

# WAIVER FROM LISTING RULE 14.7

Northern Star Resources Limited (ASX:NST) has obtained a waiver from ASX Listing Rule 14.7 in relation to voting exclusions applying to Resolution 3 to be considered at the Annual General Meeting on 15 November 2018.

The waiver permits the Company not to disregard votes on Resolution 3 which all relate to the placement announced by the Company on 30 August 2018 (Placement), cast by Nominee Holders (see below) on behalf of beneficiaries who did not participate in the Placement. The decision and the terms and conditions of the waiver are set out below.

## ASX ANNOUNCEMENT 6 November 2018

### Australian Securities Exchange Code: NST

#### Board of Directors

Mr Bill Beament  
*Executive Chairman*

Mr John Fitzgerald  
*Lead Independent Director*

Mr Chris Rowe  
*Non-Executive Director*

Mr Peter O'Connor  
*Non-Executive Director*

Ms Shirley In't Veld  
*Non-Executive Director*

#### Issued Capital

Shares 639.45 million

Performance Rights 10.38 million

Current Share Price A\$8.63

Market Capitalisation  
A\$5.5 billion

Cash and Cash Equivalents  
30 Sept 2018 - A\$277 million

#### Projects

Jundee Operations  
Kalgoorlie Operations  
Pogo Operations  
Paulsens Mine  
Central Tanami (40% of JV)  
Western Tanami

[www.nsr ltd.com](http://www.nsr ltd.com)

ABN: 43 092 832 892

1. Based solely on the information provided, ASX Limited ("ASX") grants Northern Star Resources Limited (the "Company"), a waiver from Listing Rule 14.7 to the extent necessary to permit the Company not to comply with the voting exclusion statement in the notice of annual general meeting dated 15 October 2018 in relation to the resolution for the ratification of a placement of securities by the Company ("Placement") which is Resolution 3 in that notice ("Resolution"), so that the votes of holders of securities who participated in the Placement may be counted, to the extent only that those holders are acting solely in a fiduciary, nominee or custodial capacity on behalf of beneficiaries who did not participate in the Placement (the "Nominee Holders"), on the following conditions.
  - 1.1 The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the Placement, nor are they an associate of a person who participated in the Placement.
  - 1.2 The beneficiaries direct the Nominee Holders how to on the Resolution.
  - 1.3 The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.
  - 1.4 The terms of the waiver are immediately released to the market.
2. ASX has considered Listing Rule 14.7 only and makes no statement as to the Company's compliance with other Listing Rules.



**HILARY MACDONALD**  
**General Counsel & Company Secretary**  
**Northern Star Resources Limited**