

# NZAX LISTING RULES CONTENTS

# Section-Page

1 - 1

INTERPRETATION, RULINGS, WAIVERS
APPLICATION AND INTERPRETATION

1.1

	1.1.1 Application	1 - 1	
	1.1.2 Definitions	1 - 1	
	1.1.3 Construction	1 - 13	
	1.1.4 Notes for Guidance Only	1 - 14	
	1.1.5 Whole Group Subject to NZAX Listing Rules	1 - 14	
	1.1.6 New Zealand Law Terms	1 - 14	
	1.1.7 Ordinary Resolution of the NZAX Issuer	1 - 14	
	1.1.8 Application of NZAX Listing Rules to		
	Non Equity Quoted Securities	1 - 15	
1.2	ASSOCIATED PERSONS	1 - 15	
	1.2.1 Associated Persons	1 - 15	
	1.2.2 Association	1 - 15	
	1.2.3 Deeming Provisions	1 - 15	
	1.2.4 Exclusions	1 - 16	
	1.2.5 Reverse Application	1 - 16	
	1.2.6 Ruling	1 - 16	
	1.2.7 Definition	1 - 16	
1.3	DISPUTED INTERPRETATION	1 - 17	
	1.3.1 Decisions by NZX	1 - 17	
	1.3.2 Application for Determination	1 - 17	
	1.3.3 Relationship to Court Proceedings	1 - 17	
1.4	ALTERATION OF NZAX LISTING RULES	1 - 18	
	1.4.1 Procedure	1 - 18	
	1.4.2 Omission to Notify	1 - 18	
1.5	RULINGS	1 - 18	
	1.5.1 Power to Make Rulings	1 - 18	
	1.5.2 Publication of Rulings	1 - 18	
	1.5.3 Effect of Ruling	1 - 19	
1.6	WAIVER	1 - 20	
	1.6.1 Power to Waive	1 - 20	
	1.6.2 Publication of Waiver	1 - 20	
	1.6.3 Revocation	1 - 20	
	1.6.4 Publication	1 - 21	
1.7	INTERPRETATION POLICY	1 - 21	
	1.7.1 General Application of Policy Statements	1 - 21	
	1.7.2 Elaboration of Policy	1 - 22	
1.8	EFFECTS OF CHANGES TO RULES – STATUS OF	PREVIOUS RULES	1 - 22
	1.8.1 General	1 - 22	
	1.8.2 Work in Progress	1 - 22	
	1.8.3 Changes to Market Surveillance Panel and	<del>-</del>	
	Introduction to NZX Discipline	1 - 23	
	1.8.4 Continuation of Waivers	1 - 23	

# NZAX LISTING RULES – CONTENTS

1.9	CONDITION IN CONTRACT	1 - 23
1.10	GOVERNING LAW AND JURISDICTION	1 - 23
	COMPLIANCE AND ENFORCEMENT	
1.11	CONTRACTS PRIVITY ACT TO APPLY 1.11.1 Manner of application 1.11.2 Limitation of Beneficiaries' Rights	2 - 1 2 - 1 2 - 1
1.12	COMPLIANCE BY SUBSIDIARIES, OFFICERS, AND AS	SSOCIATES2 - 1
	<ul><li>1.12.1 Responsibility to Procure Compliance</li><li>1.12.2 Acknowledgement of Compliance with NZAX Listing Rules</li></ul>	2 - 2 2 - 2
1.13	ISSUER SURVEILLANCE  1.13.1 Powers of Inspection 1.13.2 NZX Discipline's Powers 1.13.3 Provision of Information to NZX 1.13.4 Disclosure of Information 1.13.5 Referral to NZX Discipline 1.13.6 Use of Information by NZX 1.13.7 Evidence of Authority 1.13.8 Notice of Exercise of Powers	2 - 2 2 - 2 2 - 3 2 - 3 2 - 3 2 - 4 2 - 4 2 - 5 2 - 5
1.14	NZX DISCIPLINE	
1.15	LIABILITY AND INDEMNITY  1.15.1 Limitation of Liability 1.15.2 Indemnity 1.15.3 Continuing Application to the Panel	2 - 5 2 - 5 2 - 5 2 - 6
1.16	COSTS 1.16.1 Costs of Exercise of Powers 1.16.2 Bond or Deposit 1.16.3 Purpose and Amount	2 - 6 2 - 6 2 - 6 2 - 6
	CONSTITUTIONS AND DIRECTORS	
1.17	CONTENTS OF CONSTITUTION 1.17.1 Compulsory Provisions 1.17.2 Further Provisions 1.17.3 Compliance	3-1 $3-1$ $3-1$ $3-1$ $3-2$
1.18	APPOINTMENT AND ROTATION OF DIRECTORS  1.18.1 Number and Residence 1.18.2 Nominations 1.18.3 Confirmation of Appointment by Directors 1.18.4 Right of Security Holder to Appoint 1.18.5 Term of appointment 1.18.6 Rotation 1.18.7 Exceptions to Rotation 1.18.8 Special Office 1.18.9 Application of Rotation to Holder of Special Office	3-2 3-2 3-2 3-3 3-3 3-3 3-3 3-4 3-4
1.19	PROCEEDINGS AND POWERS OF DIRECTORS 1.19.1 Vacancies and Reduction of Numbers 1.19.2 Restriction on Casting Vote of Chairperson 1.19.3 Interested Directors 1.19.4 Exception	3-5 $3-5$ $3-5$ $3-5$ $3-5$



1.20	DIRECTORS' REMUNERATION	3 - 6
	1.20.1 Fixing Remuneration	3 - 6
	1.20.2 Payments Upon Cessation of Office	3 - 7
	TAKEOVER PROVISIONS FOR NZAX ISSUERS THAT A	RE NOT CODE COMPANIES
1.21	INTERPRETATION	4 - 1
	1.21.1 Definitions	4 - 1
	1.21.2 Non-application to Code Companies	4 - 5
1.22	RESTRICTIONS AND DEFENSIVE MEASURES	4 - 5
	1.22.1 Prohibited Conduct	4 - 5
	1.22.2 Transfer Restrictions and Defensive Measures	
	Prohibited	4 - 6
	1.22.3 Exceptions	4 - 7
1.23	CONSTITUTIONAL PROVISIONS	4 - 7
	1.23.1 Compulsory Provisions	4 - 7
	1.23.2 Optional Provision	4 - 7
	1.23.3 Routine Disclosure	4 - 7
	1.23.4 Copies of Constitutional Provisions	4 - 7
	1.23.5 Explanation	4 - 8
1.24	ADOPTION AND MODIFICATION OF PROVISIONS	4 - 8
1,41	1.24.1 Adoption of Minority Veto Provisions	4 - 8
	1.24.2 Modification of Notice and Pause Provisions	4 - 8
	1.24.3 Subsequent Modifications	4 - 8
	1.24.4 Procedure for Meetings	4 - 9
	1.24.5 Meeting on Request	4 - 9
	1.24.6 Procedure	4 - 9
1.25	NOTICE AND PAUSE PROVISIONS	4 - 10
1.40	1.25.1 Introduction	4 - 10
	1.25.2 Notice Requirements	4 - 10
	1.25.3 Time for Initial Notice	4 - 11
	1.25.4 Notice of Change	4 - 11
	1.25.5 NZX Transactions	4 - 11
	1.25.6 Immediate Response Requirement	4 - 12
	1.25.7 General Response Requirements	4 - 13
	1.25.8 Appraisal Report	4 - 14
	1.25.9 Exceptions	4 - 14
	1.25.10 Restricted Transfer Status Report	4 - 15
	1.25.11 NZAX Issuer Response to Restricted Transfer	
	Status Report	4 - 15
1.26	MINORITY VETO PROVISIONS	4 - 16
	1.26.1 Introduction	4 - 16
	1.26.2 Additional Requirements	4 - 16
	1.26.3 Report	4 - 16
1.27	ENFORCEMENT PROVISIONS	4 - 17
	1.27.1 Right to Enforce	4 - 17
	1.27.2 Default Consequences	4 - 17
	1.27.3 Powers of Affected Group	4 - 18
	1.27.4 Voting Restriction	4 - 18
	1.27.5 Proceedings at Meeting	4 - 19
	1.27.6 Limitation of Remedies	4 - 19
	1.27.7 Exception	4 - 19
	1.27.8 Special Provisions as to Rulings	4 - 19
	· ·	

1.28	COMPULSORY ACQUISITION PROVISIONS	4 - 20	
	1.28.1 Acquisition Notice	4 - 20	
	1.28.2 Contents of Notice	4 - 20	
	1.28.3 Obligation of Majority Holder	4 - 21	
	1.28.4 Consideration	4 - 21	
	1.28.5 Default Consequences	4 - 23	
	1.28.6 Further Provisions	4 - 23	
1.29	HOLDING BY BARE TRUSTEE	4 - 24	
	1.29.1 Bare Trustee	4 - 24	
	1.29.2 Specific Issues	4 - 24	
	1.29.3 Separate Registration of Defaulter's Securities	4 - 24	
	LISTING AND QUOTATION	5 - 1	
1.30	LISTING	5 - 1	
	1.30.1 Application	5 - 1	
	1.30.2 NZX Sponsor	5 - 1	
	1.30.3 Non Standard NZAX Issuers	5 - 2	
	1.30.4 Effective Date of Listing	5 - 2	
	1.30.5 Dual Listed NZAX Issues	5 - 2	
	1.30.6 Notice Requirements	5 - 3	
	1.30.7 Overseas Listed NZAX Issuers	5 - 3	
	1.30.8 NZAX Listing Rules Applicable to Overseas	~ 4	
	Listed NZAX Issuers	5 - 4	
	1.30.9 Listing Requirements	5 - 4 5 - 6	
	1.30.10 Additional Requirements 1.30.11 Acceptance and Quotation	5 - 6	
	1.50.11 Acceptance and Quotation	3-0	
1.31	<b>QUOTATION OF SECURITIES</b>	5 - 6	
	1.31.1 Quotation Requirements	5 - 6	
	1.31.2 Types of Securities Eligible for Listing	5 - 7	
	1.31.3 Spread	5 - 8	
	1.31.4 Spread – Ongoing Obligations	5 - 8	
	1.31.5 Effective Date of Quotation	5 - 8	
	1.31.6 Deferral of Quotation	5 - 8	
1.32	DISCRETION OF NZX AS TO LISTING AND QU	JOTATION 5-9	
	1.32.1 NZX Not Obliged	5 - 9	
	1.32.2 Additional Conditions	5 - 9	
	1.32.3 Specific Matters	5 - 10	
1.33	TRADING HALTS, SUSPENSION, CANCELLAT		- 10
	1.33.1 Request	5 - 11	
	1.33.2 Powers of NZX	5 - 11	
	1.33.3 Examples of Reasons	5 - 12	
	1.33.4 Absence of Prior Notice	5 - 14	
	1.33.5 Continuing Obligations	5 - 14	
1.34	GENERAL OBLIGATIONS WHILE LISTED	5 - 14	
	1.34.1 NZAX Listing Rules	5 - 14	
	1.34.2 NZAX Internet Website	5 - 14	
	1.34.3 Payment of Fees	5 - 14	
	REQUIREMENTS OF DOCUMENTS	6 - 1	
1.35	APPROVAL OF DOCUMENTS BY NZX	6 - 1	
	1.35.1 Approval	6 - 1	
	1.35.2 Solicitor's Certificate	6 - 1	
	1.35.3 Timing	6 - 2	
	1.35.4 Procedure	6 - 2	



1.36	NOTICES OF MEETING	6 - 2	
	1.36.1 General	6 - 2	
	1.36.2 Notice of Meeting for Issues and Buybacks	6 - 3	
	1.36.3 Notices of Changes	6 - 4	
	9		
	1.36.4 Minority Buyout Rights	6 - 4	
	1.36.5 Proxies	6 - 4	
1.37	OTHER NOTICES	6 - 5	
	1.37.1 Notices, Reports, Financial Statements	6 - 5	
	1.37.2 Service of Notices Outside New Zealand	6 - 5	
	ISSUES AND BUYBACKS OF EQUITY SECURITIES	7 - 1	
	•		
1.38	LISTING DOCUMENTATION	7 - 1	
	1.38.1 Offering Documentation	7 - 1	
	1.38.2 Offering Document Additional Term	7 - 1	
	1.38.3 Disclosure Document	7 - 1	
	1.38.4 Approval of Offering Document and Disclosure	, 1	
		7 1	
	Document	7 - 1	
	1.38.5 Subscriptions Reserved	7 - 2	
	1.38.6 Variation of Rates of Commission	7 - 2	
	1.38.7 Lodgement of Applications	7 - 2	
	1.38.8 Over-Subscriptions	7 - 2	
	1.38.9 Subscription Refunds	7 - 3	
	1.38.10 Variation of Interest Rates	7 - 3	
	1.38.11 Dividend Policy	7 - 3	
	1.38.12 Statements in Offering Documents or		
	Advertisements	7 - 3	
1.39	SUBSEQUENT PUBLIC OFFERS	7 - 3	
	1.39.1 Issue under section 7 or Pre-break announcement	7 - 3	
	1.39.2 Consultation with NZAX Sponsor	7 - 3	
	1.39.3 Subsequent Public Offer Document	7 - 4	
	1.39.4 Approval of Public Offer Document	7 - 4	
	• •	• •	
	1.39.5 Publication of Subsequent Offer Document	7 - 4	
	1.39.6 Making of Subsequent Public Offer	7 - 4	
	1.39.7 Offer announcement	7 - 4	
	1.39.8 Offers through FASTER System Only	7 – 5	
1 40	ICCUEC OF NEW FOURTWEECHDITTEC	7	
1.40	ISSUES OF NEW EQUITY SECURITIES	7 – 5	
	1.40.1 Prohibition on Issue	7 - 5	
	1.40.2 Time Limit	7 – 6	
	1.40.3 Exception	7 - 6	
	1.40.4 Pro rata and \$5,000 Offers	7 – 7	
	1.40.5 Issues within 20% Limit	7 – 9	
	1.40.6 Employee Share Issues	7 – 10	
		7 - 12	
	1.40.7 Exceptions		
	1.40.8 Repricing	7 - 12	
	1.40.9 Other Issues	7 - 12	
	1.40.10 Treasury Stock	7 - 14	
1.41	ENTITLEMENTS TO THIRD PARTY SECURITIES	7 - 14	
1.41	ENTITLEMENTS TO THIRD PARTI SECURITIES	/ - 14	
1.42	ISSUES AND BUYBACKS OF SECURITIES AFFECTIN	<b>G CONTROL</b> 7 - 15	
1.43	BUY BACKS OF EQUITY SECURITIES, REDEMPTION	IS AND FINANCIAL ASSISTA	NCF
		7 - 16	
	1.43.1 Prohibition on Acquisition or Redemption	7 - 16	
	1.43.2 Prior Notice of Acquisition or Redemption	7 - 18	
	1.43.3 Prohibition on Financial Assistance	7 - 19	
	1.43.4 Permitted Financial Assistance	7 - 19	

### NZAX LISTING RULES – CONTENTS

	1.43.5 Acquisition, Redemption or Assistance with	
	Approval of Holders	7 - 20
	1.43.6 Time Limit	7 - 21
	1.43.7 Exception	7 - 21
	1.43.8 Application of NZAX Listing Rule 7.6	7 - 21
	1.43.9 Non standard NZAX Issuers which are Co-operate	
	Companies: NZAX	7 - 21
1.44	VENDOR SECURITIES	7 - 21
	OD CVID MIN A OD DDD ADD MIN	
1.45	SECURITY AGREEMENTS	7 - 23
	1.45.1 Security Agreement	7 - 23
	1.45.2 Enforcement	7 - 23
1.46	RIGHTS ISSUES - ADDITIONAL REQUIREMENTS	7 - 24
	1.46.1 Letters of Entitlement	7 - 24
	1.46.2 Closing Date for Applications	7 - 24
	1.46.3 Closing Date for Renunciations	7 - 24
	1.46.4 Amount of Entitlement	7 - 24
	1.46.5 Entitlement	7 - 24
	1.46.6 Form of Renunciation and Acceptation	7 - 24
	1.46.7 Renunciation to Take Priority over Acceptance	7 - 25
	1.46.8 Quotation of Rights	7 - 25
	1.46.9 Information on Rights Issues for Which	
	Quotation Not Sought	7 - 25
1.47	ALLOTMENT	7 - 26
	1.47.1 Time of Allotment	7 - 26
	1.47.2 Payments in Advance of Allotments	7 - 26
	1.47.3 Commission Statements	7 - 26
	1.47.4 Common Shareholder Numbers	7 - 26
	1.47.4 Common Snareholder Numbers	7 - 40
1.48	ANNOUNCEMENTS	7 - 26
	1.48.1 Information required to be Supplied to NZX	7 - 26
	1.48.2 Notification	7 - 27
	1.48.3 Notification of Decision to Make Call	7 - 28
	1.48.4 Supplementary Dividends	7 - 29
	1.48.5 Optional Conversion	7 - 29
	1.48.6 Notice Upon Conversion	1 - 4)
	•	
1.49	EARLY AND LATE SUBSCRIPTION CLOSURE	7 - 30
	1.49.1 Early Closure	7 - 30
	1.49.2 Extension of Closing Date	7 - 30
1.50	NOTIFICATION OF LEVEL SUBSCRIPTION	7 - 30
1.00	1.50.1 Undersubscription – Underwritten	7 - 30
	1.50.2 Undersubscription – Not Underwritten	7 - 30
	-	
	VOTING RIGHTS AND RIGHTS OF EQUITY SECURITIES	8 - 1
1.51	VOTING	8 - 1
	1.51.1 Differential Voting	8 - 1
	1.51.2 Variation in Voting Rights	8 - 1
	1.51.3 Partly Paid Securities	8 - 1
	1.51.4 Participation of Options in Rights Issues	8 - 2
	1.51.5 Change of Option's Exercise Price or Number of	J - 4
	Underlying Securities	8 - 2
	1.51.6 Change of Option on a Bonus Issue	8 - 4
		0 - 4
	1.51.7 Change of option on consolidation or subdivision	0 [
	similar proportionate reconstruction	8 - 5



LIEN AND FORFEITURE 1.52.1 When Enforceable 1.52.2 Application of Proceeds of Sale 1.52.3 Restrictions on Forfeiture	8 - 5 8 - 5 8 - 5 8 - 5
MODIFICATION OF RIGHTS OF SECURITY HOLDERS 1.53.1 Procedure 1.53.2 Exception 1.53.3 Section 118	8 - 5 8 - 5 8 - 6 8 - 7
CANCELLATION OF UNPAID AMOUNTS	8 - 7
SALE OF MINIMUM HOLDINGS	8 - 7
TRANSACTIONS WITH RELATED PARTIES AND MAJO	R TRANSACTIONS
DISPOSAL OR ACQUISITION OF ASSETS 1.56.1 Approval of Resolution 1.56.2 Contents of Notice 1.56.3 Exception	9 - 1 9 - 1 9 - 1 9 - 2
TRANSACTIONS WITH RELATED PARTIES 1.57.1 Restriction 1.57.2 Definition of Material Transaction 1.57.3 Definition of Related Party 1.57.4 Exception 1.57.5 Notice of Meeting	9 - 3 9 - 3 9 - 5 9 - 6 9 - 7 9 - 10
VOTING RESTRICTIONS  1.58.1 Restriction 1.58.2 Exception 1.58.3 Proxies or Representatives 1.58.4 Discovery of Disqualified Person 1.58.5 Deadline for Challenge  DISCLOSURE AND INFORMATION	9 - 10 9 - 10 9 - 11 9 - 11 9 - 12 9 - 12
MATERIAL INFORMATION 1.59.1 Continuous Disclosure of Material Information 1.59.2 Related Party Transaction Information 1.59.3 Use of Information 1.59.4 Contractual Arrangements	10 - 1 10 - 1 10 - 5 10 - 6 10 - 6
PRE BREAK DISCLOSURE  1.60.1 Pre Break Disclosure 1.60.2 Further Conditions 1.60.3 NZX Approval of Pre Break Announcement	10 - 6 10 - 6 10 - 7 10 - 7
FORM OF DISCLOSURE AND COMMUNICATION  1.61.1 Form of Information  1.61.2 Market Announcements for Public Release by NZX  1.61.3 Manner of Disclosure  1.61.4 Embargoes  1.61.5 Additional Information  1.61.6 Material Marked Not for Public Release  1.61.7 Release of Information Marked Not for Public Release	10 - 9 10 - 9 10 - 10 10 - 10 10 - 12 10 - 12 10 - 12
	1.52.1 When Enforceable 1.52.2 Application of Proceeds of Sale 1.52.3 Restrictions on Forfeiture  MODIFICATION OF RIGHTS OF SECURITY HOLDERS 1.53.1 Procedure 1.53.2 Exception 1.53.3 Section 118  CANCELLATION OF UNPAID AMOUNTS  SALE OF MINIMUM HOLDINGS  TRANSACTIONS WITH RELATED PARTIES AND MAJO  DISPOSAL OR ACQUISITION OF ASSETS 1.56.1 Approval of Resolution 1.56.2 Contents of Notice 1.56.3 Exception  TRANSACTIONS WITH RELATED PARTIES 1.57.1 Restriction 1.57.2 Definition of Material Transaction 1.57.3 Definition of Related Party 1.57.4 Exception 1.58.5 Notice of Meeting  VOTING RESTRICTIONS 1.58.1 Restriction 1.58.2 Exception 1.58.3 Proxies or Representatives 1.58.4 Discovery of Disqualified Person 1.58.5 Deadline for Challenge  DISCLOSURE AND INFORMATION 1.59.1 Continuous Disclosure of Material Information 1.59.2 Related Party Transaction Information 1.59.3 Use of Information 1.59.4 Contractual Arrangements  PRE BREAK DISCLOSURE 1.60.1 Pre Break Disclosure 1.60.2 Further Conditions 1.60.3 NZX Approval of Pre Break Announcement  FORM OF DISCLOSURE AND COMMUNICATION 1.61.1 Form of Information 1.61.2 Market Announcements for Public Release by NZX 1.61.3 Manner of Disclosure 1.61.4 Embargoes 1.61.5 Additional Information 1.61.6 Material Marked Not for Public Release

1.62	PRELIMINARY ANNOUNCEMENTS  1.62.1 Full Year and Half Year  1.62.2 Contents of Preliminary Announcement	10 - 13 10 - 13 10 - 13
1.63	ANNUAL AND HALF YEARLY REPORTS  1.63.1 Annual Report  1.63.2 Exception for State enterprises  1.63.3 Half Yearly Report  1.63.4 Electronic Reports  1.63.5 Disclosures to be Contained in Annual Report  1.63.6 Changes of Reporting Period  1.63.7 Participants	10 - 14 10 - 14 10 - 15 10 - 15 10 - 15 10 - 16 10 - 17 10 - 17
1.64	FINANCIAL STATEMENTS 1.64.1 Financial Reporting Act 1993 1.64.2 Additional Information	10 - 17 10 - 17 10 - 17
1.65	OTHER INFORMATION TO BE NOTIFIED TO NZX  1.65.1 Matters on which Information Required  1.65.2 Copies of Notices	10 - 17 10 - 18 10 - 18
1.66	DISCLOSURE OF RELEVANT INTERESTS IN SECURITION 1.66.1 Powers under Securities Markets Act 1988 1.66.2 Release to NZX	10 - 19 10 - 19 10 - 19
1.67	ANNOUNCEMENTS BY MINING NZAX ISSUERS 1.67.1 Mining Definitions 1.67.2 Reporting Requirement of Unlisted Joint Venture Partner to Issuer 1.67.3 Contents of Geophysical Survey Report 1.67.4 Requirement to Provide Quarterly Report Within One Month	10 - 19 10 - 19 10 - 20 10 - 20 10 - 20
1.68	HYDROCARBON REPORTS  1.68.1 Hydrocarbon Definitions 1.68.2 Probable and Possible Hydrocarbon Reserves Report  1.68.3 Expert to Prepare Hydrocarbon Reserves Report 1.68.4 Potential Hydrocarbon Reserves Report 1.68.5 Weekly Hydrocarbon Reports 1.68.6 Reports of Hydrocarbon Reserves 1.68.7 Flow Test Reports	10 - 20 10 - 20 10 - 21 10 - 21 10 - 22 10 - 22 10 - 23 10 - 23
1.69	ORE AND MINERALISATION REPORTS  1.69.1 Use of Term "Mineralisation"  1.69.2 Pre-Resource Mineralisation Reports  1.69.3 Geophysical and Geochemical Reports  1.69.4 Assay Results  1.69.5 Identified Mineral Ore Reserves Reports  1.69.6 Competent Person to Prepare Ore and Mineralisation Reports	10 - 23 10 - 23 10 - 24 10 - 24 10 - 24 10 - 24
	TRANSFERS AND STATEMENTS	11 - 1
1.70	TRANSFER OF SECURITIES  1.70.1 Right to Transfer  1.70.2 Improperly Competed Written Transfers  1.70.3 Documentation  1.70.4 Permitted Restrictions  1.70.5 Special Restrictions  1.70.6 No Cancellation of Rights	11 - 1 11 - 1 11 - 1 11 - 1 11 - 1 11 - 2 11 - 2



1.71	STATEMENTS	11 - 3
	1.71.1 Issue of Statements	11 - 3
	1.71.2 Exceptions	11 - 4
	1.71.3 Statement after Issue or Transfer	11 - 4
	1.71.4 Transfer Details in Statement	11 - 4
1.72	REGISTRATION	11 - 4
	1.72.1 Registrars to Comply	11 - 4
	1.72.2 General NZAX Issuer Responsibility	11 - 5
	1.72.3 Time of Registration after Receipt of Written	
	Tran	11 - 5
1.73	"FASTER" SYSTEM	11 - 5
	1.73.1 Definitions	11 - 5
	1.73.2 Operation	11 - 5
	1.73.3 Inward Transfer	11 - 6
	1.73.4 Outward Transfer	11 - 6
	1.73.5 Warranty by Delivery and Settlement	
	Participants	11 - 6
	1.73.6 Cause of Action	11 - 7
	1.73.7 Continued Application of NZAX Listing Rules	11 - 7
	1.73.8 No Waiver of FASTER Requirements	11 - 7

### **APPENDICES**

Appendix 1	Preliminary Half Year Report Announcement
	Prescribed Information for Half Year/Full Year
	Report Announcement
Appendix 2	Requirements for Constitutions
Appendix 3	Disclosure Document
Appendix 4	Notice of Event Affecting Securities
Appendix 5	Timing of Events Affecting Securities
Appendix 6	Quarterly Report of Consolidated Cash Flows
Appendix 7	Australian Code for Reporting of Mineral
	Resources and Ore Reserves
Appendix 8	Provisions of NZAX Listing Rules Excluded
	for Dual Listed NZAX Issuers

9 of 9 February 2007