

28 May 2019

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

By Electronic Lodgement

Dear Sirs

ASX waiver confirmation

Navigator Resources Limited (ASX:NAV) (**NAV** or **the 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 enable the Company to issue securities to related parties more than one month after shareholders approved the issue of securities at the Extraordinary General Meeting held on 8 April 2019.

The terms of the waiver are as follows:

“DECISION

- 1 *Based solely on the information provided, ASX Limited (“ASX”) grants Navigator Resources Limited (the “Company”) a waiver from listing rule 14.7 to the extent necessary to permit the Company to issue, on a post-consolidated basis, the following securities to directors of the Company, as approved by shareholders at the extraordinary general meeting held on 8 April 2019 (“EGM”), later than one month after the date of the EGM.*
 - 1.1 *Up to 1,500,000 fully paid ordinary shares to Gregory Ruddock.*
 - 1.2 *Up to 500,000 fully paid ordinary shares to Joshua McKean,*
(together, the “Related Party Securities”), on the following conditions.
 - 1.3 *The Related Party Securities are issued no later than 8 July 2019 and on the same terms and conditions as approved by the Company’s shareholders at the EGM.*
 - 1.4 *The terms of this waiver are released to the market immediately.*
- 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 +61 2 8072 1400.

Yours faithfully



Alistair McKeough
Company Secretary
Navigator Resources Limited