



# **Register of ASX Listing Rule Waivers**

**1 to 15 June 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**

**For all product enquiries, please contact:  
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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 6
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 1.1 Condition 6 to the extent necessary to permit the Company to apply for quotation of only those fully paid common shares (to be settled on ASX in the form of CHESS Depository Interests ('CDIs')) issued into the Australian market, subject to the following conditions.</p> <p>1.1 The Company applies for quotation of new fully paid common shares issued into the Australian market on a monthly basis, and the Company provides an Appendix 4A which provides a monthly update of the net changes in the number of its common shares over which CDIs are issued.</p> <p>1.2 The Company releases details of this waiver as pre-quotation disclosure.</p>
<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>	1.1 condition 12
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-002
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 1.1 Condition 12 to the extent necessary to permit the Company to have up to 750,000 performance rights ('Performance Rights'), on issue with an exercise price of less than A\$0.20.
<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 the terms of the 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>	1.8 condition 8(b)
<b>Date</b>	14/06/2024
<b>ASX Code</b>	TT1
<b>Listed Company</b>	THINK TANK RESIDENTIAL SERIES 2024-1 TRUST
<b>Waiver Number</b>	WLC240080-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Think Tank Residential Series 2024-1 Trust (the 'Issuer') a waiver from Listing Rule 1.8 condition 8(b) to the extent necessary to permit the Issuer 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.
<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 Issuer is not a special purpose trust created solely for the purpose of issuing the class of debt securities for which quotation is sought, it is a special purpose trust constituted for the purpose of conducting a securitisation transaction using funds raised by the Issuer by issuing multiple classes of debt securities (including the class of debt security being quoted). The Issuer's business is limited by the trust deed and related documentation for the securitisation transaction. The Issuer undertakes under the transaction documents not to commingle the collateral of the trust with any of its other assets or the assets of any other person, and not to incur indebtedness other than as permitted or contemplated by the transaction documents. 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 the 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 Issuer 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. Given these factors, ASX considers that there are sufficient safeguards in place for the holders of the notes, despite the Issuer not being a special purpose trust created solely for the purpose of issuing the class or 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>	14/06/2024
<b>ASX Code</b>	TT1
<b>Listed Company</b>	THINK TANK RESIDENTIAL SERIES 2024-1 TRUST
<b>Waiver Number</b>	WLC240080-002
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Think Tank Residential Series 2024-1 Trust ('Issuer') a waiver from listing rule 1.8 condition 11 to the extent necessary for the Issuer's securities not to 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 must ensure that the requirements of a clearing and settlement (CS) facility relating to the entity's quoted 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 being quoted are wholesale debt securities. Trading in the securities is 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>	14/06/2024
<b>ASX Code</b>	TT1
<b>Listed Company</b>	THINK TANK RESIDENTIAL SERIES 2024-1 TRUST
<b>Waiver Number</b>	WLC240080-003
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Think Tank Residential Series 2024-1 Trust ('Issuer') a waiver from listing rule 2.1 condition 3 to the extent necessary for the Issuer's securities not to satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the securities to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must ensure that the requirements of a clearing and settlement (CS) facility relating to the entity's quoted 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 being quoted are wholesale debt securities. Trading in the securities is 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>	2.4
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 2.4 to the extent necessary to permit the Company to apply for quotation only of those fully paid common shares issued into the Australian market (to be settled on ASX in the form of CDIs), subject to the following conditions.</p> <p>1.1 The Company applies for quotation of fully paid common shares and warrants issued into the Australian market on a monthly basis, and the Company provides an Appendix 4A which provides a monthly update of the net changes in the number of common shares over which CDIs are issued.</p> <p>1.2 The Company releases details of this waiver as pre-quotation disclosure.</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>	4.2A
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-004
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 4.2A to the extent necessary to permit the Company not to lodge half yearly accounts, on the following conditions.</p> <p>1.1 That the Company lodges with ASX the half-year financial statements and interim Management's Discussion and Analysis ('MD&amp;A') that the Company is required to lodge with the Canadian securities regulatory authorities in accordance with its obligations under the relevant Canadian laws ('Canadian Reporting Requirements') at the same time that the Company lodges those documents with those Canadian securities regulatory authorities.</p> <p>1.2 If the Company will not be able to provide the half year financial statements and interim MD&amp;A on the date required by the Canadian Reporting Requirements, the Company notifies ASX at least 1 business day before that date (and in any event as soon as the Company becomes aware that it will not be able to provide the half year financial statements and interim MD&amp;A on the required date).</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rules 4.2A and 4.2B require listed entities to lodge half year reports. The financial information required in the half year report is based on the Corporations Act 2001 (Cth) requirements for half yearly financial reports by Australian entities, and for foreign entities must include the equivalent financial reports required by the law of the place of incorporation. There is additional information required to be given in a prescribed format. The prescribed format is intended to facilitate the ready understanding of information and comparison of information provided by different entities. The due date for lodgement of half-year reports with ASX is 2 months after the end of the accounting period (or 75 days, for mining exploration entities).</p> <p><b>Present Application</b> The Company is a Canadian entity listed on the TSX-V and is a venture issuer. Section 4.4(B) of National Instrument 51-102 provides that interim financial reports are to be filed on or before the earlier of 60 days after the end of the interim period or the date of filing in a foreign jurisdiction (although Canadian reporting requirements do not mandate an audit review for the 2nd quarter report, whereas s 302 of Corporations Act 2001 (Cth) requires an audit review of the half yearly report).</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	4.2B
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-005
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 4.2B to the extent necessary to permit the Company not to lodge half yearly accounts, on the following conditions.</p> <p>1.1 The Company lodges with ASX the half-year financial statements and interim Management's Discussion and Analysis ('MD&amp;A') that the Company is required to lodge with the Canadian securities regulatory authorities in accordance with its obligations under the relevant Canadian laws ('Canadian Reporting Requirements') at the same time that the Company lodges those documents with those Canadian securities regulatory authorities.</p> <p>1.2 If the Company will not be able to provide the half year financial statements and interim MD&amp;A on the date required by the Canadian Reporting Requirements, the Company notifies ASX at least 1 business day before that date (and in any event as soon as the Company becomes aware that it will not be able to provide the half year financial statements and interim MD&amp;A on the required date).</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rules 4.2A and 4.2B require listed entities to lodge half year reports. The financial information required in the half year report is based on the Corporations Act 2001 (Cth) requirements for half yearly financial reports by Australian entities, and for foreign entities must include the equivalent financial reports required by the law of the place of incorporation. There is additional information required to be given in a prescribed format. The prescribed format is intended to facilitate the ready understanding of information and comparison of information provided by different entities. The due date for lodgement of half-year reports with ASX is 2 months after the end of the accounting period (or 75 days, for mining exploration entities).</p> <p><b>Present Application</b> The Company is a Canadian entity listed on the TSX-V and is a venture issuer. Section 4.4(B) of National Instrument 51-102 provides that interim financial reports are to be filed on or before the earlier of 60 days after the end of the interim period or the date of filing in a foreign jurisdiction (although Canadian reporting requirements do not mandate an audit review for the 2nd quarter report, whereas s 302 of Corporations Act 2001 (Cth) requires an audit review of the half yearly report).</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	4.10.9
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-006
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 4.10.9 to the extent necessary to permit the Company not to include the name of a holder in its annual report if to do so would breach a Canadian law.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 4.10.9 requires that an entity include in its annual report the names of the 20 largest holders of each class of quoted securities, the number of securities each holds and the percentage of capital each holds. It is considered this information is useful to investors.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on the TSX-V. In Canada, beneficial shareholders are generally classified as either objecting or non-objecting beneficial owners. The waiver is granted to the extent necessary to enable the Company to comply with Canadian law.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	5.3
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-007
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 5.3 to the extent necessary to permit the Company not to lodge quarterly activity and cash flow reports as required by the Listing Rules on the following conditions.</p> <p>1.1 That the Company lodges with ASX the quarterly financial statements and interim Management's Discussion and Analysis that the Company is required to lodge with the Canadian securities regulatory authorities in accordance with its obligations under the relevant Canadian laws at the same time that the Company lodges those documents with those Canadian securities regulatory authorities.</p> <p>1.2 If the Company will not be able to provide the quarterly financial statements and interim Management's Discussion and Analysis by the date required by the relevant Canadian laws, the Company notifies ASX at least one business day before that date (and in any event as soon as the Company becomes aware that it will not be able to provide the reports on the required date).</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rules 5.3 and 5.5 require a mining exploration entity to complete a report concerning each quarter of its financial year and give it to ASX. The information to be provided is prescribed and enhances the continuous disclosure regime by requiring disclosure of mining exploration activities and a summary of the expenditure incurred on those activities. The quarterly activities report and Appendix 5B must be provided within one month of the end of each quarter.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, regulated by Canadian law and is listed on the TSX-V. The majority of shareholders will hold their securities on the TSX-V. The Company's operations will be based in Canada. The Company is required to lodge quarterly reports under Canadian regulations. The Canadian quarterly reporting requirements give a longer time frame after the quarter end for lodgement. Canadian reports are required to be lodged within 60 days of the end of each quarter, which amounts to an extension of approximately 30 days. There would be duplication if the Company were required to lodge both Australian and Canadian form quarterly reports. The Company is considered to satisfy the criteria for relief outlined in Guidance Note 4 in relation to this particular obligation.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	5.5
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-008
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 5.5 to the extent necessary to permit the Company not to lodge quarterly expenditure report as required by the Listing Rules on the following conditions.</p> <p>1.1 The Company lodges with ASX the quarterly Financial Statements and interim Management's Discussion and Analysis ('MD&amp;A') that the Company is required to lodge with the Canadian securities regulatory authorities in accordance relevant Canadian laws ('Canadian Reporting Requirements') at the same time that the Company lodges those documents with those Canadian securities regulatory authorities.</p> <p>1.2 If the Company will not be able to provide the quarterly Financial Statements and interim MD&amp;A on the date required by the Canadian Reporting Requirements, the Company notifies ASX at least one business day before that date (and in any event as soon as the Company becomes aware that it will not be able to provide the quarterly Financial Statements and interim MD&amp;A on the required date).</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rules 5.3 and 5.5 require a mining exploration entity to complete a report concerning each quarter of its financial year and give it to ASX. The information to be provided is prescribed and enhances the continuous disclosure regime by requiring disclosure of mining exploration activities and a summary of the expenditure incurred on those activities. The quarterly activities report and Appendix 5B must be provided within one month of the end of each quarter.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, regulated by Canadian law and is listed on the TSX-V. The majority of shareholders will hold their securities on the TSX-V. The Company's operations will be based in Canada. The Company is required to lodge quarterly reports under Canadian regulations. The Canadian quarterly reporting requirements give a longer time frame after the quarter end for lodgement. Canadian reports are required to be lodged within 60 days of the end of each quarter, which amounts to an extension of approximately 30 days. There would be duplication if the Company were required to lodge both Australian and Canadian form quarterly reports. The Company is considered to satisfy the criteria for relief outlined in Guidance Note 4 in relation to this particular obligation.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.10.3
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-009
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 6.10.3 to the extent necessary to permit the Company to set the "specified time" to determine whether a shareholder is entitled to vote at a shareholders meeting in accordance with the requirements of the relevant Canadian legislation.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing Rule 6.10 prohibits an entity from removing or changing a security holder's right to vote in respect of particular securities, except in certain limited cases. This supports shareholder democracy by preventing listed entities from interfering arbitrarily with the voting rights of voting securities. One of the cases for which the rule makes an exception is where the person became the holder of the securities after the time determined under the Corporations Act 2001 (Cth) as the "specified time" for deciding who held securities for the purposes of the meeting. The exception recognises the primacy of the Corporations Act, which has made a specific provision in relation to this particular element of determining the constituency of voting security holders at a meeting.</p> <p><b>Present Application</b>  The Company is formed under Canadian law. That law, rather than the Corporations Act, provides the method of determining whether a shareholder is entitled to vote at a shareholders' meeting. A waiver from Listing Rule 6.10.3 is granted to permit the Company to comply with the law of its home jurisdiction on this subject.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.16
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-010
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 6.16 to the extent necessary to permit the Company to have options issued ('Existing Options') under its stock option plan ('Existing Plan') and warrants ('Existing Warrants') that do not comply with Listing Rule 6.16 on the following conditions.</p> <p>1.1 The full terms of the Existing Options and the Existing Warrants, and the Existing Plan are released to the marked as pre-quotations disclosure.</p> <p>1.2 The Company does not issue option or warrants which do not comply with the Listing Rules, whether under the Existing Plan or otherwise.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 6.16 requires that option terms must permit the rights of option holder to be changed to comply with Listing Rules applying to a reorganisation of capital. This rule enhances compliance with the substantive rules, such as Listing Rule 7.22, and ensures that options on issue can have their terms changed in compliance with the Listing Rules in force at the time of the reorganisation of capital (if the Listing Rules have been amended).</p> <p><b>Present Application</b> The Company is regulated by Canadian law and listed on the TSX-V. The Existing Plan has been drafted in compliance with the requirements of the TSX-V. The waiver is limited to options that have already been issued under the Existing Plan and other options and warrants which are already on issue.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.19
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-011
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 6.19 to the extent necessary to permit the Company to have options ('Existing Options') on issue pursuant to its existing stock option plan ('Existing Plan') and warrants ('Existing Warrants') which do not specifically comply with Listing Rule 6.19, on the following conditions.</p> <p>1.1 The full terms of the Existing warrants and Existing Options, and the Existing Plan are released to the market as pre-quotation disclosure.</p> <p>1.2 The Company does not issue option or warrants which do not comply with the Listing Rules, whether under the Existing Plan or otherwise.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 6.19 requires that option terms set out the option holder's rights to participate in a new issue without exercising the option, or state that there are no such rights. This rule informs both holders of issued securities and holders of the options of the potential participation of option holders in new issues.</p> <p><b>Present Application</b> The Company is regulated by Canadian law and listed on TSX-V. The Existing Plan has been drafted in compliance with the requirements of the TSX-V. The waiver is limited to options and warrants that have already been issued under the Existing Plan and other options and warrants which are already on issue.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.21
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-012
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 6.21 to the extent necessary to permit the Company to have options ('Existing Options') issued under its existing stock option plan ('Existing Plan') and warrants ('Existing Warrants') that do not comply with Listing Rule 6.21 on the following conditions.</p> <p>1.1 The full terms of the Existing Options and Existing Warrants, and the Existing Plan are released to the market as pre-quotations disclosure.</p> <p>1.2 The Company does not issue option or warrants which do not comply with the Listing Rules, whether under the Existing Plan or otherwise.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 6.21 provides that options must not confer the right to a change in the exercise price or a change in the number of securities issued on exercise if it also permits a right to participate in new issues without exercising the option unless the right is permitted under Listing Rule 6.22. An option's terms must contain a statement of any rights the option holder has to a change in the exercise price of the option, or a change to the number of underlying securities over which the option can be exercised. This rule ensures that the balance between rights of holders of issued securities and holders of options is maintained.</p> <p><b>Present Application</b> The Company is regulated by Canadian law and listed on TSX-V. The Existing Plan has been drafted in compliance with the requirements of the TSX-V. The waiver is limited to options and warrants that have already been issued under the Existing Plan and other options and warrants which are already on issue.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.22
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-013
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 6.22 to the extent necessary to permit the Company to have options ('Existing Options') issued under its existing stock option plan ('Existing Plan') and warrants ("Existing Warrants") that do not comply with Listing Rule 6.22 on the following conditions.</p> <p>1.1 The full terms of the Existing Options and Existing Warrants, and the Existing Plan are released to the market as pre-quotations disclosure.</p> <p>1.2 The Company does not issue option or warrants which do not comply with the Listing Rules, whether under the Existing Plan or otherwise.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 6.22 provides that options which confer the right to change in exercise price or a change in the number of securities issued on exercise must do so only in accordance with a formula in the Listing Rule. This rule maintains balance between the rights of holders of issued securities and the holders of options. There is certainty to rights of holders of issued securities and holders of options as to the terms of the options or how the terms may be varied.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. The Company's Existing Plan has been drafted in compliance with requirements of TSX-V and the relevant Canadian legislation. The Existing Plan confers the right to a change in the exercise price and a change in the number of underlying securities issued on exercise, in accordance with TSX-V requirements. It is considered appropriate to grant a waiver provided it is limited to options and warrants that have already been issued.</p>

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<b>Rule Number</b>	6.23.2
<b>Date</b>	4/06/2024
<b>ASX Code</b>	GNX
<b>Listed Company</b>	GENEX POWER LIMITED
<b>Waiver Number</b>	WLC240067-001
<b>Decision</b>	<p>1. The decision made by ASX Limited ('ASX') dated 9 May 2024, in relation to a waiver from Listing Rule 6.23.2 granted to Genex Power Limited (the 'Company'), be rescinded and replaced as follows.</p> <p>2. Based solely on the information provided, ASX grants 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 4,830,296 unquoted performance rights in connection with the proposed acquisition of all of the ordinary shares in the Company (that J-POWER (as defined below) does not already (directly or indirectly) own) by JPGA Partners Pty Ltd ('J-POWER Nominee'), a wholly-owned subsidiary of Electric Power Development Co Ltd ('J-POWER'), by way of a scheme of arrangement (the 'Scheme') or the off market takeover offer from J-POWER Nominee for all the ordinary shares in the Company (that J-POWER Nominee does not already own) (the 'Takeover'), on the following conditions:</p> <p>2.1 Under the Scheme:</p> <p>2.1.1 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 (which will be included in a single, consolidated document together with the Company's target's statement and J-POWER Nominee's bidder's statement for the Takeover (the 'Transaction Booklet')); and</p> <p>2.1.2 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; or</p> <p>2.2 Under the Takeover:</p> <p>2.2.1 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 (which will be included in the Transaction Booklet);</p> <p>2.2.2 the Scheme not becoming effective;</p> <p>2.2.3 the Takeover bid being declared (or otherwise becoming) unconditional or being declared by J-POWER Nominee to be free from conditions; and</p> <p>2.2.4 J-POWER acquiring voting power in the Company of at least 50.1%.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard waiver in accordance with Guidance Note 17.</p>



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.4
<b>Date</b>	12/06/2024
<b>ASX Code</b>	CMO
<b>Listed Company</b>	COSMO METALS LIMITED
<b>Waiver Number</b>	WLC240086-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Cosmo Metals Limited (the 'Company') a waiver from listing rule 6.23.4 to the extent necessary to permit the Company to amend the terms of the 8,000,000 options (with an exercise price of \$0.06 and an expiry date of 31 March 2027) issued on 28 March 2024 under the ASX code CMOAI comprising of:</p> <p>1.1 5,000,000 options issued to Discovery Capital Partners Pty Ltd and Cumulus Wealth Pty Ltd as consideration for lead manager services ('Lead Manager Options'); and</p> <p>1.2 3,000,000 options issued to investors who participated in the placement conducted by the Company on or about 17 January 2024. ('Prior Placement Options'),</p> <p>to enable the Company to apply for quotation on ASX of the Lead Manager Options and Prior Placement Options.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 6.23.4 sets out the circumstances in which option terms can be changed. Some terms can 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><b>Present Application</b> The Company had issued 5,000,000 options to Discovery Capital Partners Pty Ltd and Cumulus Wealth Pty Ltd as consideration for lead manager services and 3,000,000 options to investors who participated in the placement conducted by the Company on or about 17 January 2024. The Lead Manager Options and Prior Placement Options granted by the Company have terms that the Company will not apply for quotation on ASX and that a subscription amount of \$0.00001 per option is payable. The Lead Manager Options and Prior Placement Options are intended to be issued under the same terms of the other options issued under ASX code CMOAI ('Other Options'). Shareholders will not be disadvantaged by the quotation of the Lead Manager Options and Prior Placement Options as the change does not increase the rights of the Lead Manager Options and Prior Placement Options and as such it does not diminish the rights of Other Option holders and existing shareholders. The waiver is granted on the basis that at least 100,000 CMOAI options were issued and there are at least 50 holders of the CMOAI options with a marketable parcel.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	4/06/2024
<b>ASX Code</b>	GSS
<b>Listed Company</b>	GENETIC SIGNATURES LIMITED
<b>Waiver Number</b>	WLC240079-001
<b>Decision</b>	1. Genetic Signatures Limited (the 'Entity') is proposing to conduct 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 Entity 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>	7.1
<b>Date</b>	3/06/2024
<b>ASX Code</b>	IMM
<b>Listed Company</b>	IMMUTEP LIMITED
<b>Waiver Number</b>	WLC240078-001
<b>Decision</b>	1. Immutep Limited (the 'Entity') is proposing to conduct 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 Entity 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>	7.3.9
<b>Date</b>	12/06/2024
<b>ASX Code</b>	BUX
<b>Listed Company</b>	BUXTON RESOURCES LIMITED
<b>Waiver Number</b>	WLC240085-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Buxton Resources Limited (the 'Company') a waiver from Listing Rule 7.3.9 to the extent necessary to permit a resolution in its notice of meeting approving the issue of shares and attaching options to eligible shareholders under the Company's proposed SPP not to include a voting exclusion statement that excludes votes of persons who may participate in the SPP or any associate of such a person, on condition that the SPP is not underwritten, or if it is underwritten, the Company excludes any votes cast in favour of a resolution by any proposed underwriter or sub-underwriter of the SPP.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  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 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><b>Present Application</b>  On the basis of its structure (which involves the offer of free-attaching options), the SPP offer does not fall within the parameters set by the ASIC Corporations Instrument 2019/547. Accordingly, the security SPP does not meet the criteria of Exception 5 of Listing Rule 7.2. 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 free-attaching options proposed to be issued pursuant to the SPP. As the issue of shares and options being undertaken is one in which all shareholders may participate on an equal basis, there is no need to exclude the votes of shareholders entitled to participate in the offer. Absent a waiver it is conceivable that no shareholder would be able to vote on the resolution for the issue of SPP securities.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.15
<b>Date</b>	7/06/2024
<b>ASX Code</b>	SCT
<b>Listed Company</b>	SCOUT SECURITY LIMITED
<b>Waiver Number</b>	WLC240083-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Scout Security Limited (the 'Company') a waiver from listing rule 7.15 to the extent necessary to permit the Company to undertake a 3 for 2 non-renounceable rights issue ('Rights Issue') with a record date which is prior to the date of the shareholders' meeting to approve the Rights Issue, subject to the following conditions.</p> <p>1.1 The Company's securities are not reinstated to official quotation at any time prior to the shareholders' meeting to approve the Rights Issue; and</p> <p>1.2 The Company releases details of this waiver at the time that full details of the Rights Issue are announced to shareholders on the ASX Market Announcements Platform.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Where a listed entity is required to obtain security holder approval for an offer or issue of securities, listing rule 7.15 requires a listed entity to set a record date to determine entitlements at least 4 business days after the meeting at which approval to offer or issue the securities is sought. The rule provides security holders an opportunity to adjust their holding to participate in an offer or issue of securities.</p> <p><b>Present Application</b> The Company is proposing to undertake a non-renounceable rights issue with a ratio of 3 new shares for every 2 shares held on the record date. The Company's shares are currently suspended from official quotation and will remain suspended pending the outcome of a shareholders meeting to approve the Rights Issue. The Rights Issue is conditional on prior shareholder approval being obtained. The Company proposes to set the record date prior to the meeting. The Company's securities are expected to remain suspended at least until the issue of shares under the Rights Issue. There is no possibility of trading in securities on cum or ex rights bases where securities are suspended. In the circumstances, it is considered there is no possibility of market confusion arising from having a record date for a pro-rata issue precede the meeting to authorise the making of the issue.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.2
<b>Date</b>	14/06/2024
<b>ASX Code</b>	TT1
<b>Listed Company</b>	THINK TANK RESIDENTIAL SERIES 2024-1 TRUST
<b>Waiver Number</b>	WLC240080-004
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Think Tank Residential Series 2024-1 Trust ('Issuer') a waiver from listing rule 8.2 to the extent necessary for the Issuer not to 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. 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>	14/06/2024
<b>ASX Code</b>	TT1
<b>Listed Company</b>	THINK TANK RESIDENTIAL SERIES 2024-1 TRUST
<b>Waiver Number</b>	WLC240080-005
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Think Tank Residential Series 2024-1 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 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.
<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 being quoted are wholesale debt securities. Trading in the securities is to be settled outside of CHESS 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

<b>Rule Number</b>	8.21
<b>Date</b>	14/06/2024
<b>ASX Code</b>	TT1
<b>Listed Company</b>	THINK TANK RESIDENTIAL SERIES 2024-1 TRUST
<b>Waiver Number</b>	WLC240080-006
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Think Tank Residential Series 2024-1 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 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 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 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><b>Present Application</b> The securities 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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<b>Rule Number</b>	9.1(b)
<b>Date</b>	5/06/2024
<b>ASX Code</b>	DOR
<b>Listed Company</b>	DORIEMUS PLC
<b>Waiver Number</b>	WLC240081-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Doriemus PLC (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 Asian Battery Minerals Limited ('ABM'), as follows:</p> <p>1.1 The shares issued to the shareholders of ABM who subscribed with cash for their shares in ABM are treated as being held by a related party or promoter seed capitalists (as appropriate) of the Company, provided ASX is satisfied with the evidence submitted to substantiate the cash amounts paid to ABM.</p> <p>1.2 Cash formula relief is applicable to those shares that are issued to the persons who subscribed for their shares in ABM for cash consideration, provided ASX is satisfied with the evidence submitted to substantiate the cash amounts paid to ABM.</p> <p>1.3 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>1.4 For the purposes of determining the length of the escrow period for shares issued to seed capitalists who are related parties or promoters of the Company, which are subject to 24 months escrow, the 24 month escrow period will be deemed to begin on the date of the reinstatement of trading in the Company's securities.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Securities issued in certain circumstances, including certain securities issued for non-cash consideration to related or unrelated parties prior to an initial public offering or a re-compliance listing, are classified as restricted securities and are to be held in escrow for a certain period. ASX may also deem securities issued in other circumstances to be restricted securities. Under listing rule 9.1(b) an entity that issues securities classified as restricted securities must apply the restrictions required by Appendix 9B of the listing rules. Under listing rule 9.1(b) 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.</p> <p>The restriction agreement forbids the holder (and the controllers, where appropriate) from transferring or creating any other interests in restricted securities during the escrow period. Restricted securities must either be in certificated form and held in escrow by a bank or recognised trustee, or held in uncertificated form on the issuer sponsored sub-register subject to a holding lock administered by the entity's securities registry. These arrangements prevent the holder (and where appropriate, the controllers of the holder) from being able to realise any financial benefit from their restricted securities during the escrow period. This ensures that promoters, vendors and other similar parties do not receive any financial benefit until there has been a sufficient period of time for the value of the assets sold or services provided to the listed entity to be reflected in the market price of the listed entity's securities.</p>

# Register of ASX Listing Rule Waivers

## Present Application

In connection with its readmission to the Official List the Company will acquire 100% of the issued capital of ABM. The securities of the Company issued to the holders of ABM ('Vendors') are subject to escrow restrictions in chapter 9 and Appendix 9B of the Listing Rules. The Vendors who receive shares in the Company as consideration for the acquisition of their securities in ABM 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 Vendors to be treated as seed capitalists of the Company and escrow restrictions to be applied on a 'look through' basis. The Company provided ASX with evidence to substantiate cash payments by the vendors when subscribing for seed securities in ABM.

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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<b>Rule Number</b>	10.1
<b>Date</b>	14/06/2024
<b>ASX Code</b>	MEK
<b>Listed Company</b>	MEEKA METALS LIMITED
<b>Waiver Number</b>	WLC240087-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Meeka Metals Limited (the 'Company') a waiver from listing rule 10.1 to the extent necessary to permit the Company to grant security over Mining Lease 51/870 held by Andy Well Mining Pty Ltd, a wholly owned subsidiary of the Company ('Security Interest') in favour of Tim Davidson and Paul Chapman, who are both directors of the Company (or their related entities), ('Lenders') to secure the Company's obligations under a loan facility agreement, without obtaining shareholder approval, on the following conditions:</p> <p>1.1 the Company releases an announcement to the market that provides:</p> <p>1.1.1 the material terms of the transaction and of the waiver from Listing Rule 10.1; and</p> <p>1.1.2 a description of the reasons why the entity has chosen to obtain the financial accommodation from the Lenders rather than a lender that is not a Listing Rule 10.1 party and the steps the board has taken to satisfy itself that the transaction is being entered into on arm's length terms and is fair and reasonable from the perspective of the holders of the Company's ordinary securities;</p> <p>1.2 the Security Interest documents expressly provide that:</p> <p>1.2.1 the Security Interest is limited to the funds due under the financial accommodation;</p> <p>1.2.2 the Security Interest will be discharged when the funds due under the financial accommodation have been repaid in full;</p> <p>1.2.3 in the event the Security Interest is enforced, the assets can only be disposed of to any of the Lenders or an associate of the Lenders if the disposal is first approved by the entity's security holders under Listing Rule 10.1; and</p> <p>1.2.4 otherwise, if the holder of the Security Interest exercises, or appoints a receiver, receiver and manager or analogous person to exercise, any power of sale under the Security Interest, the assets must be sold to an unrelated third party on arm's length commercial terms and the net proceeds of sale distributed to the Lenders in accordance with their legal entitlements;</p> <p>1.3 any variation to the terms of the financial accommodation or the Security Interest which:</p> <p>1.3.1 advantages any of the Lenders in a material respect;</p> <p>1.3.2 disadvantages the entity in a material respect; or</p> <p>1.3.3 is inconsistent with the terms of the waiver, must be subject to security holder approval under Listing Rule 10.1; and</p> <p>1.4 for each year while they remain on foot, a summary of the material terms of the financial accommodation and the Security Interest is included in the related party disclosures in the Company's audited annual accounts.</p>
<b>Basis For Decision</b>	<p>Underlying Policy</p> <p>Listed entities are required to obtain the approval of security holders for an acquisition or disposal of a substantial asset from or to a person in a position to exercise influence over the entity. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of</p>

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the transaction and to send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provision of the Corporations Act 2001 (Cth) (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).

### Present Application

The Company is granted a waiver from Listing Rule 10.1 to enable it to grant the Security Interest in favour of the Lenders, subject to a number of conditions, including that the Security Interest documents provide that in the event the Security Interest is exercised, neither the Lenders nor any of its associates are entitled to acquire the assets without the Company first complying with any applicable Listing Rules, including Listing Rule 10.1. This condition provides a sufficient safeguard against value-shifting to the Listing Rule 10.1 party.

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<b>Rule Number</b>	10.11
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-022
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 10.11 to the extent necessary to permit the Company to issue or agree to issue securities to a related party without shareholder approval on the following conditions.</p> <p>1.1 The Company complies with the requirements imposed on it under TSX-V rules.</p> <p>1.2 Where the Company seeks security holder approval for the issue of securities to a related party, the votes of the related party (and its associates) not be counted and a voting exclusion statement be included in the notice of meeting.</p> <p>1.3 The Company (by no later than the lodgement of its full year accounts with ASX in each year), must give ASX, for release to the market, a statement that it remains subject to, and continues to comply with, the requirements of the TSX-V with respect to new issues of securities.</p> <p>1.4 If the Company becomes aware of any change to the application of the TSX-V rules with respect to the issue of securities to related parties, or that the Company is no longer in compliance with the requirements of TSX-V with respect to the issue of securities to related parties, it must immediately advise ASX.</p> <p>2. Without limiting ASX's right to vary or revoke its decision pursuant to Listing Rule 18.3, ASX reserves the right to revoke the waivers in paragraph 1 if:</p> <p>2.1 the Company fails to comply with any of the conditions in paragraph 1; or</p> <p>2.2 there are changes to the TSX listing rules in respect of the issue of securities to a related party without shareholder approval such that, in ASX's opinion, the regulation of the issue of securities to a related party without shareholder approval under those TSX listing rules ceases to be comparable to the regulation of the issue of new securities under the ASX Listing Rules.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Listed entities are required to obtain the prior approval of security holders for an issue of equity securities to persons in a position of influence, as set out in Listing Rule 10.11. This rule is directed at preventing persons in a position of influence 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 2001 (Cth) (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.</p> <p><b>Present Application</b></p> <p>The Company is a Canadian incorporated entity with its primary listing on the TSX-V. The Company's existing assets and operations are located in Canada. It is considered that most investors are familiar with the TSX-V rules. TSX-V rules make different provisions for regulating issues of securities to related parties but the rules are</p>

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comparable in substance to the obligations under Listing Rule 10.11. The Company satisfies the criteria for relief outlined in Guidance Note 4 Foreign Entities in relation to this particular obligation. It is proposed to grant a waiver from Listing Rule 10.11 to permit the Company not to seek shareholder approval under Listing Rule 10.11 when the TSX-V rules are complied with.

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<b>Rule Number</b>	10.13.5
<b>Date</b>	7/06/2024
<b>ASX Code</b>	WAK
<b>Listed Company</b>	WA KAOLIN LIMITED
<b>Waiver Number</b>	WLC240082-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants WA Kaolin Limited (the 'Company') a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of meeting ('Notice') seeking shareholder approval for the issue of 17,505,500 shares and 4,376,375 options with an exercise price of \$0.09 expiring 30 June 2027 ('Placement Securities') to Century Horse Limited ('Century Horse') being issued pursuant to a placement not to state that the Placement Securities will be issued no later than 1 month after the general meeting on the following conditions:</p> <p>1.1 the Notice states that the Placement Securities will be issued to Century Horse no later than the earlier of:</p> <p>1.1.1 3 business days after Century Horse receives an approval or a notice of no objection (as appropriate) by the Foreign Investment Review Board to acquire the Placement Securities; or</p> <p>1.1.2 3 months after the date of the meeting.</p> <p>1.2 the terms of the waiver are clearly disclosed in the Notice.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Listing rule 10.11 protects a listed entity's security holders by preventing a related party from obtaining shares on advantageous terms and increasing the related party's holding proportionate to other holdings. Unless one of the exceptions under listing rule 10.12 applies, a listed entity must seek shareholder approval before it can issue shares to a related party. Listing rule 10.13 sets out the information required to be included in the notice of meeting seeking approval for the issue of the securities to a related party. In particular, listing rule 10.13.5 requires the date by which the entity will issue the securities and this date must be no later than 1 month after the date of the meeting. This rule ensures that an issue of securities to a related party that has been approved by security holders is made within a reasonable timeframe following the approval, so that it is less likely that the circumstances in which the issue is made will have changed materially from those prevailing at the time the approval was given.</p> <p><b>Present Application</b></p> <p>The Company seeks to obtain shareholder approval to issue the Placement Securities to Century Horse, a substantial (10%+) holder in the Company who has appointed a nominee to the board (a Listing Rule 10.11.3 party). The Placement Securities are intended to be issued to Century Horse are subject to shareholder approval for the purpose of Listing Rule 10.11. The Company requires a period of 3 months after its meeting to issue the Placement Securities, as Century Horse must complete the Foreign Investment Review Board ('FIRB') assessment processes before it can increase its shareholding in the Company. The FIRB approval required is beyond the control of the Company and is not expected to be completed within 1 month of the meeting.</p>

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<b>Rule Number</b>	14.2.1
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-019
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 14.2.1 to the extent necessary to permit the Company not to provide in its proxy form for holders of chess depository interests ('CDI') to vote against a resolution to elect a director or to appoint an auditor, on the following conditions.</p> <p>1.1 The Company complies with the relevant Canadian laws as to the content of proxy forms applicable to resolutions for the election of directors and the appointment of an auditor.</p> <p>1.2 The notice given by the Company to CDI holders under ASX Settlement Operating Rule 13.8.9 makes it clear that holders are only able to vote for the resolutions or abstain from voting, and the reasons why this is the case.</p> <p>1.3 The Company releases details of the waiver to the market as pre-quotations disclosure and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p> <p>1.4 Without limiting ASX's right to vary or revoke its decision under Listing Rule 18.3, the waiver from Listing Rule 14.2.1 applies for so long as the relevant Canadian laws prevent the Company from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p> <p>2. Paragraph 1 applies only until 27 May 2024 and is subject to any amendments to the Listing Rules or changes in the interpretation and administration of the Listing Rules and policies of ASX.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 14.2.1 requires notices of meeting to include a proxy form which must provide for the security holder to vote for or against each resolution. This ensures that all security holders can express their views on every resolution put to a security holders' meeting.</p> <p><b>Present Application</b> The Company was incorporated in Canada and is regulated by Canadian law. The Company will be an issuer of CDIs. The law of the Company's home jurisdiction does not provide for the casting of votes against certain types of resolution (election of directors, appointment of auditors). Canada has an alternative legislative scheme for security holders to contest the reappointment of directors and auditors. It is proposed to grant a waiver on the usual conditions to permit the Company to comply with laws of its place of incorporation on these matters for so long as the relevant Canadian laws prevent the Company from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	14.3
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-020
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 14.3 to the extent necessary to permit the Company to accept nominations for the election of directors in accordance with the shareholder proposal provisions of sections 188 and 189 of the Business Corporations Act (British Columbia) ('BCBCA'), on the following conditions.</p> <p>1.1 The Company releases the terms of the waiver to the market as pre-quotations disclosure.</p> <p>1.2 The terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Under Listing Rule 14.3 an entity must accept nominations for election of directors up to 35 business days before date of a general meeting at which directors may be elected unless the entity's constitution provides otherwise. This requirement gives a reasonable opportunity for candidates to be nominated and supports shareholder democracy.</p> <p><b>Present Application</b> The Company was incorporated in Canada, is regulated by Canadian law and is listed on TSX-V. Canadian laws mandate a different period for accepting nominations for directors which provides reasonable opportunity for nominations to be made. Sections 188 and 189 of the Business Corporations Act (British Columbia) ('BCBCA') provide reasonable opportunities for nominations must be allowed. It is proposed to grant a waiver to accommodate compliance with Canadian laws on condition that the Company releases the terms of the waiver to the market immediately, and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p>

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<b>Rule Number</b>	15.7
<b>Date</b>	14/06/2024
<b>ASX Code</b>	RAU
<b>Listed Company</b>	RESOURO STRATEGIC METALS INC.
<b>Waiver Number</b>	WLC240089-021
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Resouro Strategic Metals Inc. (the 'Company') a waiver from Listing Rule 15.7 to the extent necessary to permit the Company to give information that is for release to the market simultaneously to both ASX and TSX-V.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must not release information that is for release to the market to any person until it has given the information to ASX and received an acknowledgement that ASX has released the information to the market. This ensures that all investors have equal access to the information.</p> <p><b>Present Application</b> The Company was incorporated in Canada, is regulated by Canadian law and is listed on TSX-V. Different time zones cause trading periods to vary between ASX and TSX-V. The Company is required to release information to the market immediately on TSX-V under the exchange's rules. The waiver is granted to permit information for release to the market to be given simultaneously to TSX-V and ASX.</p>

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