

SECTION 5 RIGHTS AND OBLIGATIONS OF ISSUERS

5.1	ISSUERS' OBSERVANCE OF RULES	4
5.1.1	Third Party Providers.....	4
5.2	CHESS SUBREGISTER AND ISSUER OPERATED SUBREGISTER	4
5.2.1	CHESS Subregister.....	4
5.2.2	Issuer Operated Subregister	5
5.3	ESTABLISHING A CHESS SUBREGISTER IN RESPECT OF AN OFFER OF APPROVED FINANCIAL PRODUCTS	5
5.3.1	Initiating a Holding Adjustment.....	5
5.3.2	Establishing of CHESS Holding.....	5
5.3.3	Rejection of Messages initiating a Holding Adjustment	6
5.3.4	Transmission of further Messages.....	6
5.3.5	Deduction of Financial Products from a CHESS Holding.....	6
5.3.6	Entering Financial Products into a Holding.....	7
5.3.7	Issuer's Obligations	7
5.4	OTHER PROVISIONS ABOUT SUBREGISTER	7
5.4.1	Time for commencement.....	7
5.4.2	Notice of commencement.....	7
5.4.3	Closure of Issuer Operated Subregister	7
5.4.4	Subregisters to remain open.....	8
5.5	NOMINATION OF BRANCH REGISTERS	8
5.5.1	Issuer may register Holder on its principal register.....	8
5.6	RESTRICTIONS ON AN ISSUER'S ABILITY TO NOMINATE A SPECIFIED TIME FOR DETERMINING VOTING ENTITLEMENTS	8
5.6.1	Issuer must specify time.....	8
5.7	COLLECTION OF MESSAGES FROM ASX SETTLEMENT	9
5.7.1	Issuer must collect Messages.....	9
5.8	REGISTRATION OF PROPER ASTC TRANSFERS	9
5.8.1	Issuer not to interfere in registration of Proper ASTC Transfer.....	9
5.9	STANDING INSTRUCTIONS	9
5.9.1	Issuer to continue to apply a Standing Instruction	9
5.10	ISSUER REPORTING TO HOLDERS	10
5.10.1	Issuer Sponsored Holdings	10

5.11	NUMBERING FINANCIAL PRODUCTS AND CERTIFICATES.....	10
5.11.1	No requirement for numbering of Financial Products.....	10
5.12	DIVESTMENT OR FORFEITURE OF FINANCIAL PRODUCTS IN A CHESS HOLDING.....	10
5.12.1	No Divestment or forfeiture of Financial Products.....	10
5.12.2	Permitted Divestments	10
5.12.3	Permitted forfeiture.....	11
5.12.4	Divestment of Excess FOR Financial Products	11
5.13	RECONCILIATIONS AND REPORTING OF ERRORS, ANOMALIES OR IRREGULARITIES.....	11
5.13.1	Issuer is responsible for reconciliation.....	11
5.13.2	Notice by an Issuer.....	11
5.13.3	Notice by ASX Settlement and reconciliation by an Issuer	12
5.13.4	Notices by Issuers.....	12
5.14	ACCESS TO CHESS HOLDINGS BY ISSUERS.....	13
5.14.1	Issuer must not initiate a Holding Adjustment or Financial Products Transformation.....	13
5.15	ISSUER LIABILITIES FOR HOLDING LOCKS, HOLDING ADJUSTMENTS AND FINANCIAL PRODUCTS TRANSFORMATIONS.....	13
5.15.1	Liability for Unauthorised Notices or Messages.....	13
5.15.2	Benefit of Indemnity	13
5.15.3	Subrogation of Issuer.....	14
5.15.4	Liability for wilful default or negligence.....	14
5.16	ELECTRONIC ACCESS TO ISSUER SPONSORED HOLDINGS	14
5.16.1	Issuer entitled to assume authorisation of Settlement Participant	14
5.17	NOTICE TO ASX SETTLEMENT OF CHANGED CIRCUMSTANCES.....	14
5.17.1	Issuer to give Notice.....	14
5.18	FINANCIAL PRODUCTS SUBJECT TO FOREIGN OWNERSHIP RESTRICTIONS.....	15
5.18.1	Request to include Financial Products in Schedule 1	15
5.18.2	Inclusion of FOR Financial Products	15
5.18.3	Issuer to make Holding Adjustments.....	16
5.18.4	Confirmed FOR Financial Products.....	16
5.18.5	Further action by Issuer if Foreign Ownership Percentage not exceeded.....	16
5.18.6	Notice to Holder.....	17
5.18.7	No Divestment of confirmed FOR Financial Products.....	17
5.18.8	Force Majeure.....	17
5.18.9	Removal of a class of Financial Products from Schedule 1	17
5.18.10	Issuer may make its own enquiries.....	18
5.19	CORPORATE ACTIONS – FORMS	18
5.19.1	Provision of application forms.....	18
5.19.2	Information on application forms.....	18
5.19.3	Completed and valid forms	18

5.20	CORPORATE ACTIONS – CUM ENTITLEMENT BALANCES.....	19
5.20.1	Establishment of Cum Entitlement Balance.....	19
5.20.2	Entries into and deductions from Cum Entitlement Balances.....	19
5.20.3	Cum Entitlement Balances for Transfers and Conversions.....	19
5.20.4	ASX Settlement termination of Cum Processing.....	19
5.20.5	Distribution of Entitlement under Corporate Actions.....	20
5.20.6	Processing of Outstanding Cum Entitlement Transfers and Conversions.....	20
5.21	CORPORATE ACTIONS – RIGHTS ISSUES.....	20
5.21.1	Renounceable Rights Record and Issue of Rights	20
5.21.2	Acceptance of Financial Products pursuant to a rights offer.....	21
5.21.3	Reservation of Rights Following Acceptance.....	21
5.21.4	Removal of rights from a Holding	21
5.21.5	Issue of Financial Products	22
5.22	CORPORATE ACTIONS – CHANGES TO HOLDINGS	22
5.22.1	Issue of Financial Products to a CHESS Holding.....	22
5.22.2	Issuer to send valid Message	22
5.22.3	Removal of Financial Products by Holding Adjustment	22
5.23	REVIEW OF REGISTRY FUNCTIONS	23
5.23.1	Issuer to audit registry functions.....	23
5.24	NOTIFICATION OF ISSUER STATUS BY RECOGNISED MARKET OPERATOR.....	23
5.24.1	Recognised Market Operator to give Notice to ASX Settlement	23
5.25	ISSUER REPORTING TO SPONSORED HOLDERS.....	24
5.25.1	Issuer to send Holding Statement	24

SECTION 5 RIGHTS AND OBLIGATIONS OF ISSUERS

This Section sets out the rights and obligations of Issuers to, amongst other things:

- (a) observe the Rules;
- (b) authorise ASX Settlement to establish and administer, on behalf of Issuers, CHES and Issuer Operated Subregisters;
- (c) reconcile and report errors and anomalies including the auditing of registry functions and the giving of notice to ASX Settlement of changed circumstances; and
- (d) in relation to the collection of Messages, access to CHES and Issuer Sponsored Holdings, Corporate Actions, Financial Products subject to foreign ownership restrictions, the determining of voting entitlements and the divestment or forfeiture of Financial Products.

The Section also deals with Issuer's liabilities for Holding Locks, Holding Adjustments and Financial Products Transformations.

5.1 ISSUERS' OBSERVANCE OF RULES

5.1.1 Third Party Providers

If an Issuer employs or retains any Third Party Provider to perform any of its obligations or take any action under these Rules, the Issuer must ensure that the obligations are performed, or the actions are taken, in accordance with these Rules.

Note: Refer also to Rule 2.4 and Rule 16.17.

Introduced 11/03/04 Origin SCH 8.1

5.2 CHES SUBREGISTER AND ISSUER OPERATED SUBREGISTER

5.2.1 CHES Subregister

When ASX Settlement gives approval to a class of an Issuer's Financial Products under Rule 8.1, the Issuer:

- (a) irrevocably authorises ASX Settlement to establish and administer a CHES Subregister in respect of that class of Financial Products; and
- (b) acknowledges that ASX Settlement acts as its agent in administering that CHES Subregister in accordance with these Rules.

Introduced 11/03/04 Origin SCH 8.2.1 Amended 10/06/04

5.2.2 Issuer Operated Subregister

Unless otherwise agreed between an Issuer and ASX Settlement, in addition to a CHESSE Subregister established in accordance with Rule 5.2.1, the Issuer must administer an Issuer Operated Subregister.

Introduced 11/03/04 Origin SCH 8.2.3

5.3 ESTABLISHING A CHESSE SUBREGISTER IN RESPECT OF AN OFFER OF APPROVED FINANCIAL PRODUCTS

5.3.1 Initiating a Holding Adjustment

If:

- (a) an Issuer makes available forms of application for an Offer of Approved Financial Products; and
- (b) the Approved Listing Market Operator gives that Issuer approval for quotation of those Financial Products,

the Issuer must, other than where it is bound by the provisions of Rules 15.27 or 15.28, not later than End of Day on the Issue Date for the Financial Products, Transmit to ASX Settlement a Message that initiates a Holding Adjustment to establish a CHESSE Holding in respect of each person who has:

- (c) lodged an application with, and been allocated Financial Products pursuant to the Offer by, the Issuer; and
- (d) instructed the Issuer that any Financial Products so allocated be held in a CHESSE Holding by specifying a HIN on the application.

Introduced 11/03/04 Origin SCH 5.4A.1 Amended 27/06/11, 04/03/13

5.3.2 Establishing of CHESSE Holding

If:

- (a) ASX Settlement receives a Valid Message from an Issuer under Rule 5.3.1; and
- (b) a Holder Record for the HIN specified in that Message has been established under Rule 8.7.2,

ASX Settlement will, within the Scheduled Time:

- (c) enter the number of Financial Products into the CHESSE Holding specified in that Message;
- (d) notify the Issuer:
 - (i) that the CHESSE Holding has been established; and
 - (ii) of the Holder Record details for the CHESSE Holding; and

(e) notify the Controlling Participant that the CHESS Holding has been established.

Introduced 11/03/04 Origin SCH 5.4A.2

5.3.3 Rejection of Messages initiating a Holding Adjustment

If:

- (a) ASX Settlement receives a Valid Message from an Issuer under Rule 5.3.1; and
- (b) a Holder Record for the HIN specified in that Message has not been established under Rule 8.7.2,

ASX Settlement must, within the Scheduled Time:

- (c) reject the Message; and
- (d) notify the Issuer that the Message has been rejected.

Introduced 11/03/04 Origin SCH 5.4A.3

5.3.4 Transmission of further Messages

If:

- (a) an Issuer receives notification that a CHESS Holding has been established under Rule 5.3.2(d)(i); and
- (b) the Registration Details and, where applicable, the Residency Indicator specified in that notification do not match the Registration Details and Residency Indicator specified in the application form lodged with the Issuer by the person to whom the Financial Products have been allocated,

the Issuer must, within the Scheduled Time, Transmit to ASX Settlement a further Message that initiates a Holding Adjustment to deduct the Financial Products from that CHESS Holding.

Introduced 11/03/04 Origin SCH 5.4A.4

5.3.5 Deduction of Financial Products from a CHESS Holding

If ASX Settlement receives a Valid Message that initiates a Holding Adjustment from an Issuer under Rule 5.3.4, ASX Settlement will, within the Scheduled Time;

- (a) deduct the number of Financial Products from the CHESS Holding specified in the Message; and
- (b) notify:
 - (i) the Issuer; and
 - (ii) the Controlling Participant for the CHESS Holding,that the Financial Products have been deducted from that Holding.

Introduced 11/03/04 Origin SCH 5.4A.5

5.3.6 Entering Financial Products into a Holding

If an Issuer receives notification from ASX Settlement under Rule 5.3.3 or 5.3.5, the Issuer must immediately enter the Financial Products specified in that Message into a Holding with Registration Details that match the Registration Details specified in the application form lodged with the Issuer by the person to whom the Financial Products have been allocated on the Issuer Sponsored Subregister.

Introduced 11/03/04 Origin SCH 5.4A.6

5.3.7 Issuer's Obligations

If an Issuer is required to enter Financial Products into an Issuer Sponsored Holding under Rule 5.3.6, the Issuer must, if the Financial Products are entered into an Issuer Sponsored Holding:

- (a) issue a Transaction Statement to the Holder; or
- (b) send to the Holder a Notice that sets out the SRN, the Registration Details and the Holding Balance for the Issuer Sponsored Holding,

within the time specified in the Listing Rules.

Introduced 11/03/04 Origin SCH 5.4A.7

5.4 OTHER PROVISIONS ABOUT SUBREGISTER

5.4.1 Time for commencement

An Issuer may commence or cease operating an Issuer Operated Subregister, after the date on which a class of its Financial Products become Approved.

Introduced 11/03/04 Origin SCH 8.2.4

5.4.2 Notice of commencement

Where an Issuer intends to commence operating an Issuer Operated Subregister, the Issuer must give Notice of the date of commencement to:

- (a) ASX Settlement; and
- (b) each Holder of Financial Products in that class.

Introduced 11/03/04 Origin SCH 8.2.5

5.4.3 Closure of Issuer Operated Subregister

If an Issuer intends to cease operating an Issuer Operated Subregister in respect of a class of Approved Financial Products other than because the Financial Products have lapsed, expired, matured or been redeemed, paid-up, or reconstructed, the Issuer must:

- (a) take such steps as may be necessary to effect the orderly closure of the Issuer Operated Subregister; and

- (b) give at least 20 Business Days Notice of the date of closure to:
 - (i) ASX Settlement; and
 - (ii) each Holder of Financial Products in that class.

Introduced 11/03/04 Origin SCH 8.2.7

5.4.4 Subregisters to remain open

On any Business Day, an Issuer:

- (a) must not close an Issuer Operated Subregister for a class of its Approved Financial Products; and
- (b) must process Messages in accordance with these Rules.

Introduced 11/03/04 Origin SCH 8.3.1

5.5 NOMINATION OF BRANCH REGISTERS

5.5.1 Issuer may register Holder on its principal register

An Issuer may register a Holder on its principal register if any CHESS to Issuer Sponsored Transfer or Conversion initiated in accordance with Section 9:

- (a) fails to nominate a branch register; or
- (b) nominates a non existent branch register.

Introduced 11/03/04 Origin SCH 8.11

5.6 RESTRICTIONS ON AN ISSUER'S ABILITY TO NOMINATE A SPECIFIED TIME FOR DETERMINING VOTING ENTITLEMENTS

5.6.1 Issuer must specify time

An Issuer of a class of Approved Financial Products must not specify a time for the purpose of determining voting entitlements at a meeting of Holders under Regulations 7.11.37 and 7.11.38 of the Corporations Regulations unless the time so specified:

- (a) (i) is End of Day on:
 - A. the Trading Day prior; or
 - B. 2 Trading Days prior,
to the meeting; or
- (ii) falls on a day other than a Trading Day; and
- (b) is no more than 48 hours before a meeting.

Note: In order to obtain data on CHESS Holders at the nominated specified time, Issuers will need to Transmit a Message to ASX Settlement requesting a Demand Report in accordance with Rule 16.20 that specifies a Reporting Point of End of Day on:

- *if the nominated time is End of Day on a Trading Day, that Trading Day; or*
- *if the nominated time falls on a day other than a Trading Day, the Trading Day immediately prior to that day.*

For example, if the nominated time is 10am on Easter Sunday, the Issuer would need to request a report from CHESS nominating End of Day on the previous Thursday as the Reporting Point.

Introduced 11/03/04 Origin SCH 8.3A

5.7 COLLECTION OF MESSAGES FROM ASX SETTLEMENT

5.7.1 Issuer must collect Messages

An Issuer must collect Messages from ASX Settlement at least once each Business Day.

Introduced 11/03/04 Origin SCH 8.4

5.8 REGISTRATION OF PROPER ASTC TRANSFERS

5.8.1 Issuer not to interfere in registration of Proper ASTC Transfer

An Issuer must not prevent, delay or in any way interfere with the registration of a Proper ASTC Transfer.

Introduced 11/03/04 Origin SCH 8.9

5.9 STANDING INSTRUCTIONS

5.9.1 Issuer to continue to apply a Standing Instruction

An Issuer must continue to apply a Standing Instruction in relation to a Holding that has been Converted unless:

- (a) the Conversion will result in the Converted Financial Products being entered into an existing Holding in respect of which a contrary Standing Instruction is recorded;
- (b) an election for any part of that Holding in respect of a shareholders' dividend plan has been made; or
- (c) the Issuer of the Financial Products in that Holding offers more than one shareholders' dividend plan and an election for any part of the Holding has been made in respect of more than one of those plans.

Introduced 11/03/04 Origin SCH 8.10

5.10 ISSUER REPORTING TO HOLDERS

5.10.1 Issuer Sponsored Holdings

If Approved Financial Products are entered into an Issuer Sponsored Holding or a CHESS Holding as a result of an Issue, a Transfer or the making available of an Approved Financial Product, the Issuer of those Financial Products is not required to complete and deliver any document under Section 1071H of the Corporations Act.

Introduced 11/03/04 Origin SCH 8.17.1 Amended 04/03/13

5.11 NUMBERING FINANCIAL PRODUCTS AND CERTIFICATES

5.11.1 No requirement for numbering of Financial Products

For the purpose of Section 1070B of the Corporations Act, if the issued shares of an Issuer are Approved Financial Products held:

- (a) in an Issuer Sponsored Holding; or
- (b) in a CHESS Holding,

none of those shares is required to have a distinguishing number.

Introduced 11/03/04 Origin SCH 8.16

5.12 DIVESTMENT OR FORFEITURE OF FINANCIAL PRODUCTS IN A CHESS HOLDING

5.12.1 No Divestment or forfeiture of Financial Products

An Issuer must not divest a Holder of Financial Products or forfeit a Holder's Financial Products while those Financial Products are in a CHESS Holding.

Introduced 11/03/04 Origin SCH 8.13.1

5.12.2 Permitted Divestments

If in accordance with an Issuer's constitution, the Issuer requires a Holder of that Issuer's Financial Products to dispose of those Financial Products and has given a Notice of Divestment (whether alone or as part of a Forfeiture Notice) to both the Holder and the Controlling Participant for that Holding that:

- (a) specifies the number and class of Financial Products to which the Notice applies and the time by which the Holder must dispose of those Financial Products; and
- (b) states that if any of those Financial Products remain in a CHESS Holding of that Holder after the time specified in the Notice, the Issuer may following the expiration of that time, without further Notice, move such of those Financial Products as remain in that CHESS Holding from that CHESS Holding to an Issuer Sponsored Holding for the purpose of Divestment by the Issuer,

the Issuer may after the expiration of the time specified in the Notice initiate a Holding Adjustment to move the Financial Products from that CHESS Holding to an Issuer Sponsored Holding for the purpose of Divestment by the Issuer.

Introduced 11/03/04 Origin SCH 8.13.2, 8.13.3

5.12.3 Permitted forfeiture

If an Issuer's constitution or the law permits an Issuer to forfeit Financial Products that are held in a CHESS Holding and the Issuer has given a Forfeiture Notice (whether alone or as part of a Notice of Divestment) to both the Holder and the Controlling Participant for that Holding that:

- (a) specifies the number and class of Financial Products to which the Notice applies; and
- (b) specifies the date after which the Issuer may, without further Notice, move Financial Products from the Holder's CHESS Holding to an Issuer Sponsored Holding for the purpose of forfeiture by the Issuer,

the Issuer may after the expiration of the time specified in the Notice initiate a Holding Adjustment to move the Financial Products from that CHESS Holding to an Issuer Sponsored Holding for the purpose of forfeiture by the Issuer.

Introduced 11/03/04 Origin SCH 8.13.4, 8.13.5

5.12.4 Divestment of Excess FOR Financial Products

An Issuer whose Financial Products are included in Schedule 1 may initiate a Holding Adjustment to move the Excess Financial Products from the CHESS Holding which contains the Excess Financial Products to an Issuer Sponsored Holding within the Scheduled Time for the purposes of Divestment without giving Notice under Rule 5.12.2.

Introduced 11/03/04 Origin SCH 8.13.6, 8.20.4(a)

5.13 RECONCILIATIONS AND REPORTING OF ERRORS, ANOMALIES OR IRREGULARITIES

5.13.1 Issuer is responsible for reconciliation

An Issuer is responsible for ensuring that the total number of Financial Products held on each Subregister being maintained in respect of a class of that Issuer's Approved Financial Products can be reconciled to the total issued capital for that class.

Introduced 11/03/04 Origin SCH 8.14.1

5.13.2 Notice by an Issuer

An Issuer must give Notice to ASX Settlement in respect of a class of Approved Financial Products if:

- (a) the total number of Financial Products in that class held on a CHESS Subregister as reported to the Issuer by ASX Settlement, when added to the total number of

Financial Products in that class held on the Issuer Operated Subregisters, does not reconcile to the total number of issued Financial Products in that class; or

- (b) the Issuer becomes aware of any errors, anomalies or irregularities in Reports Transmitted to the Issuer by ASX Settlement concerning individual or aggregate Holdings held on a CHESS Subregister.

The Issuer must give the notice within 1 Business Day of becoming aware of the lack of reconciliation or the error, anomaly or irregularity, as the case may be.

The Issuer must rectify the error, anomaly, irregularity or lack of reconciliation within 2 Business Days of becoming aware of it or such other time as ASX Settlement consents.

Introduced 11/03/04 Origin SCH 8.14.2

5.13.3 Notice by ASX Settlement and reconciliation by an Issuer

If ASX Settlement suspects on reasonable grounds that there is an error, anomaly or irregularity in the total number of Financial Products held in Holdings on the CHESS Subregister for a class of an Issuer's Approved Financial Products:

- (a) ASX Settlement may by Notice request that Issuer to reconcile, as at a date specified in the Notice, the total issued capital in respect of that class to the total number of Financial Products held on each Subregister being maintained for Financial Products in that class; and
- (b) the Issuer must provide ASX Settlement with a copy of the completed reconciliation within 2 Business Days of the Issuer receiving that Notice or by such later time as ASX Settlement specifies in the Notice.

Note: If a Notice or reconciliation under Rules 5.13.2 or 5.13.3 reveals an error, anomaly or irregularity that necessitates a change to a Holding Balance of a CHESS or Issuer Sponsored Holding, action under Rule 8.20 or 8.21.1 must be taken to correct the error, anomaly or irregularity.

Introduced 11/03/04 Origin SCH 8.14.3, 8.14.4, 8.14.5

5.13.4 Notices by Issuers

If, as the result of an error, it is necessary for an Issuer to Transmit a Message to rectify that error that has the effect of deducting Financial Products from, or transferring Financial Products to a Holding, the Issuer must notify the relevant Holder and ASX Settlement of the action taken by the Issuer and the reason for that action within 2 Business Days of Transmitting the Message.

Introduced 11/03/04 Origin SCH 8.13A

5.14 ACCESS TO CHESS HOLDINGS BY ISSUERS

5.14.1 Issuer must not initiate a Holding Adjustment or Financial Products Transformation

An Issuer must not:

- (a) Transmit a Message that initiates a Holding Adjustment or a Financial Products Transformation in relation to a CHESS Holding; or
- (b) take any other action that has the effect of deducting Financial Products from or transferring Financial Products to a CHESS Holding,

unless it is entitled to Transmit that Message or take that action.

Introduced 11/03/04 SCH 8.14A

5.15 ISSUER LIABILITIES FOR HOLDING LOCKS, HOLDING ADJUSTMENTS AND FINANCIAL PRODUCTS TRANSFORMATIONS

5.15.1 Liability for Unauthorised Notices or Messages

If an Issuer:

- (a) gives Notice requesting the application or removal of a Holding Lock and ASX Settlement acts on the request; or
- (b) Transmits a Message that initiates a Holding Adjustment or a Financial Products Transformation in relation to a CHESS Holding, and ASX Settlement acts on the Message,

the Issuer indemnifies the Controlling Participant against all losses, damages, costs and expenses that the Controlling Participant or the Holder of the Locked Holding or CHESS Holding may suffer or incur because the Issuer was not entitled to make the request in paragraph (a) or Transmit the Message in paragraph (b).

Note: Rule 5.15.1 does not provide the sole remedy in respect of access by an Issuer to a Holding where it has no entitlement to do so. Without limitation, ASX Settlement may take separate disciplinary action where it believes an Issuer has breached Rule 5.14.

Introduced 11/03/04 Origin SCH 8.15.1, 18.15.2

5.15.2 Benefit of Indemnity

A Controlling Participant in whose favour an indemnity is given under Rule 5.15.1 holds the benefit of the indemnity and any amount recovered under it in trust for the Holder to the extent that the indemnity or the recovery relates to the Holder's losses, damages, costs or expenses.

Introduced 11/03/04 Origin SCH 8.15.3

5.15.3 Subrogation of Issuer

If an Issuer makes a payment to the Controlling Participant in discharge of its liability under Rule 5.15.1, the Issuer is subrogated to all rights which the Controlling Participant may have against any other person with respect to the matter which was the subject of its claim against the Issuer.

Introduced 11/03/04 Origin SCH 8.15.4

5.15.4 Liability for wilful default or negligence

In addition to Rule 5.15.1, if an Issuer:

- (a) Transmits a Message;
- (b) the Message contains a mistake due to the wilful default or negligence of the Issuer; and
- (c) ASX Settlement or a Facility User suffers loss as a consequence of the mistake,

the Issuer indemnifies any Facility User (other than the Controlling Participant) or ASX Settlement, as the case requires, against all losses, damages, costs and expenses that Facility User or ASX Settlement may suffer or incur because of the actions or omissions of the Issuer.

Introduced 11/03/04 Origin SCH 8.15.5

5.16 ELECTRONIC ACCESS TO ISSUER SPONSORED HOLDINGS

5.16.1 Issuer entitled to assume authorisation of Settlement Participant

If an Issuer receives a Valid Message Transmitted by ASX Settlement under Rule 9.8.2 and that Message specifies:

- (a) that the Originating Message was Transmitted by a Settlement Participant; and
- (b) an SRN allocated by the Issuer to the Holder of an Issuer Sponsored Holding;

then, in the absence of knowledge to the contrary, the Issuer is entitled to assume that the Settlement Participant specified in the Message is authorised by the Holder of that Issuer Sponsored Holding to Transfer or Convert Financial Products from that Holding to a CHESS Holding.

Introduced 11/03/04 Origin SCH 8.5

5.17 NOTICE TO ASX SETTLEMENT OF CHANGED CIRCUMSTANCES

5.17.1 Issuer to give Notice

An Issuer must give Notice to ASX Settlement if:

- (a) the Issuer changes its name or address;
- (b) the Issuer becomes an externally administered body corporate;

- (c) the Issuer takes a step or becomes aware that another person has taken a step that is intended to lead to it becoming externally administered;
- (d) the Issuer's Financial Products are subject to any change of jurisdictional nexus for stamp duty purposes; or
- (e) the Issuer effects any change of Third Party Provider.

The Notice must be given within 1 Business Day of the happening of any of the events or circumstances referred to in paragraphs (a) to (e).

Introduced 11/03/04 Origin SCH 8.19

5.18 FINANCIAL PRODUCTS SUBJECT TO FOREIGN OWNERSHIP RESTRICTIONS

5.18.1 Request to include Financial Products in Schedule 1

An Issuer of Approved Financial Products may request ASX Settlement to include a class of its Financial Products which is subject to aggregate foreign ownership restrictions pursuant to legislation or under the Issuer's constitution, in Schedule 1 and, in respect of any such Financial Products included in Schedule 1, the Issuer:

- (a) must accept electronic notification of the residency status of Holders on the CHESS Subregister;
- (b) must accept electronic notification of the residency status of transferees specified in CHESS to Issuer Operated Subregister Transfers;
- (c) must give effect to and recognise the status of Foreign to Foreign Allocations effected through CHESS;
- (d) must monitor the Foreign Ownership Percentage Level on a daily basis by requesting a Foreign Holding Net Movement Report in respect of each Business Day, and where the Issuer determines it is necessary, take such action as is required under Rule 5.18.3; and
- (e) acknowledges that the Issuer bears sole responsibility for monitoring the Foreign Ownership Percentage Level.

Note: The obligations of an Issuer whose Financial Products are included in Schedule 1, as outlined in Rule 5.18.1, are in addition to the statutory contract between an Issuer and ASX Settlement under Section 1.2.

Introduced 11/03/04 Origin SCH 8.20.1, 8.20.2

5.18.2 Inclusion of FOR Financial Products

If ASX Settlement receives a request under Rule 5.18.1 and is satisfied that an Issuer is capable of complying with the requirements of Rule 5.18.1, ASX Settlement must include the Issuer's Financial Products in Schedule 1 as FOR Financial Products and give Notice of that inclusion to Participants.

Introduced 11/03/04 Origin SCH 8.20.3

5.18.3 Issuer to make Holding Adjustments

If an Issuer whose Financial Products are included in Schedule 1 determines that the Foreign Ownership Percentage Level in respect of those Financial Products has been exceeded, that Issuer must, notwithstanding the provisions of Rule 5.12:

- (a) initiate a Holding Adjustment to move the Excess Financial Products from the CHES Holding which contains the Excess Financial Products to an Issuer Sponsored Holding within the Scheduled Time; and
- (b) in conjunction with a Notice of Divestment issued pursuant to Rule 5.12.2, notify the Holder of the number of Excess Financial Products which have been converted to the Issuer Sponsored Holding within 5 Business Days of the conversion.

Introduced 11/03/04 Origin SCH 8.20.4

5.18.4 Confirmed FOR Financial Products

If an Issuer whose Financial Products are included in Schedule 1:

- (a) determines that the Foreign Ownership Percentage Level has been exceeded; and
- (b) fails to comply with the requirements of Rule 5.18.3(a),

and as a result, some or all of the Excess Financial Products on the CHES Subregister are Transferred to other Holders as Confirmed FOR Financial Products, then the Issuer:

- (c) must accord the Excess Financial Products which have been so Transferred the status of Confirmed FOR Financial Products; and
- (d) may, without prejudicing the Holders of those Confirmed FOR Financial Products, take such action as it considers necessary to reduce the aggregate limit of foreign ownership below the Foreign Ownership Percentage Level.

Introduced 11/03/04 Origin SCH 8.20.5

5.18.5 Further action by Issuer if Foreign Ownership Percentage not exceeded

If an Issuer whose Financial Products are included in Schedule 1:

- (a) has moved Excess Financial Products to an Issuer Sponsored Holding pursuant to Rule 5.18.3(a); and
- (b) later determines that the Foreign Ownership Percentage Level will not be exceeded by according some or all of those Financial Products the status of Confirmed FOR Financial Products,

the Issuer must, at intervals determined by the Issuer in accordance with its constitution or any relevant legislation, accord those Financial Products the status of Confirmed FOR Financial Products on the Issuer Operated Subregister.

Introduced 11/03/04 Origin SCH 8.20.6

5.18.6 Notice to Holder

If an Issuer whose Financial Products are included in Schedule 1 takes action pursuant to Rule 5.18.5 the Issuer must within 5 Business Days notify the relevant Holder of the number of Financial Products which have been accorded the status of Confirmed FOR Financial Products.

Introduced 11/03/04 Origin SCH 8.20.7

5.18.7 No Divestment of confirmed FOR Financial Products

An Issuer whose Financial Products are included in Schedule 1 must not divest any Holder of Confirmed FOR Financial Products.

Introduced 11/03/04 Origin SCH 8.20.8

5.18.8 Force Majeure

If, due to any circumstance that falls within paragraph (a) of the definition of State of Emergency, an Issuer whose Financial Products are included in Schedule 1 is unable to comply with the requirements of Rule 5.18.1(d) or Rule 5.18.3, it must immediately notify ASX Settlement that it is unable to comply and request that ASX Settlement take action pursuant to Rule 8.15.4(b).

Note: An Issuer will be liable for any failure or inability by a Third Party Provider to comply with the Rules.

Rule 8.15.4(b) enables an Issuer of FOR Financial Products who is unable to monitor its Foreign Ownership Percentage Level or remove Excess Financial Products from the CHESS Subregister to request ASX Settlement to apply a Holding Lock to a Holding where that Holding may contravene the Foreign Ownership Percentage Level.

Introduced 11/03/04 Origin SCH 8.21.1

5.18.9 Removal of a class of Financial Products from Schedule 1

If:

- (a) an Issuer whose Financial Products are included in Schedule 1 requests that ASX Settlement remove a class of its Financial Products from Schedule 1; or
- (b) ASX Settlement thinks it necessary or desirable having regard to:
 - (i) the integrity, reliability and efficiency of the Settlement Facility; or
 - (ii) the protection of Participants from the risk of loss,

ASX Settlement must:

- (c) give no less than 5 Business Days notice to the Issuer and Participants of its intention to remove those Financial Products from Schedule 1; and
- (d) at the expiry of the Notice period, remove those Financial Products from Schedule 1.

Introduced 11/03/04 Origin SCH 8.22.1

5.18.10 Issuer may make its own enquiries

Notwithstanding any provision of these Rules, an Issuer whose Financial Products are included in Schedule 1 may make its own enquiries in relation to a Residency Indicator specified in an Originating Message Transmitted by a Participant.

Introduced 11/03/04 SCH 9.5.4A, 10.6.4A

5.19 CORPORATE ACTIONS – FORMS

5.19.1 Provision of application forms

If an Issuer makes available application forms for a new issue of Approved Financial Products, the Issuer must ensure that the form contains the details specified in the Procedures.

Introduced 11/03/04 Origin SCH 13.1.1

5.19.2 Information on application forms

If an Issuer is required to send an entitlement and acceptance form in respect of an issue of Approved Financial Products to a Holder of Parent Financial Products, the Issuer must ensure that the form contains the details specified in the Procedures.

Introduced 11/03/04 Origin SCH 13.1.2

5.19.3 Completed and valid forms

A duly completed:

- (a) Standard Conversion Form;
- (b) Standard Exercise Form; or
- (c) Standard Acceptance Form,

is valid and effective for the purposes of any requirement of the Issuer relating to:

- (d) the form of exercise of a right to convert convertible Financial Products;
- (e) the form of exercise of a company option; or
- (f) the form of acceptance in respect of an issue of rights,

as the case requires.

Introduced 11/03/04 Origin SCH 13.1.3, SCH 13.1.4

5.20 CORPORATE ACTIONS – CUM ENTITLEMENT BALANCES

5.20.1 Establishment of Cum Entitlement Balance

If Parent Financial Products for a Corporate Action will be quoted on an ex basis by the Approved Listing Market Operator, the Issuer must:

- (a) before Start of Day on the Ex Date, establish a Cum Entitlement Balance for each Issuer Sponsored Holding of Parent Financial Products equal to the Holding Balance as at End of Day on the Business Day before the Ex Date; and
- (b) during the Ex Period, if a Cum Entitlement Transfer or Conversion creates a new Issuer Sponsored Holding of Parent Financial Products, establish a Cum Entitlement Balance equal to the initial Holding Balance for that Holding.

Introduced 11/03/04 Origin SCH 13.2.1 Amended 27/06/11

5.20.2 Entries into and deductions from Cum Entitlement Balances

During the Ex Period for a Corporate Action affecting a class of an Issuer's Approved Financial Products, if, in respect of a Cum Entitlement Transfer or Conversion, the Issuer:

- (a) deducts Parent Financial Products from a Source Holding on an Issuer Operated Subregister; or
- (b) enters Parent Financial Products into a Target Holding on an Issuer Operated Subregister,

the Issuer must, as the case requires, make a corresponding entry into, or deduction from, the Cum Entitlement Balance for the Source or Target Holding.

Introduced 11/03/04 Origin SCH 13.3.1

5.20.3 Cum Entitlement Balances for Transfers and Conversions

If, in respect of a Cum Entitlement Transfer or Conversion:

- (a) an Issuer deducts Parent Financial Products from a Source Holding on an Issuer Operated Subregister; and
- (b) the deduction is made after End of Day on the Record Date for the Corporate Action, but before ASX Settlement terminates Cum Processing for the Entitlement in accordance with Rule 9.2.7,

the Issuer must make a corresponding deduction from the Cum Entitlement Balance for the Source Holding.

Introduced 11/03/04 Origin SCH 13.3.2

5.20.4 ASX Settlement termination of Cum Processing

If, notwithstanding Rule 9.2.7, an Issuer authorises an outstanding Cum Entitlement Transfer or Conversion in respect of an Entitlement after ASX Settlement terminates

Cum Processing for that Entitlement, the Issuer must process that Transfer or Conversion as ex the Entitlement.

Introduced 11/03/04 Origin SCH 13.3.3

5.20.5 Distribution of Entitlement under Corporate Actions

If ASX Settlement and an Issuer have established Cum Entitlement Balances for a Corporate Action in accordance with these Rules, then:

- (a) the identity of persons who are to receive an Entitlement under the Corporate Action will be determined by reference to those persons in respect of whom the Cum Entitlement Balance is recorded immediately prior to ASX Settlement terminating Cum Processing for that Entitlement; and
- (b) distribution of Entitlements under the Corporate Action will be determined by reference to the number of Parent Financial Products recorded in the Cum Entitlement Balance for each person immediately prior to ASX Settlement terminating Cum Processing for that Entitlement.

Note: Rule 5.20.5 derives binding effect from Regulation 7.11.39 of the Corporations Regulations.

Introduced 11/03/04 Origin SCH 13.3.4

5.20.6 Processing of Outstanding Cum Entitlement Transfers and Conversions

Before ASX Settlement terminates Cum Entitlement Transfers and Conversions in accordance with Rule 9.2.7, an Issuer must process all outstanding Cum Entitlement Transfers and Conversions:

- (a) initiated by Settlement Participants in respect of the Entitlement which are queued for the Issuer; and
- (b) in the case of Settlement Participants other than Settlement Participants that are Clearing Participants, in respect of which it has received proper supporting documentation.

Introduced 11/03/04 Origin SCH 13.4.1

5.21 CORPORATE ACTIONS – RIGHTS ISSUES

5.21.1 Renounceable Rights Record and Issue of Rights

In implementing an Issue of Approved Financial Products that are rights the Issuer must:

- (a) between the Record Date and the Issue Date for the rights, issue rights in respect of a CHESS Holding of Parent Financial Products by Transmitting a Message to ASX Settlement to effect an appropriate Holding Adjustment to a Holding on the CHESS Renounceable Rights Subregister;
- (b) before Start of Day on the Issue Date for the rights, establish a Renounceable Rights Record for each Holder of an Issuer Sponsored Holding of Parent Financial Products that is entitled to the rights;

- (c) during the Rights Period, maintain a Renounceable Rights Record for each Holder of rights that does not hold rights on the CHES Renounceable Rights Subregister; and
- (d) note each Renounceable Rights Record established as a result of a CHES to Issuer Sponsored Transfer or Conversion as "pending acceptance".

ASX Settlement must reject an Instruction or Message that would Transfer or Convert rights after End of Day on the Applications Close Date for that issue of rights.

Introduced 11/03/04 Origin SCH 12.4.2, 13.5.1 Amended 04/03/13

5.21.2 Acceptance of Financial Products pursuant to a rights offer

If, in accordance with the terms of an offer of rights to Financial Products, a Holder of rights in a Holding on the CHES Renounceable Rights Subregister accepts the Issuer's offer, the Issuer must within 1 Business Day Transmit to ASX Settlement a valid Message to effect either:

- (a) a Holding Adjustment; or
- (b) a Financial Products Transformation,

to remove the rights from that Holding.

Introduced 11/03/04 Origin SCH 13.6.1

5.21.3 Reservation of Rights Following Acceptance

If, during the Rights Period for an issue of rights, ASX Settlement receives a Valid Message from the Issuer under Rule 5.21.2(a) to effect a Holding Adjustment to deduct rights from a Holding, ASX Settlement must:

- (a) deduct the number of rights specified in the Message from that Holding; and
- (b) notify:
 - (i) the Issuer; and
 - (ii) the Controlling Participant,

that the rights have been deducted from the Holding and the reason for the deduction.

Introduced 11/03/04 Origin SCH 12.5.1

5.21.4 Removal of rights from a Holding

If an Issuer removes rights from a Holding on the CHES Renounceable Rights Subregister by effecting a Holding Adjustment in accordance with Rule 5.21.2(a), the Issuer must:

- (a) maintain proper records in respect of that Holder's HIN and the rights that were removed; and

- (b) Issue the Financial Products to which that Holder is entitled to a CHES Holding of that Holder in accordance with Rule 5.22.1.

Introduced 11/03/04 Origin SCH 13.6.2 Amended 04/03/13

5.21.5 Issue of Financial Products

If an Issuer removes rights from a Holding on the CHES Renounceable Rights Subregister by effecting a Financial Products Transformation in accordance with Rule 5.21.2(b), the Message which initiates the Financial Products Transformation must also Issue the Financial Products to which that Holder is entitled to a CHES Holding of that Holder.

Introduced 11/03/04 Origin SCH 13.6.3 Amended 04/03/13

5.22 CORPORATE ACTIONS – CHANGES TO HOLDINGS

5.22.1 Issue of Financial Products to a CHES Holding

If an Issuer receives a duly completed Acceptance Form, Standard Conversion Form or Standard Exercise Form and that form includes:

- (a) instructions or a notation to the effect that the applicant or Holder wishes to hold the Financial Products on the CHES Subregister; and
- (b) the HIN of that applicant or Holder,

the Issuer must Issue the relevant Financial Products to the HIN specified on the form.

Introduced 11/03/04 Origin SCH 13.7 Amended 18/12/06, 04/03/13

5.22.2 Issuer to send valid Message

If as a result of a Corporate Action, an Issuer is required to Issue Approved Financial Products to a CHES Holding and neither Rule 5.21.1(a) or 5.21.5 applies, the Issuer must do so by Transmitting a Valid Message to ASX Settlement before the End of Day on the Issue Date for that Corporate Action that:

- (a) initiates a Holding Adjustment if the Issue does not require an adjustment to a CHES Holding of another class of the Issuer's Financial Products; or
- (b) initiates a Financial Products Transformation if the Issue requires an adjustment to a CHES Holding of another class of the Issuer's Financial Products.

Introduced 11/03/04 Amended 10/06/04, 04/03/13

5.22.3 Removal of Financial Products by Holding Adjustment

If an Issuer, in accordance with the terms of a Corporate Action, may reduce the Holding Balance of a CHES Holding affected by the Corporate Action, the Issuer may Transmit a Message to ASX Settlement to initiate a Holding Adjustment to effect that reduction.

Introduced 11/03/04 Origin SCH 13.8.1

5.23 REVIEW OF REGISTRY FUNCTIONS

5.23.1 Issuer to audit registry functions

An Issuer must:

- (a) have its registry functions audited at least once every 12 months by a registered auditor or overseas equivalent;
- (b) ensure that the audit of its registry functions covers the matters specified in the Procedures; and
- (c) within 10 Business Days after receiving a report of the audit of its registry functions, give ASX Settlement a copy of that report. Where ASX Settlement has obtained an auditor's report under Rule 12.2.6, covering the matters specified by ASX Settlement, the Issuer is not obliged to provide ASX Settlement with a report under this paragraph (c).

Where an Issuer's registry functions are performed by a Third Party Provider and that Third Party Provider also performs registry functions for another Issuer, this Rule 5.23 does not require a separate audit of registry functions for each Issuer. This Rule may be complied with by a single audit covering all Issuers for which the Third Party Provider provides registry services.

Note: Where an Issuer's registry functions are performed by a Third Party Provider, ASX Settlement may require an auditor's report under Rule 12.2.6.

Introduced 11/03/04 Amended 18/12/06

5.24 NOTIFICATION OF ISSUER STATUS BY RECOGNISED MARKET OPERATOR

5.24.1 Recognised Market Operator to give Notice to ASX Settlement

A Recognised Market Operator must give Notice to ASX Settlement of:

- (a) changes to the status of any Issuer whose Financial Products are quoted on the Participant's market and are approved; and
- (b) any information relevant to ASX Settlement exercising its discretion to suspend or remove the ASX Settlement approval of such class of Financial Products, which the Participant received in its capacity as a Market Operator which has admitted to quotation the class of Financial Products.

The Recognised Market Operator must give the Notice within 10 Business Days of the happening of any event or circumstance referred to in paragraph (a) or (b).

Introduced 11/03/04 Origin SCH 10.28.1 Amended 10/06/04

5.25 ISSUER REPORTING TO SPONSORED HOLDERS

5.25.1 Issuer to send Holding Statement

If Financial Products other than rights are:

- (a) entered into; or
- (b) deducted from,

an Issuer Sponsored Holding, the Issuer of those Financial Products must send a Holding Statement to the Holder of that Holding within the time specified in ASX Listing Rule 8.6.1 and must include such notice as prescribed in the Procedures.

Introduced 10/06/04

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