



Register of ASX Listing Rule Waivers

16 to 31 August 2021

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

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

For all product enquiries, please contact:

- Customer Service Centre on 131 279

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	24/08/2021
ASX Code	CPO
Listed Company	CULPEO MINERALS LIMITED
Waiver Number	WLC210205-001
Decision	1. Based solely on the information provided, ASX grants the Company a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 5,200,000 performance rights to be issued to directors and key management personnel ('Performance Rights') with a nil exercise price.
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 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 In the present case, the number of Performance Rights will represent approximately 9.42% of the ordinary shares on issue at the time of the Company's admission on an undiluted basis. The Performance Rights are fixed in number and will be held by directors and key management personnel and are therefore unlikely to have any impact on the trading price of the Company's shares. The Performance Rights will convert into ordinary shares in the Company on a one-for-one basis on the vesting date, being the achievement of the two milestones, subject to satisfaction of the relevant vesting conditions. It is considered that the existence of Performance Rights will not undermine the existence of the 20 cent rule in the circumstances. The material terms and conditions of the Performance Rights were disclosed in the Prospectus.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	24/08/2021
ASX Code	KNI
Listed Company	KUNIKO LIMITED
Waiver Number	WLC210201-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Kuniko Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 5,100,000 performance rights ('Performance Rights') with a nil exercise price on condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus.
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 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 by way of an initial public offering. The Performance Rights will represent approximately 9.59% of undiluted issued capital at the time of admission. The waiver is granted on the basis that the number of Performance Rights on issue on a post-admission basis is not considered material and therefore their existence will not undermine the integrity of the 20-cent rule. A summary of the material terms and conditions of the Performance Rights have been clearly disclosed in the Company's initial public offering prospectus.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.8 condition 11
Date	30/08/2021
ASX Code	LT2
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2021-1
Waiver Number	WLC210198-006
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2021-1 ('Trust') a waiver from listing rule 1.8 condition 11 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 via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.8 condition 11
Date	30/08/2021
ASX Code	LP1
Listed Company	LIBERTY PRIME SERIES 2021-1
Waiver Number	WLC210200-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty PRIME Series 2021-1 a waiver from listing rule 1.8 condition 11 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 via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.8 condition 11
Date	19/08/2021
ASX Code	LI9
Listed Company	LIBERTY SERIES 2020-3
Waiver Number	WLC210216-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty Series 2020-3 ('Trust') a waiver from listing rule 1.8 condition 11 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 via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.8 condition 11
Date	30/08/2021
ASX Code	MF1
Listed Company	METRO FINANCE 2021-1 TRUST SERIES 1
Waiver Number	WLC210199-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of Metro Finance 2021-1 Trust in respect of Series 1 a waiver from listing rule 1.8 condition 11 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 via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

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Register of ASX Listing Rule Waivers

Rule Number	2.1 condition 3
Date	30/08/2021
ASX Code	LT2
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2021-1
Waiver Number	WLC210198-002
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2021-1 ('Trust') a waiver from listing rule 2.1 condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the notes 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 via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

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Register of ASX Listing Rule Waivers

Rule Number	2.1 condition 3
Date	30/08/2021
ASX Code	LP1
Listed Company	LIBERTY PRIME SERIES 2021-1
Waiver Number	WLC210200-002
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty PRIME Series 2021-1 a waiver from listing rule 2.1 condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the notes 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 via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX</p>

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Register of ASX Listing Rule Waivers

Rule Number	2.1 condition 3
Date	19/08/2021
ASX Code	LI9
Listed Company	LIBERTY SERIES 2020-3
Waiver Number	WLC210216-002
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty Series 2020-3 ('Trust') a waiver from listing rule 2.1 condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the notes 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 via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX</p>

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Register of ASX Listing Rule Waivers

Rule Number	2.1 condition 3
Date	30/08/2021
ASX Code	MF1
Listed Company	METRO FINANCE 2021-1 TRUST SERIES 1
Waiver Number	WLC210199-002
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of Metro Finance 2021-1 Trust in respect of Series 1 ('Trust') a waiver from listing rule 2.1 condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the notes 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 via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX</p>

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Register of ASX Listing Rule Waivers

Rule Number	3.8A
Date	25/08/2021
ASX Code	WOW
Listed Company	WOOLWORTHS GROUP LIMITED
Waiver Number	WLC210214-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Woolworths Group Limited (the 'Company') a waiver from listing rule 3.8A to permit the Company to give ASX an Appendix 3C Part 5 in relation to its off-market share buy-back ('Buy-Back') at least half an hour before the commencement of trading on the second business day after the close of the Buy-Back offer rather than the day after the Buy-Back offer closes, on condition the Company announces the Buy-Back price at least half an hour before the commencement of trading on the business day after the Buy-Back offer closes.</p>
Basis For Decision	<p>Underlying Policy Prescribed timetable for advice of details on completion of a buy-back of shares. Provision of this advice maintains an orderly and informed market.</p> <p>Present Application The Company has practical impediments to following the standard timetable of an equal access buy-back as the Buy-Back offer is structured as a tender offer rather than a fixed price buy-back and the final price of the Buy-Back can only be calculated after the close of the tender period so that all tenders can be taken into account. The total number of shares to be bought back will also not be known until the scale back has been calculated. The waiver is granted to permit an extra business day to lodge the requisite appendix on the condition the Buy-Back price is announced to the market at least an hour before the commencement of trading on the business day after the Buy-Back closes.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.23.2
Date	19/08/2021
ASX Code	VMX
Listed Company	VALMEC LIMITED
Waiver Number	WLC210212-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Valmec 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 seeking shareholder approval, 1,130,462 unquoted performance rights, in connection with the proposed merger with Altrad Australia Limited via a scheme of arrangement (the 'Scheme'), on the following conditions.</p> <p>1.1 Full details of the cancellation of the unquoted performance rights and consideration payable for their cancellation be set out to ASX's satisfaction in the Scheme Booklet.</p> <p>1.2 The Scheme be approved by security holders of the Company and a court of competent jurisdiction, and the Court's orders are lodged with the Australian Securities and Investments Commission such that the Scheme becomes effective.</p>
Basis For Decision	<p>Underlying Policy Standard waiver in accordance with Guidance Note 17.</p>

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Rule Number	6.23.3
Date	6/08/2021
ASX Code	TNK
Listed Company	THINK CHILDCARE GROUP
Waiver Number	WLC210211-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Think Childcare Limited ('TNK') and Think Childcare Development Limited ('TND') (together, the 'Group') a waiver in connection with the proposed scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) between the Group and its security holders (the 'Scheme') in which all of the issued capital in the Group ('Securities') will be acquired by Busy Bees Early Learning Australia Pty Ltd ('Busy Bees') and Busy Bees' wholly owned subsidiary FEL Child Care Developments Pty Ltd ('FEL Dev'), from listing rule 6.23.3 to the extent necessary to permit the Group to accelerate without shareholder approval, the vesting of 478,638 outstanding performance rights issued under the Group's performance rights plan (the 'Performance Rights') so that those Performance Rights vest and convert into Shares on the following conditions:</p> <p>1.1 The Group's security holders by the requisite majority and a court of competent jurisdiction ('Court') approve the Scheme, and the Court's orders are lodged with the Australian Securities and Investments Commission such that the Scheme is made effective.</p> <p>1.2 The full details of the proposed treatment of the Performance Rights are set out to ASX's satisfaction in the Scheme booklet.</p>
Basis For Decision	<p>Underlying Policy Listing rule 6.23.3 stipulates that changes to options which have the effect of reducing the exercise price, increasing the exercise period or increasing the number of securities received on exercise is prohibited. These terms are considered to be so fundamental and integral to the terms of the options when granted that they cannot be changed even with the approval of shareholders. These option terms determine the intrinsic value (if any) which may be attributed to the options. The valuation of the options and investors' decisions whether to buy, hold, sell, or exercise, the options depends upon investors having certainty as to the terms of the options. To ensure the integrity of the market any changes to the fundamental terms of the options are prohibited.</p> <p>Present Application The Group has entered into a Scheme that will result in all of the Group's securities being acquired by Busy Bees and FEL Dev. Under the Group's Performance Rights Plan Rules, the Group's board of directors has specific discretion to accelerate the vesting of Performance Rights as the Scheme has been proposed. Pursuant to the terms of the Scheme, the Group's board is empowered to determine, in their sole and absolute discretion, the manner in which all unvested and vested Performance Rights will be dealt with. The holders of the Group's securities will not be disadvantaged by the accelerated vesting of the Performance Rights as the consideration for the Group's securities subsequently transferred to the holders of the Performance Rights will effectively be paid by the acquirer, being Busy Bees and FEL Dev. Prior to the Scheme becoming effective, the Group proposes to amend the terms of the Performance Rights issued to allow their vesting conditions to be waived, and to accelerate the vesting of the Performance Rights when the Scheme becomes effective. The waiver is granted on the condition that security holders of the Group and the Court approve the Scheme and</p>

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Full details of the proposed treatment of the Performance Rights are disclosed in the Scheme booklet to ASX's satisfaction.

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Rule Number	6.23.4
Date	6/08/2021
ASX Code	TNK
Listed Company	THINK CHILDCARE GROUP
Waiver Number	WLC210211-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Think Childcare Limited ('TNK') and Think Childcare Development Limited ('TND') (together, the 'Group') a waiver in connection with the proposed scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) between the Group and its security holders (the 'Scheme') in which all of the issued capital in the Group ('Securities') will be acquired by Busy Bees Early Learning Australia Pty Ltd ('Busy Bees') and Busy Bee's wholly owned subsidiary FEL Child Care Developments Pty Ltd ('FEL Dev'), from Listing Rule 6.23.4 to the extent necessary to permit the Group to amend the terms of 478,638 outstanding performance rights issued under the Group's performance rights plan (the 'Performance Rights') without shareholder approval, to allow the Performance Rights to vest and be exercisable for cash consideration to the value of their vested entitlement, subject to the employee remaining employed by the Group, on the following conditions:</p> <p>1.1 The Group's security holders by the requisite majority and a court of competent jurisdiction ('Court') approve the Scheme, and the Court's orders are lodged with the Australian Securities and Investments Commission such that the Scheme is made effective.</p> <p>1.2 Full details of the amended terms of the Performance Rights are set out to ASX's satisfaction in the Scheme booklet.</p> <p>1.3 The amendment to the terms of the Performance Rights is such that holders of the Performance Rights will not receive a benefit that holders of the Performance Rights would not have received before the Scheme is implemented.</p>
Basis For Decision	<p>Underlying Policy This rule sets out the circumstances in which option/performance rights terms can be changed. Some terms can only be changed with the approval of holders of issued ordinary securities. This ensures that an appropriate balance is maintained between the rights of holders of issued ordinary securities and the holders of options.</p> <p>Present Application As a part of the Scheme, the Group is proposing to amend the terms of the Performance Rights which are issued under the Group's performance rights plan. The amendments are such that the Performance Rights will have their vesting conditions waived, they will vest after the record date for the permitted dividend, following the Scheme effective date. The Group's board has specific discretion to accelerate the vesting of Performance Rights as the Scheme has been proposed, it intends to seek consent from the relevant participants in order to amend the offers as necessary in order to implement the Scheme. The Group's security holders will not be disadvantaged on the basis that the amendments are designed to ensure that the holders of the Performance Rights will not be materially better or worse off as a result of the Scheme. The waiver is granted on the condition that there is sufficient disclosure in the Scheme booklet and security holders and the Court approve the Scheme. Accordingly it is proposed to grant the waiver.</p>

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Rule Number	7.1
Date	27/08/2021
ASX Code	AMA
Listed Company	AMA GROUP LIMITED
Waiver Number	WLC210203-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants AMA Group Limited ('AMA' or the 'Company') a waiver from listing rule 7.1 in connection with AMA conducting an accelerated non-renounceable pro rata entitlement Offer ('Entitlement Offer') and an offer of fully paid, unsecured, unsubordinated notes convertible into AMA ordinary shares ('New Shares') to institutional investors ('Placement'), to the extent necessary to permit AMA to calculate the number of securities which it may agree to issue under the Placement without shareholder approval, on the basis that variable 'A' of the formula in listing rule 7.1 is deemed to include the number of New Shares in AMA that may be issued under the underwritten component of the Entitlement Offer, subject to the following conditions:</p> <p>1.1 The securities issued under the Placement are issued at the same time or after the issue of shares under the institutional component of the Entitlement Offer and are included in variable "C" in the formula under Listing Rule 7.1 until their issue has been ratified by shareholders or 12 months has passed since their issue.</p> <p>1.2 In the event that the full number of ordinary shares offered under the underwritten component of the Entitlement Offer is not issued, and the number of securities represented by the Placement thereby exceeds 15% of the actual number of AMA's shares following completion of the Entitlement Offer, AMA's 15% placement capacity under Listing Rule 7.1 following completion of the Entitlement Offer, is to be reduced by that number of securities issued under the Placement that exceeded AMA's 15% capacity under listing rule 7.1 at the time of the Placement.</p>
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.



Register of ASX Listing Rule Waivers

Rule Number	7.3.9
Date	18/08/2021
ASX Code	DXB
Listed Company	DIMERIX LIMITED
Waiver Number	WLC210207-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Dimerix Limited (the 'Company') a waiver from Listing Rule 7.3.9 to the extent necessary to permit the Company, in its notice of meeting to approve the issue of up to 20,000,000 fully paid ordinary shares in the Company at an issue price of \$0.20 per share, together with up to 10,000,000 attaching options on a two for one basis with an exercise price of \$0.40 per option to eligible shareholders under the terms of a share purchase plan ('SPP'), not to include a voting exclusion statement that excludes the votes of person who may participate in the SPP, on the following conditions:</p> <p>1.1 that the SPP is not underwritten, or if it is underwritten, the Company excludes any votes cast in favour of that resolution by any proposed underwriter or sub-underwriter of the SPP; and</p> <p>1.2 that the Company excludes any votes cast in favour of that resolution by any investor who may receive shares under any SPP shortfall.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing rule 7.3.9 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.</p> <p>Present Application</p> <p>The Company is conducting a security purchase plan pursuant to a prospectus. On the basis of its structure the offer does not fit the definition of security purchase plan pursuant to the ASX Listing Rules as it does not fall within the ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 (the 'ASIC Instrument'). This is because the offer includes an offer for shares and attaching options. 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 shares and 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 would be an exception from the requirement for shareholder approval in Listing Rule 7.2 for the issue but for the structure of the offer including attaching options, there is no need to exclude the votes of shareholders entitled to participate in the offer.</p>

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Register of ASX Listing Rule Waivers

Rule Number	7.3.9
Date	20/08/2021
ASX Code	PEK
Listed Company	PEAK RESOURCES LIMITED
Waiver Number	WLC210209-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Peak Resources Limited (the 'Company') a waiver from listing rule 7.3.9 to the extent necessary to permit the Company to include a resolution in the Company's notice of meeting ('Notice') to approve the issue of shares in the Company to eligible shareholders on the record date with a registered address in Australia or New Zealand, with the right to subscribe for up to \$30,000 worth of shares (less any amount taken up pursuant to the Company's share purchase plan announced on 21 October 2020 ('October 2020 SPP')), at an issue price of A\$0.09 ('Offer Price') per share ('SPP Shares') to raise up to approximately \$4 million under the Company's Share Purchase Plan ('SPP') not to include a voting exclusion statement that excludes the votes of persons who may participate in the SPP, on the 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 7.3.9 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 most eligible security holders may participate on an equal basis. In such cases and the exclusion of security holders entitled to participate would mean that a very small number of votes could be counted. There is also limited scope for an individual holder to gain a disproportionate advantage from the passing of the resolution.</p> <p>Present Application The proposed issue of SPP Shares pursuant to the SPP does not fall within Exception 5 of Listing Rule 7.2 ('Exception 5') as that the Company conducted a share purchase plan in the previous 12 months (being the October 2020 SPP) and the Offer Price not satisfying the pricing condition in Exception 5. 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 SPP Shares. As the issue of the SPP Shares being undertaken is one in which all shareholders may participate on an equal basis and for which there would be an exception from the requirement for shareholder approval in listing rule 7.2 for the issue but for the Company having conducted a share purchase plan in the previous 12 months and the Offer Price not satisfying the pricing condition in Exception 5, there is no need to exclude the votes of shareholders entitled to participate in the offer.</p>

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Register of ASX Listing Rule Waivers

Rule Number	7.40
Date	25/08/2021
ASX Code	WOW
Listed Company	WOOLWORTHS GROUP LIMITED
Waiver Number	WLC210214-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Woolworths Group Limited (the 'Company') a waiver from Listing Rule 7.40 to permit the Company to despatch either:</p> <p>1.1 Buy-Back booklets and personalised acceptance forms for the Buy-Back; or</p> <p>1.2 Buy-Back information flyers, which would provide instructions for shareholders to either access Buy-Back booklets and personalised offer forms online or request they be physically mailed out, to shareholders no later than 6 business days following the record date, on the following conditions:</p> <p>1.2.1 the closing date for acceptances of the Buy-Back is at least 18 business days after the record date for the Buy-Back; and</p> <p>1.2.2 the Company complies with its obligations under Listing Rule 3.8A as if the Buy-Back were an equal access scheme rather than a selective buy-back, except in respect of the requirement to submit an Appendix 3C Part 4, on condition that the Australian Securities & Investments Commission grants the Company an exemption from section 257D of the Corporations Act (Cth) 2001.</p>
Basis For Decision	<p>Underlying Policy Prescribed timetable for reorganization of capital where entity buys back shares under equal access scheme aims to maintain an orderly market.</p> <p>Present Application The Company has practical impediments to following the standard timetable of an equal access buy-back given the size of its shareholder register. It may not be able to despatch all serially numbered acceptance forms within 3 business days of the record date for the Buy-Back. The waiver is granted to permit an extension of 3 business days to complete despatch on the condition the closing date for acceptances under the Buy-Back offer is at least 18 business days after the record date for the Buy-Back, and the Australian Securities and Investments Commission grants the requisite exemption.</p>

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Register of ASX Listing Rule Waivers

Rule Number	8.2
Date	30/08/2021
ASX Code	LT2
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2021-1
Waiver Number	WLC210198-003
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2021-1 ('Trust') a waiver from listing rule 8.2 to the extent necessary such 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 1.8 condition 11 and listing rule 2.1 condition 3 granted to the Issuer.</p>

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Register of ASX Listing Rule Waivers

Rule Number	8.2
Date	30/08/2021
ASX Code	LP1
Listed Company	LIBERTY PRIME SERIES 2021-1
Waiver Number	WLC210200-003
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty PRIME Series 2021-1 a waiver from listing rule 8.2 to the extent necessary to the extent necessary that Issuer need not provide an issuer sponsored subregister as long as the waiver to listing rule 2.1, condition 3 operates.
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 1.8 condition 11 and listing rule 2.1 condition 3 granted to the Issuer.</p>

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Register of ASX Listing Rule Waivers

Rule Number	8.2
Date	19/08/2021
ASX Code	LI9
Listed Company	LIBERTY SERIES 2020-3
Waiver Number	WLC210216-003
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty Series 2020-3 ('Trust') a waiver from listing rule 8.2 to the extent necessary to the extent necessary that Issuer need not provide an issuer sponsored subregister as long as the waiver to listing rule 2.1, condition 3 operates.
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 1.8 condition 11 and listing rule 2.1 condition 3 granted to the Issuer.</p>

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Register of ASX Listing Rule Waivers

Rule Number	8.2
Date	30/08/2021
ASX Code	MF1
Listed Company	METRO FINANCE 2021-1 TRUST SERIES 1
Waiver Number	WLC210199-003
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of Metro Finance 2021-1 Trust in respect of Series 1 ('Trust') a waiver from listing rule 8.2 to the extent necessary such 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 1.8 condition 11 and listing rule 2.1 condition 3 granted to the Issuer.</p>

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Register of ASX Listing Rule Waivers

Rule Number	8.10
Date	30/08/2021
ASX Code	LT2
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2021-1
Waiver Number	WLC210198-004
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2021-1 ('Trust') a waiver from listing rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is 5 Business Days before an interest payment date or the maturity date of the notes, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.</p>
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 via Austraclear. The Issuer is required to close the register of a series of debt securities from the close of 5 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>

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Register of ASX Listing Rule Waivers

Rule Number	8.10
Date	30/08/2021
ASX Code	LP1
Listed Company	LIBERTY PRIME SERIES 2021-1
Waiver Number	WLC210200-004
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty PRIME Series 2021-1 a waiver from listing rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is number of business or calendar days before an interest payment date or the maturity date of the notes, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
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 via Austraclear. The Issuer is required to close the register of a series of debt securities from the close of 5 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>

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Register of ASX Listing Rule Waivers

Rule Number	8.10
Date	19/08/2021
ASX Code	LI9
Listed Company	LIBERTY SERIES 2020-3
Waiver Number	WLC210216-004
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty Series 2020-3 ('Trust') a waiver from listing rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is 5 business days before an interest payment date or the maturity date of the notes, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
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 via Austraclear. The Issuer is required to close the register of a series of debt securities from the close of 5 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>

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Register of ASX Listing Rule Waivers

Rule Number	8.10
Date	30/08/2021
ASX Code	MF1
Listed Company	METRO FINANCE 2021-1 TRUST SERIES 1
Waiver Number	WLC210199-004
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of Metro Finance 2021-1 Trust in respect of Series 1 ('Trust') a waiver from Listing Rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is 2 business days before an interest payment date or the maturity date of the notes, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
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 via Austraclear. The Issuer is required to close the register of a series of debt securities from the close of 2 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>

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Register of ASX Listing Rule Waivers

Rule Number	8.21
Date	30/08/2021
ASX Code	LT2
Listed Company	LA TROBE FINANCIAL CAPITAL MARKETS TRUST 2021-1
Waiver Number	WLC210198-005
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of the La Trobe Financial Capital Markets Trust 2021-1 ('Trust') a waiver from Listing Rule 8.21 to the extent necessary to permit the Company to not do the following:</p> <p>1.1 In respect of transactions settled outside CHESSE, mark transfer forms as required by Appendix 8A.</p> <p>1.2 In respect of transactions settled in Austraclear, send confirmation of change of address to a security holder at their 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>

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Register of ASX Listing Rule Waivers

Rule Number	8.21
Date	30/08/2021
ASX Code	LP1
Listed Company	LIBERTY PRIME SERIES 2021-1
Waiver Number	WLC210200-005
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty PRIME Series 2021-1 a waiver from Listing Rule 8.21 to the extent necessary to permit the Company to not do the following:</p> <p>1.1 In respect of transactions settled outside CHESS, mark transfer forms as required by Appendix 8A; or</p> <p>1.2 In respect of transactions settled in Austraclear, send confirmation of a change of address to a security holder at their business 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>

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Register of ASX Listing Rule Waivers

Rule Number	8.21
Date	19/08/2021
ASX Code	LI9
Listed Company	LIBERTY SERIES 2020-3
Waiver Number	WLC210216-005
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Liberty Funding Pty Limited ('Issuer') in its capacity as trustee of Liberty Series 2020-3 ('Trust') a waiver from Listing Rule 8.21 to the extent necessary to permit the Company to not do the following:</p> <p>1.1 In respect of transactions settled outside CHESS, mark transfer forms as required by Appendix 8A; or</p> <p>1.2 In respect of transactions settled in Austraclear, send confirmation of a change of address to a security holder at their business 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>

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Register of ASX Listing Rule Waivers

Rule Number	8.21
Date	30/08/2021
ASX Code	MF1
Listed Company	METRO FINANCE 2021-1 TRUST SERIES 1
Waiver Number	WLC210199-005
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of Metro Finance 2021-1 Trust in respect of Series 1 ('Trust') a waiver from Listing Rule 8.21 to the extent necessary to permit the Company to not do the following:</p> <p>1.1 In respect of transactions settled outside CHESSE, mark transfer forms as required by Appendix 8A; or</p> <p>1.2 In respect of transactions settled in Austraclear, send confirmation of a change of address to a security holder at their business 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>

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Rule Number	9.1(b)
Date	26/08/2021
ASX Code	CUS
Listed Company	COPPER SEARCH LIMITED
Waiver Number	WLC210204-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Copper Search Limited (the 'Company') a waiver from Listing Rule 9.1(b) to the extent necessary to permit the Company to apply the restrictions in paragraphs 1 and 2 of Appendix 9B (as applicable) to the ordinary shares to be issued to the existing shareholders of Copper Search Australia Ltd Pty ('Copper Search Australia'), as follows:</p> <p>1.1 The shares issued to the shareholders of Copper Search Australia who subscribed with cash for their shares in Copper Search Australia are treated as being held by a related party, promoter or unrelated party seed capitalist of the Company or Copper Search Australia, as appropriate to each holder.</p> <p>1.2 Cash formula relief is applicable to those shares that are issued to persons who subscribed for their Copper Search Australia shares for cash consideration. For the purposes of determining the length of the escrow period for shares issued to unrelated seed capitalists which are subject to 12 month escrow, the 12 month escrow period will begin on the date on which the cash subscription for their shares was made.</p> <p>1.3 For the purposes of determining the length of the escrow period for shares issued to related party or promoter seed capitalists which are subject to 24 months escrow, the 24 months escrow period will begin on the date of quotation of the Company's securities.</p>
Basis For Decision	<p>Underlying Policy 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. Under Listing Rule 9.1(b) 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 the entity and the person who holds the restricted securities (and, where appropriate, the persons who control the holder) must enter into a restriction agreement in the form of Appendix 9A of the listing rules. Under Listing Rule 9.1(c), an entity that issues securities classified as restricted securities to seed capitalists and unrelated vendors must apply the restrictions required by a restriction notices as required by Appendix 9C.</p> <p>Unless ASX decides otherwise, restrictions generally do not apply to securities under Listing Rule 9.2 issued by:</p> <p>1.1 an entity admitted under the profit test; 1.2 an entity that has a track record of profitability or revenue that is acceptable to ASX; or 1.3 an entity that, in ASX's opinion has a substantial proportion of its assets as tangible assets or assets with a readily ascertainable value.</p> <p>Present Application CUS has acquired all of the issued capital of Copper Search Australia Pty Ltd ('CSA'). The securities of CUS issued to the Copper Search Australia shareholders are subject to escrow restrictions in chapter 9 and Appendix 9B of the Listing Rules. The Copper Search Australia shareholders who received shares in CUS as consideration for the</p>

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acquisition of their CSA shares are technically vendors of a classified asset for the purposes of their classification under Appendix 9B. 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 under Listing Rule 9.1(b) to permit the CSA shareholders to be treated as seed capitalists of the Company and escrow restrictions to be applied on a 'look through' basis in relation to the consideration shares to be issued as part of the proposed transaction. Cash formula relief is applicable using the conversion ratio calculation, and will be subject to the relevant escrow period for their classification. This upholds the principle of the listing rule escrow regime.

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Rule Number	10.11
Date	20/08/2021
ASX Code	PEK
Listed Company	PEAK RESOURCES LIMITED
Waiver Number	WLC210209-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Peak Resources Limited (the 'Company') a waiver from Listing Rule 10.11 to the extent necessary to permit the directors of the Company and their associates to participate in the Company's Security Purchase Plan ('SPP'), without shareholder approval pursuant to Listing Rule 10.11 on the following conditions:</p> <p>1.1 shareholders of the Company approve the SPP at the Company's upcoming general meeting; and</p> <p>1.2 directors and their associates are offered shares under the SPP on the same terms as other shareholders.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 10.11 requires listed entities to obtain the prior approval of security holders for an issue of equity securities to related parties. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act (and any related party provisions applying to foreign entities under relevant legislation). A number of exceptions from the requirement for prior security holder approval are permitted under Listing Rule 10.12, including where securities are issued under a securities purchase plan.</p> <p>Present Application Exception 4 of Listing Rule 10.12 exempts related party participation in security purchase plans from the requirement for prior ordinary security holder approval because it is a type of issue that offers participation to all existing security holders in a way that, while not pro rata, is made on equal terms and is considered to be fair. The proposed issue of shares pursuant to the SPP does not fall within Exception 5 of LR 7.2 ('Exception 5') as the Company conducted a share purchase plan in the previous 12 months (in October 2020) and the issue price of A\$0.09 per share does not satisfy the pricing condition in Exception 5. 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 shares. As the issue of the shares being undertaken is one in which all shareholders may participate on an equal basis, including related parties and those to which fall within the definition of a Listing Rule 10.11 party, it is considered that the related party participation in this offer is consistent with the policy basis of Exception 4 of Listing Rule 10.12.</p>

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Register of ASX Listing Rule Waivers

Rule Number	10.11
Date	27/08/2021
ASX Code	SUN
Listed Company	SUNCORP GROUP LIMITED
Waiver Number	WLC210210-001
Decision	<p>1. Based solely on the information provided, ASX Limited ("ASX") grants Suncorp Group Limited (the "Company") a waiver from listing rule 10.11 to the extent necessary to permit the directors of the Company and the spouses, parents, children, and associates of directors ("related persons") to participate in the offer of convertible unsecured notes ("Capital Notes 4") and to be issued Capital Notes 4 without shareholder approval on the following conditions.</p> <p>1.1 The number of Capital Notes 4 which may be issued to directors and their related persons collectively is no more than 0.2% of the total number of Capital Notes 4 issued under the offer, and the participation of the directors and their related persons in the offer is on the same terms and conditions as applicable to other subscribers for Capital Notes 4.</p> <p>1.2 The Company releases the terms of the waiver to the market when it announces the offer.</p> <p>1.3 When the Capital Notes 4 are issued, the Company announces to the market the total number of Capital Notes 4 issued to directors and their related persons in aggregate.</p>
Basis For Decision	<p>Underlying Policy Listed entities are required to obtain the prior approval of security holders for an issue of equity securities to related parties. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act (and any related party provisions applying to foreign entities under relevant legislation).</p> <p>Present Application The Company intends to make a public offer of convertible notes in which Company shareholders are able to participate. Directors and their relatives and associates (who are related parties of the Company) will participate in the public offer on the same terms as unassociated investors. The waiver is granted to permit directors and their relatives to participate in the offer subject to an aggregate cap of no more than 0.2% of securities offered. The participation of natural person related parties in a public offer subject to this cap is de minimis departure from the principle that no equity securities may be issued to a related party without shareholder approval other than under an exception in listing rule 10.12. The terms of this waiver must be disclosed to the market.</p>

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Rule Number	10.11
Date	17/08/2021
ASX Code	WBC
Listed Company	WESTPAC BANKING CORPORATION
Waiver Number	WLC210213-001
Decision	<p>1. Based solely on the information provided, in relation to a proposed offer by Westpac Banking Corporation (the 'Company') of fully paid, non-cumulative, convertible, transferable, redeemable, subordinated, perpetual unsecured notes ('Westpac Capital Notes 8') (the 'Offer') and a proposed reinvestment offer to holders of Westpac Capital Notes 4 in conjunction with the Offer, ASX Limited ('ASX') grants the Company a waiver from Listing Rule 10.11 to the extent necessary to permit directors of the Company and their associates to participate in the Offer and to be issued Westpac Capital Notes 8 without shareholder approval, on the following conditions.</p> <p>1.1 The number of Westpac Capital Notes 8 which may be issued to directors and their associates collectively is no more than 0.2% of the total number of Westpac Capital Notes 8 issued under the Offer, and the participation of the directors and their associates in the Offer is on the same terms and conditions as applicable to other subscribers for Westpac Capital Notes 8.</p> <p>1.2 The Company releases the terms of the waiver to the market when it announces the Offer.</p> <p>1.3 When the Westpac Capital Notes 8 are issued, the Company announces to the market the total number of Westpac Capital Notes 8 issued to the directors and their associates in aggregate under the Offer.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 10.11 requires the approval of security holders to issue securities to a related party. This rule is directed at preventing a related party from obtaining securities on advantageous terms and increasing their holding proportionate to other holders. Only unassociated security holders' votes are counted where such approval is sought. This protects security holders' interests by supplementing the related party provisions of the Corporations Act (and whatever related party provisions apply to foreign entities).</p> <p>Present Application The Company proposes to make an offer of Westpac Capital Notes 8 under a prospectus. Directors of the Company and their associates (who are related parties of the Company) propose to participate in the public offer on the same terms as unassociated investors. An in-principle waiver is granted to permit directors and their associates to collectively participate in the Offer subject to an aggregate cap of no more than 0.2% of the Westpac Capital Notes 8 issued. The participation of natural person related parties in a public offer subject to this cap is a de minimis departure from the principle that no equity securities may be issued to a related party without shareholder approval other than under an exception in Listing Rule 10.12. The terms of the waiver must be disclosed to the market.</p>

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Rule Number	10.13.5
Date	20/08/2021
ASX Code	A1M
Listed Company	AIC MINES LIMITED
Waiver Number	WLC210202-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants AIC Mines Limited (the 'Company') in connection with the proposed acquisition of the Eloise Copper Mine from FMR Investments Pty Ltd ('Acquisition') and a proposed capital raising of between \$30,000,000 and \$35,000,000 by the issue of fully paid ordinary shares at a price to be determined ('Capital Raising Shares') a waiver from Listing Rule 10.13.5 to the extent necessary to permit the Company to state in its notice of meeting ('Notice') seeking shareholder approval for the Acquisition and, pursuant to Listing Rule 10.11, for the following issues of securities:</p> <p>1.1 up to 6,000,000 Capital Raising Shares to be issued to Mr Aaron Colleran;</p> <p>1.2 up to 25,000,000 Capital Raising Shares to be issued to Mr Josef El Raghy;</p> <p>1.3 up to 2,354,000 Capital Raising Shares to be issued to Mr Brett Montgomery; and</p> <p>1.4 up to 400,000 Capital Raising Shares to be issued to Mr Jonathan Young,</p> <p>('Related Party Shares') that the Related Party Shares will be issued later than 1 month after the date on which the issue of the Related Party Shares is approved at a meeting of the Company's ordinary security holders, subject to the following conditions:</p> <p>1.5 the Related Party Securities are issued by no later than the date that the Capital Raising Shares are issued which must be no later than 3 months after the date of the shareholder meeting;</p> <p>1.6 the Related Party Securities are issued pursuant to the relevant terms and conditions set out in the Notice;</p> <p>1.7 the circumstances of the Company, as determined by the ASX, have not materially changed since the Company's shareholders approved the issue of the Related Party Securities; and</p> <p>1.8 the terms of the waiver are clearly disclosed in the Notice and in the prospectus to be issued in respect of the Capital Raising.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

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