



Register of ASX Listing Rule Waivers

1 to 15 September 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

Rule Number	1.1 condition 12
Date	12/09/2024
ASX Code	POW
Listed Company	PROTEAN ENERGY LIMITED
Waiver Number	WLC240153-001
Decision	1. Based solely on the information provided, ASX grants Protean Energy Ltd (the 'Company') a waiver from Listing Rule 1.1 Condition 12 to permit the Company to issue 190,000,000 performance shares the security holders of in Aurora Minerals Pty Ltd on the condition that the full terms and conditions of the performance shares are clearly disclosed in the Company's prospectus.
Basis For Decision	<p>Underlying Policy If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports Listing Rule 2.1 Condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list of ASX to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application ASX has confirmed to the Company that the full terms of the performance shares 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

Rule Number	1.1 condition 12
Date	12/09/2024
ASX Code	POW
Listed Company	PROTEAN ENERGY LIMITED
Waiver Number	WLC240153-004
Decision	1. Based solely on the information provided, ASX grants the Protean Energy Ltd (the 'Company') a waiver from Listing Rule 1.1 Condition 12 to permit the Company to issue 22,000,000 options to the directors with a \$0.04 exercise price, and expiry date that is 4 years from the date of issue ('Director Options'). This waiver is granted on the condition that the full terms and conditions of the Director Options are clearly disclosed on the Company's prospectus.
Basis For Decision	<p>Underlying Policy If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports Listing Rule 2.1 Condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list of ASX to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application ASX has granted a waiver from Listing Rule 2.1 Condition 2 on the terms set out above. This waiver is a companion to that waiver.</p>

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Rule Number	1.8 condition 8(b)
Date	12/09/2024
ASX Code	AF4
Listed Company	AFG 2024-1 TRUST IN RESPECT OF SERIES 2024-1
Waiver Number	WLC240149-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of the AFG 2024-1 Trust ('Trust') 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>
Basis For Decision	<p>Underlying Policy 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>Present Application Although the Trust 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 under which the Issuer acquired the securitised assets using funds raised by the Issuer by issuing multiple classes of debt securities. The Issuer's business is limited by the trust deed and related documentation for the securitisation transaction. The Issuer undertakes not to acquire or deal with the assets of the Trust unless in accordance with the transaction documents and not to incur any liabilities (including any financial indebtedness) in respect of the Trust other than the notes issued in respect of the Trust or in accordance with 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 independent credit rating agencies, which means that the debt securities are considered by those agencies to be subject to very low credit risk. 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>



Register of ASX Listing Rule Waivers

Rule Number	1.8 condition 11
Date	12/09/2024
ASX Code	AF4
Listed Company	AFG 2024-1 TRUST IN RESPECT OF SERIES 2024-1
Waiver Number	WLC240149-002
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited in its capacity as trustee of the AFG 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 the condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
Basis For Decision	<p>Underlying Policy An entity must 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>Present Application 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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Rule Number	2.1 condition 2
Date	12/09/2024
ASX Code	POW
Listed Company	PROTEAN ENERGY LIMITED
Waiver Number	WLC240153-002
Decision	<p>1. Based solely on the information provided, ASX grants Protean Energy Ltd (the 'Company') in connection with the proposed acquisition of 100% of the issued shares in Aurora Minerals Pty Ltd (ACN 666 359 879) ('Aurora'), (Proposed Acquisition) and a proposed capital raising via public offer at \$0.02 to raise between \$4,500,000, a waiver from Listing Rule 2.1 Condition 2 to the extent necessary to permit the Company to issue securities at an issue price of \$0.02 ('Capital Raising Shares'), subject to the following conditions:</p> <p>1.1 the issue price of the Capital Raising Shares is not less than A \$0.02 per share;</p> <p>1.2 the terms of this waiver are disclosed to the market and, along with the terms and conditions of the Capital Raising Shares, are clearly disclosed in the notice of meeting pursuant to which the Company will seek the approval required under listing rule 11.1.2 for the Proposed Acquisition and in the prospectus to be issued in respect of the Capital Raising;</p> <p>1.3 the Company's shareholders approve the issue price of the Capital Raising Shares in conjunction with the approval obtained under listing rule 11.1.2 in respect of the Proposed Acquisition;</p>
Basis For Decision	<p>Underlying Policy Listing rule 2.1 condition 2 requires that the issue or sale price of all securities that an entity, at the time of its application for admission to the official list, seeks to have quoted must be at least 20 cents. The requirement demonstrates that the entity can raise funds at a price, or that its securities have a minimum value, suitable for a listed entity.</p> <p>Present Application The Company intends to seek re-admission to the Official List by re-complying with Chapters 1 and 2 of the Listing Rules. The Company will be seeking shareholder approval for the issue of the Capital Raising shares at \$0.02, which is not less than \$0.02. ASX is otherwise satisfied that the Company's proposed capital structure following completion of the Proposed Acquisition and the Capital Raising is suitable for a listed entity. Accordingly, the Company's circumstances fall within the policy for granting the 2 cent waiver as set out in Guidance Note 12.</p>



Register of ASX Listing Rule Waivers

Rule Number	2.1 condition 3
Date	12/09/2024
ASX Code	AF4
Listed Company	AFG 2024-1 TRUST IN RESPECT OF SERIES 2024-1
Waiver Number	WLC240149-003
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited in its capacity as trustee of the AFG 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 CHESS requirements on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes quoted on ASX.
Basis For Decision	<p>Underlying Policy 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>Present Application The securities being quoted are wholesale debt securities. Trading in the securities is to be settled outside of CHESS via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.23.3
Date	6/09/2024
ASX Code	MP1
Listed Company	MEGAPORT LIMITED
Waiver Number	WLC240148-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Megaport Limited (the 'Company') a waiver from Listing Rule 6.23.3 to the extent necessary to permit the Company to increase the period of exercise for existing performance restricted stock units ('PRSUs') and restricted stock units ('RSUs') that have already been granted to employees of the Company (the 'Relevant Rights') subject to the following conditions:</p> <p>1.1 the Company obtains shareholder approval pursuant to Listing Rule 6.23.4; and</p> <p>1.2 the notice of meeting seeking shareholder approval includes explanatory information to the satisfaction of ASX pursuant to Listing Rule 6.23.4, including, at a minimum, a clear explanation of the rationale for the proposed amendments of the Relevant Rights so that shareholders can make an informed assessment.</p>
Basis For Decision	<p>Underlying Policy Listing Rule 6.23.3 provides that a change affecting an option cannot be made if it has the effect of reducing the exercise price, increasing the period for exercise or increasing the number of securities received on exercise of an option. Changing these fundamental features affects the value of the option. A decision whether to buy, hold, sell, or exercise the option depends upon these features being known with certainty. These features also have the potential to affect the market in an entity's ordinary securities. Accordingly, changes to these features are prohibited under Listing Rule 6.23.3 in order to promote market integrity.</p> <p>Present Application The Company sought a waiver from Listing Rule 6.23.3 to enable it to increase the period of exercise for the Relevant Rights. The Company proposes to amend the Relevant Rights by increasing the period of exercise applicable to the Relevant Rights when they vest. The proposed amendments will not change the vesting conditions and on vesting date the number of shares to be issued (on exercise of the Relevant Rights) will be known. The amendments therefore allows for the Relevant Rights to vest without change, and provides participants with a deferred period to exercise the vested Relevant Rights into shares.</p> <p>The terms of the employee share plan ('ESP'), PRSUs and RSUs were disclosed in the Company's notice of annual general meeting dated 1 November 2023. Shareholder approval was obtained for the purpose of: (a) Listing Rule 7.2 Exception 13 to issue equity securities under the ESP; and (b) Listing Rule 10.14 to grant PRSUs. The number of Relevant Rights represents 1.4% of issued capital on an undiluted basis. The Company will seek shareholder approval pursuant to Listing Rule 6.23.4 for the proposed amendments. Full details will be provided in a notice of meeting including the Company's reasons and rationale for the changes. The waiver is granted conditional on the Company's shareholders approving the changes.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.23.3
Date	10/09/2024
ASX Code	WEB
Listed Company	WEBJET LIMITED
Waiver Number	WLC240150-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Webjet Limited (the 'Company') a waiver from Listing Rule 6.23.3, in connection with the demerger of Webjet Group Limited ('SpinCo', and the demerger, the 'Demerger'), to the extent necessary to permit the Company to amend the terms of the performance rights issued under the Company's Long Term Incentive Plan to:</p> <p>1.1 bring forward the testing date for the total shareholder return and absolute EBIT vesting conditions to a date before the record date for the Demerger;</p> <p>1.2 provide for each FY21, FY22 and FY23 performance right to convert into one share of the Company and one share of SpinCo;</p> <p>1.3 equity settle the FY24 performance rights held by John Guscic, Shelley Beasley and Tony Ristevski with the Company's shares; and</p> <p>1.4 cash settle the remaining FY24 performance rights in lieu of shares,</p> <p>on the following conditions:</p> <p>1.5 the Company obtains security holder approval for the Demerger; and</p> <p>1.6 the notice of meeting seeking such security holder approval includes explanatory information to the satisfaction of ASX setting out full details of the proposed amendments to the terms of the performance rights.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing Rule 6.23.3 provides that a change affecting an option cannot be made if it has the effect of reducing the exercise price, increasing the period for exercise or increasing the number of securities received on exercise of an option. Changing these fundamental features affects the value of the option. A decision whether to buy, hold, sell, or exercise the option depends upon these features being known with certainty. These features also have the potential to affect the market in an entity's ordinary securities. Accordingly, changes to these features are prohibited under Listing Rule 6.23.3 in order to promote market integrity.</p> <p>Present Application</p> <p>The Company is pursuing a demerger of its B2C business which will involve transferring the B2C business to a new subsidiary SpinCo and distributing shares in SpinCo to Company shareholders on a pro rata basis. The amendments to the Performance Rights are occurring in the context of the Demerger which requires approval by the Company's security holders. The waiver is granted on condition that security holders of the Company approve the Demerger and the notice of meeting seeking such security holder approval includes explanatory information to the satisfaction of ASX setting out full details of the proposed amendments to the terms of the performance rights.</p>

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Register of ASX Listing Rule Waivers

Rule Number	6.23.4
Date	10/09/2024
ASX Code	WEB
Listed Company	WEBJET LIMITED
Waiver Number	WLC240150-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Webjet Limited (the 'Company') a waiver from Listing Rule 6.23.4, in connection with the demerger of Webjet Group Limited ('SpinCo', and the demerger, the 'Demerger'), to the extent necessary to permit the Company to amend the terms of the performance rights issued under the Company's Long Term Incentive Plan to:</p> <p>1.1 bring forward the testing date for the total shareholder return and absolute EBIT vesting conditions to a date before the record date for the Demerger;</p> <p>1.2 provide for each FY21, FY22 and FY23 performance right to convert into one share of the Company and one share of SpinCo;</p> <p>1.3 equity settle the FY24 performance rights held by John Guscic, Shelley Beasley and Tony Ristevski with the Company's shares; and</p> <p>1.4 cash settle the remaining FY24 performance rights in lieu of shares,</p> <p>on the following conditions:</p> <p>1.5 the Company obtains security holder approval for the Demerger; and</p> <p>1.6 the notice of meeting seeking such security holder approval includes explanatory information to the satisfaction of ASX setting out full details of the proposed amendments to the terms of the performance rights.</p>
Basis For Decision	<p>Underlying Policy This rule 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>Present Application The Company is pursuing a demerger of its B2C business which will involve transferring the B2C business to a new subsidiary SpinCo and distributing shares in SpinCo to Company shareholders on a pro rata basis. The amendments to the performance rights are occurring in the context of the Demerger which requires approval by the Company's security holders. The waiver is granted on condition that security holders of the Company approve the Demerger and the notice of meeting seeking such security holder approval includes explanatory information to the satisfaction of ASX setting out full details of the proposed amendments to the terms of the performance rights.</p>

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Register of ASX Listing Rule Waivers

Rule Number	7.3.9
Date	2/09/2024
ASX Code	ENL
Listed Company	ENLITIC INC.
Waiver Number	WLC240146-001
Decision	1. Enlitic Inc. (the 'Entity') is undertaking an issue of securities under a security purchase plan ('SPP') to which Exception 5 of Listing Rule 7.2 would otherwise have applied but for the fact that the number of securities to be issued under the SPP is greater than 30% of the number of fully paid ordinary securities already on issue or because the issue price of the securities is less than 80% of the average market price for securities in that class. Based solely on the information provided, ASX Limited ('ASX') grants the Entity a waiver from Listing Rule 7.3.9 on the terms set out in paragraph 6 of the Annexure to Guidance Note 17 in force at the date of this waiver.
Basis For Decision	Underlying Policy Standard Decision, refer to Guidance Note 17.

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Register of ASX Listing Rule Waivers

Rule Number	8.2
Date	12/09/2024
ASX Code	AF4
Listed Company	AFG 2024-1 TRUST IN RESPECT OF SERIES 2024-1
Waiver Number	WLC240149-004
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited in its capacity as trustee of the AFG 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.
Basis For Decision	<p>Underlying Policy An entity is to provide an issuer sponsored subregister for securities except where Listing Rule 8.2.1 allows for a certificated subregister. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p>Present Application This is a companion waiver to the waiver from Listing Rule 1.8 Condition 11 and Listing Rule 2.1 Condition 3 granted to the Issuer.</p>

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Register of ASX Listing Rule Waivers

Rule Number	8.10
Date	12/09/2024
ASX Code	AF4
Listed Company	AFG 2024-1 TRUST IN RESPECT OF SERIES 2024-1
Waiver Number	WLC240149-005
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited in its capacity as trustee of the AFG 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 two business days before an interest payment date or the maturity date of the notes, on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
Basis For Decision	<p>Underlying Policy An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in Listing Rule 8.10. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p>Present Application The securities 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 business on the date which is two business days before an interest payment date or the maturity date. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p>

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Register of ASX Listing Rule Waivers

Rule Number	8.21
Date	12/09/2024
ASX Code	AF4
Listed Company	AFG 2024-1 TRUST IN RESPECT OF SERIES 2024-1
Waiver Number	WLC240149-006
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited in its capacity as trustee of the AFG 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 confirmations of a change of address to a security holder at their address.</p>
Basis For Decision	<p>Underlying Policy An entity must comply with Appendix 8A which outlines the time limits for CHESS requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p>Present Application The securities being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESS.</p>

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Register of ASX Listing Rule Waivers

Rule Number	10.13.5
Date	12/09/2024
ASX Code	POW
Listed Company	PROTEAN ENERGY LIMITED
Waiver Number	WLC240153-003
Decision	<p>Protean Energy Ltd (the 'Entity') proposes to issue securities under a prospectus or PDS as part of, or in connection with, a transaction ('Capital Raising'). ASX Limited ('ASX') has advised the Entity that it must meet the requirements in Chapters 1 and 2 of the Listing Rules in relation to the transaction. Based solely on the information provided, ASX grants the Entity a waiver from Listing Rule 10.13.5 to the extent necessary to permit the notice of meeting seeking shareholder approval for the issue of securities to Listing Rule 10.11 parties as part of, or in connection with, the Capital Raising not to state that the securities will be issued no later than one (1) month after the date of the meeting, on the following conditions.</p> <p>1.1 The securities are issued at the same time as other securities to be issued under the prospectus or PDS that the Entity has issued or is proposing to issue as part of, or in connection with, the transaction.</p> <p>1.2 The terms of the waiver are clearly disclosed in the notice of meeting and in the prospectus or PDS to be issued in respect of the Capital Raising.</p>
Basis For Decision	<p>Underlying Policy Standard waiver in accordance with Guidance Note 17.</p>

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Register of ASX Listing Rule Waivers

Rule Number	10.15.11
Date	11/09/2024
ASX Code	TPW
Listed Company	TEMPLE & WEBSTER GROUP LTD
Waiver Number	WLC240152-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Temple & Webster Group Ltd (the 'Company') a waiver from Listing Rule 10.15.11 to the extent necessary to permit the Company to state in its notice of meeting that the Non-Executive Directors ('NEDs') in office from time to time may participate in the NED Equity Incentive Plan ('Plan') without naming them.
Basis For Decision	<p>Underlying Policy This rule ensures a listed entity's shareholders make an informed decision by requiring a notice of meeting containing a resolution in accordance with Listing Rule 10.14 to state that additional persons who become entitled to participate in the employee incentive scheme after the resolution has been approved, and are not named in the notice, will not participate until approval is given under Listing Rule 10.14.</p> <p>Present Application The Company proposes to seek shareholder approval for the issue of securities to NEDs pursuant to the Plan. Under the Plan, the number of rights that participating NEDs are entitled to apply for will be calculated by dividing the NEDs' fees sacrificed for the financial year by the 10 day volume-weighted average price following release of TPW's full-year financial results. The securities to be issued to future NEDs have identical terms to those securities proposed to be issued to existing NEDs subject to shareholder approval. Any incoming directors are not in a position of influence during the formulation of the Plan.</p>

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