



# **Register of ASX Listing Rule Waivers**

**1 to 15 May 2024**

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

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

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	13/05/2024
<b>ASX Code</b>	D3E
<b>Listed Company</b>	D3 ENERGY LIMITED
<b>Waiver Number</b>	WLC240056-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants D3 Energy Limited (the 'Company') a waiver from Listing Rule 1.1 condition 12 to permit the Company to have on issue 11,320,000 performance rights with a nil exercise price ('Performance Rights') on the condition that the full terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus ('Prospectus').
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports Listing Rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b>            ASX has confirmed to the Company that the full terms of the proposed Performance Rights are appropriate and equitable for the purposes of Listing Rule 6.1. This waiver is a companion to that confirmation.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	15/05/2024
<b>ASX Code</b>	SS1
<b>Listed Company</b>	SUN SILVER LIMITED
<b>Waiver Number</b>	WLC240061-001
<b>Decision</b>	1. Based solely on the information provided ASX Limited ('ASX') grants Sun Silver Limited ('the Company') a waiver from Listing Rule 1.1 condition 12 to permit the Company to have on issue 2,000,000 performance rights with a nil exercise price ('Performance Rights') on the condition that the full terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports Listing Rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b>            ASX has provided the Company with advice that ASX confirms, the full terms of the proposed Performance Rights are appropriate and equitable for the purposes of Listing Rule 6.1. This waiver is a companion to that confirmation. The Performance Rights terms are clearly disclosed in the Company's initial public offering prospectus.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.8 condition 8(b)
<b>Date</b>	9/05/2024
<b>ASX Code</b>	WS1
<b>Listed Company</b>	SERIES 2024-1 WST TRUST
<b>Waiver Number</b>	WLC240062-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Series 2024-1 WST Trust ('Issuer') a waiver from Listing Rule 1.8 condition 8(b) to the extent necessary to permit the Trust to be a special purpose trust constituted solely for the purpose of conducting a securitisation transaction but not solely for the purpose of issuing the class or classes of debt securities to be quoted on ASX.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 1.8 condition 8(b) requires a trust to be a special purpose trust constituted solely for the purpose of issuing the class or classes of debt securities to be quoted on ASX. This is an investor protection mechanism which reduces the number of potential claimants on the assets of the trust, primarily preserving them for the benefit of holders of the quoted debt securities.</p> <p><b>Present Application</b> Although the Series 2024-1 WST Trust ('Trust') is not a special purpose trust created solely for the purpose of issuing the classes of debt securities for which quotation is sought, it is a special purpose trust constituted for the purpose of conducting a securitisation transaction under which the Issuer acquired a pool of mortgage loan receivables originated by Westpac Banking Corporation, using funds raised by the Issuer by issuing multiple classes of debt securities (including the class of debt security being quoted). The Issuer undertakes under the transaction documents: to keep the assets and liabilities of the Trust separate, not to mix or commingle the assets or property of the Trust with another trust or person, not to sell, mortgage, charge or part with possession of any assets of the Trust unless required by law or expressly permitted by the transaction documents, and not to incur any financial indebtedness in respect of the Trust other than as permitted or contemplated by the transaction documents.</p> <p>The securities of the Issuer being quoted are wholesale debt securities and their terms of issue and ranking relative to other classes of securities of the Issuer (including classes not being quoted) were disclosed in an information memorandum. The debt securities have been assigned high "investment grade" ratings by two reputable credit rating agencies, providing comfort that the debt securities are subject to very low credit risk and the agencies have assessed the Trust by reference to the "bankruptcy remote" or "insolvency remote" criteria applied by those rating agencies when considering securitisation structures. These rating agency criteria are concerned with seeking to ensure that securitised assets are completely independent from the originator of the securitisation transaction and isolated from the effects of the originator's insolvency.</p> <p>Given these factors, ASX considers that there are sufficient safeguards in place for the holders of the Notes, despite the Trust not being a special purpose trust created solely for the purpose of issuing the classes of debt securities being quoted.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.8 condition 11
<b>Date</b>	9/05/2024
<b>ASX Code</b>	WS1
<b>Listed Company</b>	SERIES 2024-1 WST TRUST
<b>Waiver Number</b>	WLC240062-002
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Series 2024-1 WST Trust ('Issuer') 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.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES 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

<b>Rule Number</b>	2.1 condition 3
<b>Date</b>	9/05/2024
<b>ASX Code</b>	WS1
<b>Listed Company</b>	SERIES 2024-1 WST TRUST
<b>Waiver Number</b>	WLC240062-003
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Series 2024-1 WST Trust ('Issuer') 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.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES 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

<b>Rule Number</b>	6.23.2
<b>Date</b>	8/05/2024
<b>ASX Code</b>	DCG
<b>Listed Company</b>	DECMIL GROUP LIMITED
<b>Waiver Number</b>	WLC240058-001
<b>Decision</b>	<p>1. Decmil Group Limited (the 'Entity') is proposing to cancel for consideration unquoted performance rights, unquoted warrants and unquoted options pursuant to a scheme of arrangement occurring under the Corporations Act. Based solely on the information provided, ASX Limited ('ASX') grants the Entity a waiver from Listing Rule 6.23.2 to the extent necessary to permit the cancellation of the unquoted performance rights, unquoted warrants and unquoted options for consideration and without shareholder approval, on the following conditions.</p> <p>1.1 Full details of the cancellation and the consideration payable are set out to ASX's satisfaction in the scheme booklet.</p> <p>1.2 The scheme of arrangement becomes effective.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.2
<b>Date</b>	9/05/2024
<b>ASX Code</b>	GNX
<b>Listed Company</b>	GENEX POWER LIMITED
<b>Waiver Number</b>	WLC240059-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Genex Power Limited (the 'Company') a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration, without seeking shareholder approval, 14,500,000 unquoted options and 4,830,290 unquoted performance rights in connection with the proposed scheme of arrangement with Electric Power Development Co Ltd ('J-POWER') (the 'Scheme') or the off market takeover offer from J-POWER for all the shares in the Company (the 'Takeover'), on the following conditions:</p> <p>1.1 Under the Scheme:</p> <p>1.1.1 full details of the cancellation of the options and performance rights and the consideration payable for their cancellation are set out, to ASX's satisfaction, in the Scheme booklet; and</p> <p>1.1.2 security holders of the Company and a court of competent jurisdiction approve the Scheme, and the Court's order is lodged with the Australian Securities and Investments Commission such that the Scheme becomes effective.</p> <p>1.2 Under the Takeover:</p> <p>1.2.1 full details of the cancellation of the options and performance rights and the consideration payable for their cancellation are set out, to ASX's satisfaction, in the Company's target statement for the Takeover;</p> <p>1.2.2 the Scheme not becoming effective;</p> <p>1.2.3 the Takeover bid being declared unconditional or being declared by J-POWER to be free from conditions; and</p> <p>1.2.4 J-POWER acquiring voting power in the Company of at least 50.1%.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	8/05/2024
<b>ASX Code</b>	DEG
<b>Listed Company</b>	DE GREY MINING LIMITED
<b>Waiver Number</b>	WLC240057-001
<b>Decision</b>	1. De Grey Mining Limited (the 'Company') is conducting a capital raising which will consist of a placement of new ordinary securities (the 'Placement'), and an accelerated pro rata entitlement offer of new ordinary securities (the 'Entitlement Offer'). Based solely on the information provided, ASX Limited ('ASX') grants the Company a waiver from Listing Rule 7.1 on the terms set out in paragraph 5 of the Annexure to Guidance Note 17 in force at the date of this waiver.
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.2
<b>Date</b>	9/05/2024
<b>ASX Code</b>	WS1
<b>Listed Company</b>	SERIES 2024-1 WST TRUST
<b>Waiver Number</b>	WLC240062-004
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Series 2024-1 WST Trust ('Issuer') 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.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            An entity is to provide an issuer sponsored subregister for securities except where Listing Rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b>            This is a companion waiver to the waiver from Listing Rule 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

<b>Rule Number</b>	8.10
<b>Date</b>	9/05/2024
<b>ASX Code</b>	WS1
<b>Listed Company</b>	SERIES 2024-1 WST TRUST
<b>Waiver Number</b>	WLC240062-005
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Series 2024-1 WST Trust ('Issuer') a waiver from Listing Rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is 3 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.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. The Issuer is required to close the register of a series of debt securities from the close of 3 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

<b>Rule Number</b>	8.21
<b>Date</b>	9/05/2024
<b>ASX Code</b>	WS1
<b>Listed Company</b>	SERIES 2024-1 WST TRUST
<b>Waiver Number</b>	WLC240062-006
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited in its capacity as trustee of the Series 2024-1 WST Trust ('Issuer') a waiver from Listing Rule 8.21 to the extent necessary to permit the Issuer to not do the following:</p> <p>1.1 in respect of transactions that are settled outside of CHESSE, mark transfer forms as required by Appendix 8A;</p> <p>1.2 in respect of transactions that are settled within the Austraclear systems, send confirmation of a change of address to a security holder at the holder's old address.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.11
<b>Date</b>	10/05/2024
<b>ASX Code</b>	NAB
<b>Listed Company</b>	NATIONAL AUSTRALIA BANK LIMITED
<b>Waiver Number</b>	WLC240060-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants National Australia Bank Limited (the 'Company') a waiver from Listing Rule 10.11 in connection with an offer of fully paid mandatorily convertible subordinated perpetual notes ('Capital Notes') ('Offer'), to the extent necessary to permit directors of the Company and their associates to participate in the issue of Capital Notes without shareholder approval, on the following conditions:</p> <p>1.1 The number of Capital Notes issued to directors and their associates collectively is no more than 0.2% of the total number of Capital Notes issued under the Offer.</p> <p>1.2 The participation of the directors and their associates in the Offer is on the same terms and conditions as applicable to other subscribers for Capital Notes.</p> <p>1.3 The Company releases the terms of the waiver to the market when it announces the Offer.</p> <p>1.4 When Capital Notes are issued, the Company announces to the market the total number of Capital Notes issued to directors and their associates in aggregate.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> 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><b>Present Application</b> The Company is offering convertible notes under a prospectus offer. The Company's directors and their associates (who are related parties of the Company) will participate in the public offer on the same terms as unassociated investors. A waiver is granted to permit the directors and their associates to collectively participate in the offer subject to an aggregate cap of no more than 0.2% of the securities 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 are to be disclosed to the market.</p>

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