance rights that may be issued to Mr David Attenborough, on condition that the notice states the method by which the number of performance rights to be granted is calculated.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

Rule Number	14.7
Date	12/09/2019
ASX Code	ORN
Listed Company	ORION MINERALS LTD
Waiver Number	WLC190245-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grant Orion Minerals Ltd (the 'Company') a waiver from Listing Rule 14.7 to the extent necessary to permit the Company to issue 134,957,455 shares to Power Matla Proprietary Limited, The Trustees for the time being of Mosiapoa Family Trust (or its nominee) and African Exploration Mining Finance SOC Limited ("Existing BEE Investor Share Exchange") later than 3 months after shareholder's approval, on the following conditions:</p> <p>1.1 The securities are issued no later than 7 October 2019 and otherwise on the same terms and conditions as the Shareholder Approval;</p> <p>25.1 The Company immediately releases the terms of this waiver to the market.</p>
Basis For Decision	<p>Underlying Policy If a notice of meeting states that an entity will do something that the listing rules require it to do, the entity must do that thing. This supports the integrity of Listing Rule requirements that forbid a listed entity from taking a particular action unless it has obtained the prior approval of ordinary security holders, and require the giving to security holders of specific information about the proposed action in order for such approval to be validly obtained.</p> <p>Present Application Listing Rule 7.3.2 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within three months of the date of the shareholders' meeting. Listing Rule 7.3.2 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval. Listing Rule 14.7 ensures that an issue of securities approved by security holders conforms to the terms on which security holder approval for the issue was obtained.</p> <p>The Company is undertaking a restructure of their Black Economic Empowerment investors equity participation in its South African Projects ("Restructure"). As part of the Restructure, the Company's shareholders at its general meeting held on 7 June 2019 approved the issue of shares under the Existing BEE Investor Share Exchange. The Company's circumstances have not materially changed since shareholder approval was obtained for the issue and the issue is proposed on the same terms and conditions as approved by shareholders. The reason submitted for the delays in issuing the securities are beyond the control of the Company as the delay is due to obtaining internal and regulatory approval from external parties. A short extension of one month in these circumstances allows an issue to which shareholders have given</p>

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	their assent to be carried into effect without the need for convening a new shareholders' meeting. In these circumstances, the issue of securities approved by shareholders is considered to be appropriate for granting the waiver sought.
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Rule Number	14.11
Date	9/09/2019
ASX Code	MGR
Listed Company	MIRVAC GROUP
Waiver Number	WLC190243-002
Decision	<p>1. Based solely on the information, ASX Limited ('ASX') grants Mirvac Group (the 'Group'), a waiver from Listing Rule 14.11 to the extent necessary to permit the Group not to comply with the voting exclusion statement for the resolution seeking securityholder approval for the ratification of the prior issue of 252,525,253 stapled securities ('Placement') (the 'Resolution'), so that votes of securityholders who participated in the Placement 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 Placement (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 Placement, nor are they an associate of a person who participated in the Placement.</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>