



4 January 2016

The Manager
Company Announcements
Australian Securities Exchange
Level 5, 20 Bridge Street
Sydney NSW 2000

By E-Lodgement

Dear Sirs

ASX Waiver – ASX Listing Rule 14.7

Noble Mineral Resources Limited (**Company**) wishes to advise that the ASX has agreed to grant the Company a waiver from ASX Listing Rule 14.7 to the extent necessary to permit the Company to issue securities to related parties (**Related Party Securities**) more than one month after shareholders approved the issue of the Related Party Securities at the Extraordinary General Meeting held on 23 November 2015, on condition that the securities are issued no later than 23 February 2016.

The terms of the waiver are as follows:

“DECISION

1. *Based solely on the information provided, ASX Limited (“ASX”) grants Noble Mineral Resources Limited (the “Company”) a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue, as approved by shareholders at the extraordinary general meeting (“EGM”) held on 23 November 2015, the following securities later than 1 month after the date of shareholder approval on condition that the securities are issued no later than 23 February 2016 and the terms of the waiver are released to the market immediately.*
 - 1.1 *Up to 86,800,000 First Placement Shares;*
 - 1.2 *Up to 55,800,000 First Placement Options;*
 - 1.3 *Up to 30,000,000 Second Placement Shares;*
 - 1.4 *Up to 25,500,000 Management Options.*
(collectively “Related Party Securities”)
2. *ASX has considered listing rule 14.7 only and makes no statement as to the Company’s compliance with other listing rules.*

If you have any queries, please contact the undersigned on (02) 8072 1400.

A handwritten signature in black ink, appearing to read 'Andrew Whitten', with a stylized flourish at the end.

Andrew Whitten
Company Secretary
ASX Code: NMG