

# Appendix 1A

## ASX Listing application and agreement

This form is for use by an entity seeking admission to the <sup>+</sup>official list as an ASX Listing (for classification as an ASX Debt Listing use Appendix 1B, and for classification as an ASX Foreign Exempt Listing use Appendix 1C). The form is in 3 parts:

1. Application for admission to the <sup>+</sup>official list;
2. Information to be completed; and
3. Agreement to be completed.

Information and documents (including this appendix) given to ASX in support of an application become ASX's property and may be made public. This may be prior to admission of the entity and <sup>+</sup>quotation of its <sup>+</sup>securities. Publication does not mean that the entity will be admitted or that its <sup>+</sup>securities will be quoted.

Introduced 1/7/96. Origin: Appendix 1. Amended 1/7/97, 1/7/98, 1/9/99, 13/3/2000, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005, 20/07/2007.

### Part 1 - Application for admission to the official list

Name of entity

ABN

BROKEN HILL PROSPECTING LIMITED

83 003 453 503

We (the entity) apply for admission to the <sup>+</sup>official list of ASX Limited (ASX) and for <sup>+</sup>quotation of <sup>+</sup>securities.

### Part 2 - Information to be completed

#### About the entity

You must complete the relevant sections (attach sheets if there is not enough space).

#### All entities

- 1 Deleted 30/9/2001

- 2 <sup>+</sup>Main class of <sup>+</sup>securities

Number

<sup>+</sup>Class

<sup>+</sup> See chapter 19 for defined terms.

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|   |                                                                                       |                     |                                                                                                                                                                    |                                                                      |
|---|---------------------------------------------------------------------------------------|---------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|
| 3 | Additional <sup>+</sup> classes of <sup>+</sup> securities (except <sup>+</sup> CDIs) | Number to be quoted | 60,200,000 existing shares<br>Up to 25,000,00 new shares under the Issue @\$0.20 and up to a maximum of a further 10,000,000 shares if the issue is oversubscribed | Ordinary                                                             |
|   |                                                                                       |                     | 25,650,000 existing options and up to 12,500,00 new options under the Issue and up to a maximum of a further 5,000,000 options if oversubscribed                   | Options exercisable at \$0.20 at any time within 5 years of listing. |
|   |                                                                                       |                     |                                                                                                                                                                    |                                                                      |

<sup>+</sup> See chapter 19 for defined terms.

| Number not to be quoted | +Class |
|-------------------------|--------|
|                         |        |
|                         |        |

- 4 Telephone number, postal address for all correspondence, general fax number, fax number for +company announcements office to confirm release of information to the market, and e-mail address for contact purposes.

In Australia  
Level 14  
52 Philip Street  
SYDNEY NSW 2000  
Ph 612 9252 5300  
Fx 612 9252 8400  
Email mail@thefamilyoffice.com.au

- 5 Address of principal +security registries for each +class of +security (including +CDIs)

Computershare Investor Services Pty Ltd  
ABN 48 078 279 277  
5/115 Grenfell Street  
Adelaide SA 5000  
Phone within Australia: 1300 612 564  
Phone outside Australia: +613 9938 4362  
Fax: 1300 534 987  
Website: www.computershare.com.au

- 6 Annual balance date

30<sup>th</sup> June

**Companies only**  
(Other entities go to 19)

- 7 Name and title of chief executive officer/managing director

Mr Peter Robert Atkinson

- 8 Name and title of chairperson of directors

Mr Francis Creagh O'Connor  
Non Executive Chairman

+ See chapter 19 for defined terms.

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|    |                                                                                                                                          |                                                                                                                                                                                                                                                  |
|----|------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 9  | Names of all directors                                                                                                                   | Francis Creagh O'Connor – non executive chairman<br>Geoffrey Guild Hill – non executive director<br>Ralph Nicholas Stagg – non executive director<br>Warren Richard Eades – non executive director<br>Peter Robert Atkinson – executive director |
| 10 | Duration of appointment of directors (if not subject to retirement by rotation) and details of any entitlement to participate in profits | 1/3 <sup>rd</sup> by rotation.                                                                                                                                                                                                                   |
| 11 | Name and title of company secretary                                                                                                      | Donald De Boer, Company Secretary                                                                                                                                                                                                                |
| 12 | Place of incorporation                                                                                                                   | New Zealand                                                                                                                                                                                                                                      |
| 13 | Date of incorporation                                                                                                                    | 29 October, 1986                                                                                                                                                                                                                                 |
| 14 | Legislation under which incorporated                                                                                                     | New Zealand Companies Act                                                                                                                                                                                                                        |
| 15 | Address of registered office in Australia                                                                                                | Level 14<br>52 Philip Street<br>SYDNEY NSW 2000                                                                                                                                                                                                  |
| 16 | Month in which annual meeting is usually held                                                                                            | October                                                                                                                                                                                                                                          |
| 17 | Months in which dividends are usually paid (or are intended to be paid)                                                                  | March (interim half year) and October (final)                                                                                                                                                                                                    |

<sup>+</sup> See chapter 19 for defined terms.

- 18 If the entity is a foreign company which has a certificated subregister for quoted <sup>+</sup>securities, the location of Australian <sup>+</sup>security registers

Not Applicable

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<sup>+</sup> See chapter 19 for defined terms.

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- 18A If the entity is a foreign company, the name and address of the entity's Australian agent for service of process

Donald De Boer  
International Pacific Capital Ltd  
ACN 003 309 475  
Level 14  
52 Phillip Street  
SYDNEY NEW SOUTH WALES 2000

*(Companies now go to 31)*

**All entities except companies**

- 19 Name and title of chief executive officer/managing director of the responsible entity

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|  |
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- 20 Name and title of chairperson of directors of responsible entity

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|  |
|--|

- 21 Names of all directors of the responsible entity

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- 22 Duration of appointment of directors of responsible entity (if not subject to retirement by rotation) and details of any entitlement to participate in profits

|  |
|--|
|  |
|--|

- 23 Name and title of company secretary of responsible entity

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<sup>+</sup> See chapter 19 for defined terms.

|     |                                                                                                                                                                       |  |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 23A | Trusts only - the names of the members of the compliance committee (if any)                                                                                           |  |
| 24  | Place of registration of the entity                                                                                                                                   |  |
| 25  | Date of registration of the entity                                                                                                                                    |  |
| 26  | Legislation under which the entity is registered                                                                                                                      |  |
| 27  | Address of administration office in Australia of the entity                                                                                                           |  |
| 28  | If an annual meeting is held, month in which it is usually held                                                                                                       |  |
| 29  | Months in which distributions are usually paid (or are intended to be paid)                                                                                           |  |
| 30  | If the entity is a foreign entity which has a certificated subregister for quoted <sup>+</sup> securities, the location of Australian <sup>+</sup> security registers |  |
| 30A | If the entity is a foreign trust, the name and address of the entity's Australian agent for service of process                                                        |  |

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<sup>+</sup> See chapter 19 for defined terms.

## About the entity

### All entities

Tick to indicate you are providing the information or documents

Where is the information or document to be found? (eg, prospectus cross reference)

- |    |                                     |                                                                                                                                                      |                                                             |
|----|-------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|
| 31 | <input checked="" type="checkbox"/> | Evidence of compliance with 20 cent minimum issue price or sale price, and spread requirements                                                       | Section 4.1 of Prospectus (issue up to 25m shares @\$Ao.20) |
| 32 | <input checked="" type="checkbox"/> | Prospectus, Product Disclosure Statement or information memorandum relevant to the application (250 copies)                                          | To be provided as required                                  |
| 33 | <input checked="" type="checkbox"/> | Cheque for fees                                                                                                                                      | To be paid on acceptance                                    |
| 34 | <input checked="" type="checkbox"/> | Type of subregisters the entity will operate<br><small>Example: CHESS and certificated subregisters</small>                                          | chess                                                       |
| 35 | <input checked="" type="checkbox"/> | Copies of any contracts referred to in the prospectus, Product Disclosure Statement or information memorandum (including any underwriting agreement) | Material agreement section 10 of Prospectus attached        |
| 36 | <input checked="" type="checkbox"/> | A certified copy of any restriction agreement entered into in relation to *restricted securities                                                     |                                                             |
| 37 | <input type="checkbox"/>            | If there are *restricted securities, undertaking issued by any bank or *recognised trustee                                                           |                                                             |
| 38 | <input checked="" type="checkbox"/> | (Companies only) - certificate of incorporation or other evidence of status (including any change of name)                                           |                                                             |
| 39 |                                     | (All entities except companies) - certificate of registration or other evidence of status (including change of name)                                 |                                                             |
| 40 | <input checked="" type="checkbox"/> | Copy of the entity's constitution (eg, if a company, the memorandum and articles of association)                                                     |                                                             |

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\* See chapter 19 for defined terms.



|     |                                                                                                                                                                                       | Where is the information or document to be found? (eg, prospectus cross reference) |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| 41  | <input checked="" type="checkbox"/> Completed checklist that the constitution complies with the listing rules (copy of articles checklist is available from any Companies Department) |                                                                                    |
| 42  | <input checked="" type="checkbox"/> A brief history of the entity or, if applicable, the group                                                                                        | Section 2 of the Prospectus and Chairman's letter                                  |
| 42A | <input checked="" type="checkbox"/> Copy of agreement with ASX that documents may be given to ASX and authenticated electronically.                                                   |                                                                                    |

### About the securities to be quoted

#### All entities

|    |                                                                                                                                                                                                                                                              |                                                                                                 |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| 43 | <input checked="" type="checkbox"/> Confirmation that the +securities to be quoted are eligible to be quoted under the listing rules                                                                                                                         | Prospectus section 4                                                                            |
| 44 | <input checked="" type="checkbox"/> Voting rights of +securities to be quoted                                                                                                                                                                                | Section 10 of Prospectus and Constitution                                                       |
| 45 | <input checked="" type="checkbox"/> A specimen certificate/holding statement for each +class of +securities to be quoted and a specimen holding statement for +CDIs                                                                                          | attached                                                                                        |
| 46 | <input checked="" type="checkbox"/> Terms of the +securities to be quoted                                                                                                                                                                                    | Refer section 2 and 4 of the Prospectus                                                         |
| 47 | <input checked="" type="checkbox"/> A statement setting out the names of the 20 largest holders in each +class of +securities to be quoted, and the number and percentage of each +class of +securities held by those holders                                | Attached.                                                                                       |
| 48 | <input checked="" type="checkbox"/> A distribution schedule of each +class of +equity securities to be quoted, setting out the number of holders in the categories -<br>1 - 1,000<br>1,001 - 5,000<br>5,001 - 10,000<br>10,001 - 100,000<br>100,001 and over | attached                                                                                        |
| 49 | <input checked="" type="checkbox"/> The number of holders of a parcel of +securities with a value of more than \$2,000, based on the issue/sale price                                                                                                        | All existing shareholders and all existing option holders have greater than a marketable parcel |

+ See chapter 19 for defined terms.

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- |    |                          |                                                                                              |                                                                                    |
|----|--------------------------|----------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| 50 | <input type="checkbox"/> | Terms of any <sup>+</sup> debt securities and <sup>+</sup> convertible debt securities       | Not Applicable                                                                     |
|    |                          |                                                                                              | Where is the information or document to be found? (eg, prospectus cross reference) |
| 51 | <input type="checkbox"/> | Trust deed for any <sup>+</sup> debt securities and <sup>+</sup> convertible debt securities | Not Applicable                                                                     |
| 52 | <input type="checkbox"/> | Deleted 24/10/2005.                                                                          | N/A                                                                                |

**All entities with classified assets**

*(Other entities go to 62)*

*All <sup>+</sup>mining exploration entities and, if ASX asks, any other entity that has acquired, or entered into an agreement to acquire a <sup>+</sup>classified asset, must give ASX the following information.*

- |    |                                     |                                                                                                                                                                                                                                   |                                                                                                   |
|----|-------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|
| 53 |                                     | The name of the vendor and details of any relationship of the vendor with us                                                                                                                                                      |                                                                                                   |
| 54 | <input type="checkbox"/>            | If the vendor was not the beneficial owner of the <sup>+</sup> classified asset at the date of the acquisition or agreement, the name of the beneficial owner(s) and details of the relationship of the beneficial owner(s) to us |                                                                                                   |
| 55 | <input checked="" type="checkbox"/> | The date that the vendor acquired the <sup>+</sup> classified asset                                                                                                                                                               | Rolled over as per the terms of ML and EL permits last rolled over on 25 <sup>th</sup> July, 2007 |
| 56 | <input checked="" type="checkbox"/> | The method by which the vendor <sup>+</sup> acquired the <sup>+</sup> classified asset, including whether by agreement, exercise of option or otherwise                                                                           | Access Deeds under ML and EL described in section 5 and section 8 of the Prospectus               |
| 57 | <input type="checkbox"/>            | The consideration passing directly or indirectly from the vendor (when the vendor <sup>+</sup> acquired the asset), and whether the consideration has been provided in full                                                       |                                                                                                   |
| 58 | <input type="checkbox"/>            | Full details of the <sup>+</sup> classified asset, including any title particulars                                                                                                                                                | As per Independent Geologist report in section 8 of the Prospectus                                |

<sup>+</sup> See chapter 19 for defined terms.

Where is the information or document to be found? (eg, prospectus cross reference)

- |    |                                     |                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                |
|----|-------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 59 | <input checked="" type="checkbox"/> | The work done by or on behalf of the vendor in developing the <sup>+</sup> classified asset. In the case of a <sup>+</sup> mining tenement, this includes prospecting in relation to the tenement. If money has been spent by the vendor, state the amount (verification of which may be required by ASX). | Refer section 5 and section 8 of the Prospectus for all work done. In terms of the sum spent on the tenement in the past 3 years please refer to the attached. |
| 60 | <input checked="" type="checkbox"/> | The date that the entity <sup>+</sup> acquired the <sup>+</sup> classified asset from the vendor, the consideration passing directly or indirectly to the vendor, and whether that consideration has been provided in full                                                                                 | N/A                                                                                                                                                            |
| 61 | <input checked="" type="checkbox"/> | A breakdown of the consideration, showing how it was calculated, and whether any experts' reports were commissioned or considered (and if so, with copies attached).                                                                                                                                       | N/A                                                                                                                                                            |

## About the entity's capital structure

### All entities

- |    |                                     |                                                                                                           |           |
|----|-------------------------------------|-----------------------------------------------------------------------------------------------------------|-----------|
| 62 |                                     | Deleted 1/9/99.                                                                                           |           |
| 63 | <input checked="" type="checkbox"/> | A copy of the register of members, if ASX asks                                                            | Attached. |
| 64 | <input checked="" type="checkbox"/> | A copy of any court orders in relation to a reorganisation of the entity's capital in the last five years | NIL       |
| 65 | <input checked="" type="checkbox"/> | The terms of any <sup>+</sup> employee incentive scheme                                                   | NIL       |
| 66 | <input checked="" type="checkbox"/> | The terms of any <sup>+</sup> dividend or distribution plan                                               | NIL       |
| 67 | <input checked="" type="checkbox"/> | The terms of any <sup>+</sup> securities that will not be quoted                                          | NIL       |
| 68 |                                     | Deleted 1/7/98.                                                                                           |           |

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<sup>+</sup> See chapter 19 for defined terms.

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Where is the information or document to be found? (eg, prospectus cross reference)

- |    |                                     |                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                 |
|----|-------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|
| 69 | <input checked="" type="checkbox"/> | The entity's issued capital (interests), showing separately each +class of +security (except +CDIs), the amount paid up on each +class, the issue price, the dividend (in the case of a trust, distribution) and voting rights attaching to each +class and the conversion terms (if applicable)                                | Refer section 4 of the Prospectus.<br>Re voting rights refer articles 19-40 of the constitution                                                 |
| 70 | <input checked="" type="checkbox"/> | The number of the entity's debentures, except to bankers, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each +class and conversion terms (if applicable)<br><br>Note: This applies whether the securities are quoted or not.   | NIL                                                                                                                                             |
| 71 | <input checked="" type="checkbox"/> | The number of the entity's unsecured notes, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each +class and conversion terms (if applicable)<br><br>Note: This applies whether the securities are quoted or not.                 | NIL                                                                                                                                             |
| 72 | <input checked="" type="checkbox"/> | The number of the entity's options to +acquire unissued +securities, showing the number outstanding<br><br>Note: This applies whether the securities are quoted or not.                                                                                                                                                         | 26,650,000                                                                                                                                      |
| 73 | <input checked="" type="checkbox"/> | Details of any rights granted to any +person, or to any class of +persons, to participate in an issue of the entity's +securities<br><br>Note: This applies whether the securities are quoted or not.                                                                                                                           | Shareholders of Heritage Gold NZ limited (ASX HTM) have a priority right to participate in the Issue refer section 1, 2 and 4 of the Prospectus |
| 74 | <input checked="" type="checkbox"/> | If the entity has any +child entities, a list of all +child entities stating in each case the name, the nature of its business and the entity's percentage holding in it. Similar details should be provided for every entity in which the entity holds (directly or indirectly) 20% or more of the issued capital (interests). | NIL                                                                                                                                             |

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+ See chapter 19 for defined terms.

## About the entity's financial position

(Entities meeting the profit test go to 75. For the assets test go to 81A.)

### All entities meeting the profit test

|         |                                                                                                                                                                                                  | Where is the information or document to be found? (eg, prospectus cross reference) |
|---------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| 75      | <input type="checkbox"/> Evidence that the entity has been in the same main business activity for the last 3 full financial years                                                                | <div style="border: 1px solid black; height: 30px;"></div>                         |
| 76      | <input type="checkbox"/> Evidence that the entity is a going concern (or successor) and its aggregated profit for the last 3 full financial years                                                | <div style="border: 1px solid black; height: 30px;"></div>                         |
| 76A     | <input type="checkbox"/> Evidence that the entity's <sup>+</sup> profit from continuing operations in the past 12 months exceeded \$400,000                                                      | <div style="border: 1px solid black; height: 30px;"></div>                         |
| 77      | <input type="checkbox"/> Audited <sup>+</sup> accounts for the last 3 full financial years and audit reports                                                                                     | <div style="border: 1px solid black; height: 30px;"></div>                         |
| 78 - 79 | Deleted 1/7/97.                                                                                                                                                                                  |                                                                                    |
| 80      | <input type="checkbox"/> Half yearly <sup>+</sup> accounts (if required) and audit report or review                                                                                              | <div style="border: 1px solid black; height: 30px;"></div>                         |
| 80A     | <input type="checkbox"/> Pro forma balance sheet and review                                                                                                                                      | <div style="border: 1px solid black; height: 30px;"></div>                         |
| 80B     | <input type="checkbox"/> Statement from all directors or all directors of the responsible entity confirming that the entity is continuing to earn <sup>+</sup> profit from continuing operations | <div style="border: 1px solid black; height: 30px;"></div>                         |

### All entities meeting the assets test

(only complete one of 81A, 81B or 81C and one of 82 or 83)

Introduced 1/7/96. Amended 1/7/99.  
Deleted 1/7/97

|     |                                                                                                                                                                                                         |                                                                                              |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|
| 81  |                                                                                                                                                                                                         |                                                                                              |
| 81A | <input checked="" type="checkbox"/> For entities other than <sup>+</sup> investment entities, evidence of net tangible assets of at least \$2 million or market capitalisation of at least \$10 million | <div style="border: 1px solid black; height: 30px; padding: 2px;">Prospectus section 9</div> |
| 81B | <input checked="" type="checkbox"/> For <sup>+</sup> investment entities other than <sup>+</sup> pooled development funds, evidence of net tangible assets of at least \$15 million                     | <div style="border: 1px solid black; height: 30px; padding: 2px;">N/A</div>                  |
| 81C | <input checked="" type="checkbox"/> Evidence that the entity is a <sup>+</sup> pooled development fund with net tangible assets of at least \$2 million                                                 | <div style="border: 1px solid black; height: 30px; padding: 2px;">N/A</div>                  |

<sup>+</sup> See chapter 19 for defined terms.

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|          |                                                                                                                                                                                                                                                                                                         | Where is the information or document to be found? (eg, prospectus cross reference) |
|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| 82       | <input checked="" type="checkbox"/> Evidence that at least half of the entity's total tangible assets (after raising any funds) is not cash or in a form readily convertible to cash (if there are no-commitments)                                                                                      | Prospectus section 9                                                               |
| 83       | <input checked="" type="checkbox"/> Evidence that there are commitments to spend at least half of the entity's cash and assets in a form readily convertible to cash (if half or more of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash) | Prospectus section 10 and section 5.14-5.16 inclusive                              |
| 84       | <input checked="" type="checkbox"/> Statement that there is enough working capital to carry out the entity's stated objectives (and statement by independent expert, if required)                                                                                                                       | Refer Prospectus section 4.14-4.16(inclusive)                                      |
| 85       | Deleted 1/9/99.                                                                                                                                                                                                                                                                                         |                                                                                    |
| 86       | Deleted 1/7/97.                                                                                                                                                                                                                                                                                         |                                                                                    |
| 87       | <input checked="" type="checkbox"/> +Accounts for the last 3 full financial years and audit report, review or statement that not audited or not reviewed                                                                                                                                                | Attached. Please note accounts for 2008 and 2009 are in \$NZ and 2010 are in \$A   |
| 87A      | <input checked="" type="checkbox"/> Half yearly +accounts (if required) and audit report, review or statement that not audited or not reviewed                                                                                                                                                          | N/A                                                                                |
| 87B      | <input checked="" type="checkbox"/> Audited balance sheet (if required) and audit report                                                                                                                                                                                                                | Attached refer item 87                                                             |
| 87C      | <input checked="" type="checkbox"/> Pro forma balance sheet and review<br>(Now go to 106)                                                                                                                                                                                                               | Section 9 of the Prospectus                                                        |
| 88       | Deleted 1/7/97.                                                                                                                                                                                                                                                                                         |                                                                                    |
| 89-92C   | Deleted 1/9/99.                                                                                                                                                                                                                                                                                         |                                                                                    |
| 93       | Deleted 1/7/97.                                                                                                                                                                                                                                                                                         |                                                                                    |
| 94-98C   | Deleted 1/9/99.                                                                                                                                                                                                                                                                                         |                                                                                    |
| 99       | Deleted 1/7/97.                                                                                                                                                                                                                                                                                         |                                                                                    |
| 100-105C | Deleted 1/9/99.                                                                                                                                                                                                                                                                                         |                                                                                    |

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<sup>+</sup> See chapter 19 for defined terms.

## About the entity's business plan and level of operations

### All entities

Information contained in the information memorandum

Where is the information or document to be found? (eg, prospectus cross reference)

- 106 ☒ Details of the entity's existing and proposed activities, and level of operations. State the main business

Refer section 2 and 5 and 8 of the Prospectus

- 107 ☒ Details of any issues of the entity's +securities (in all +classes) in the last 5 years. Indicate issues for consideration other than cash

attached

### Information memorandum requirements

#### All entities

- 108 ☒ If the entity is a company, a statement that all the information that would be required under section 710 of the Corporations Act if the information memorandum were a prospectus offering for subscription the same number of +securities for which +quotation will be sought is contained in the information memorandum. If the entity is a trust, a statement that all the information that would be required under section 1013C of the Corporations Act if the information memorandum were a Product Disclosure Statement offering for subscription the same number of +securities for which +quotation will be sought is contained in the information memorandum

Refer sections 2,3,4,5,6,7,8,9 and 10 of the Prospectus

- 109 ☒ The signature of every director, and proposed director, of the entity personally or by a +person authorised in writing by the director (in the case of a trust, director of the responsible entity)

Refer section 10 of the Prospectus

- 110 ☒ The date the information memorandum is signed

Consent to lodgement section of the Prospectus

- 111(a) ☒ Full particulars of the nature and extent of any interest now, or in the past 2 years, of every director or proposed director of the entity (in the case of a trust, the responsible entity), in the promotion of the entity, or in the property acquired or proposed to be acquired by it

Refer section 10 of the Prospectus

- 111(b) ☒ If the interest was, or is, as a member or partner in another entity, the nature and extent of the interest of that other entity

Refer section 10 of Prospectus

+ See chapter 19 for defined terms.

## Appendix 1A

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| Information contained in the information memorandum                                                                                                                                                                                                                                                                                                                                                                                                                        | Where is the information or document to be found? (eg, prospectus cross reference) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| 11(c) <input checked="" type="checkbox"/> If the interest was or is as a member or partner in another entity, a statement of all amounts paid or agreed to be paid to him or her or the entity in cash, <sup>+</sup> securities or otherwise by any <sup>+</sup> person to induce him or her to become or to qualify him or her as, a director, or for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity | Refer section 10 of Prospectus                                                     |
| 112(a) <input checked="" type="checkbox"/> Full particulars of the nature and extent of any interest of every expert in the promotion of the entity, or in the property acquired or proposed to be acquired by it                                                                                                                                                                                                                                                          | Refer section 10 of Prospectus                                                     |
| 112(b) <input checked="" type="checkbox"/> If the interest was or is as a member or partner in another entity, the nature and extent of the interest of that other entity                                                                                                                                                                                                                                                                                                  | Refer section 10 of Prospectus                                                     |
| 112(c) <input checked="" type="checkbox"/> If the interest was or is as a member or partner in another entity, a statement of all amounts paid or agreed to be paid to him or her or the entity in cash, <sup>+</sup> securities or otherwise by any <sup>+</sup> person for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity                                                                           | Refer section 10 of Prospectus                                                     |
| 113 <input checked="" type="checkbox"/> A statement that ASX does not take any responsibility for the contents of the information memorandum                                                                                                                                                                                                                                                                                                                               | Refer Important Information section                                                |
| 114 <input checked="" type="checkbox"/> A statement that the fact that ASX may admit the entity to its <sup>+</sup> official list is not to be taken in any way as an indication of the merits of the entity                                                                                                                                                                                                                                                               | Refer Important Information and section 4 of Prospectus                            |
| 115 <input checked="" type="checkbox"/> If the information memorandum includes a statement claiming to be made by an expert or based on a statement made by an expert, a statement that the expert has given, and has not withdrawn, consent to the issue of the information memorandum with the particular statement included in its form and context                                                                                                                     | Refer section 10 of Prospectus                                                     |

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<sup>+</sup> See chapter 19 for defined terms.



Where is the information or document to be found? (eg, prospectus cross reference)

|     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                              |
|-----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|
| 116 | <input checked="" type="checkbox"/> A statement that the entity has not raised any capital for the 3 months before the date of issue of the information memorandum and will not need to raise any capital for 3 months after the date of issue of the information memorandum                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Refer section 5 of Prospectus                                |
| 117 | <input checked="" type="checkbox"/> A statement that a supplementary information memorandum will be issued if the entity becomes <sup>+</sup> aware of any of the following between the issue of the information memorandum and the date the entity's <sup>+</sup> securities are <sup>+</sup> quoted or reinstated. <ul style="list-style-type: none"> <li>• A material statement in the information memorandum is misleading or deceptive.</li> <li>• There is a material omission from the information memorandum.</li> <li>• There has been a significant change affecting a matter included in the information memorandum.</li> <li>• A significant new circumstance has arisen and it would have been required to be included in the information memorandum</li> </ul> | Refer section 10 of the Prospectus and consent to lodgement. |

*Information contained in the supplementary information memorandum*

|     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |     |
|-----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| 118 | <input checked="" type="checkbox"/> If there is a supplementary information memorandum: <ul style="list-style-type: none"> <li>• Correction of any deficiency.</li> <li>• Details of any material omission, change or new matter.</li> <li>• A prominent statement that it is a supplementary information memorandum.</li> <li>• The signature of every director, or proposed director, of the entity personally or by a <sup>+</sup>person authorised in writing by the director (in the case of a trust, director of the responsible entity).</li> <li>• The date the supplementary information memorandum is signed.</li> </ul> | N/A |
|-----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|

*Evidence if supplementary information memorandum is issued*

|     |                                                                                                                                                                                                                    |     |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| 119 | <input checked="" type="checkbox"/> Evidence that the supplementary information memorandum accompanied every copy of the information memorandum issued after the date of the supplementary information memorandum. | N/A |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|

<sup>+</sup> See chapter 19 for defined terms.

## Other information

### All entities

|      |                                                                                                                                                                                                                                                                                                                                                                      | Where is the information or document to be found? (eg, prospectus cross reference) |
|------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| 120  | Evidence that the supplementary information memorandum was sent to every <sup>+</sup> person who was sent an information memorandum                                                                                                                                                                                                                                  |                                                                                    |
| 121  | <input checked="" type="checkbox"/> Details of any material contracts entered into between the entity and any of its directors (if a trust, the directors of the responsible entity)                                                                                                                                                                                 | N/A                                                                                |
| 122  | <input type="checkbox"/> A copy of every disclosure document or Product Disclosure Statement issued, and every information memorandum circulated, in the last 5 years                                                                                                                                                                                                | attached                                                                           |
| 123  | <input type="checkbox"/> Information not covered elsewhere and which, in terms of rule 3.1, is likely materially to affect the price or value of the entity's <sup>+</sup> securities                                                                                                                                                                                | n/a                                                                                |
| 123A | <input type="checkbox"/> The documents which would have been required to be given to ASX under rules 4.1, 4.2, 4.3, 4.5, 5.1, 5.2 and 5.3 had the entity been admitted to the <sup>+</sup> official list at the date of its application for admission, unless ASX agrees otherwise.<br><br>Example: ASX may agree otherwise if the entity was recently incorporated. | n/a                                                                                |

### Mining exploration entities

|     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                             |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|
| 124 | <input checked="" type="checkbox"/> A map or maps of the mining tenements prepared by a qualified <sup>+</sup> person. The maps must indicate the geology and other pertinent features of the tenements, including their extent and location in relation to a capital city or major town, and relative to any nearby properties which have a significant bearing on the potential of the tenements. The maps must be dated and identify the qualified <sup>+</sup> person and the report to which they relate. | Section 8 of the Prospectus |
| 125 | Deleted 1/7/97                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                             |

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<sup>+</sup> See chapter 19 for defined terms.

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<sup>+</sup> See chapter 19 for defined terms.

**Appendix 1A**  
**ASX Listing application and agreement**

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Where is the information or document to be found? (eg, prospectus cross reference)

- |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                   |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|
| 126 | <input checked="" type="checkbox"/> A schedule of +mining tenements prepared by a qualified person. The schedule must state in relation to each +mining tenement:<br>the geographical area where the +mining tenement is situated;<br>the nature of the title to the +mining tenement;<br>whether the title has been formally confirmed or approved and, if not, whether an application for confirmation or approval is pending and whether the application is subject to challenge; and<br>the +person in whose name the title to the +mining tenement is currently held. | Refer section 8 of the Prospectus |
| 127 | <input checked="" type="checkbox"/> If the entity has +acquired an interest or entered into an agreement to +acquire an interest in a +mining tenement from any +person, a statement detailing the date of the +acquisition of the interest from the vendor and the purchase price paid and all other consideration (whether legally enforceable or not) passing (directly or indirectly) to the vendor.                                                                                                                                                                   | Refer section 8 of the Prospectus |
| 128 | <input checked="" type="checkbox"/> A financial statement by the directors (if a trust, the directors of the responsible entity) setting out a program of expenditure together with a timetable for completion of an exploration program in respect of each +mining tenement or, where appropriate, each group of tenements                                                                                                                                                                                                                                                | Refer section 5 of the Prospectus |
| 129 | <input checked="" type="checkbox"/> A declaration of conformity or otherwise with the Australasian Code for Reporting of Identified Mineral Resources and Ore Reserves for any reports on mineral resources and +ore reserves                                                                                                                                                                                                                                                                                                                                              | Refer section 8 of the Prospectus |

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+ See chapter 19 for defined terms.

## Part 3 - Agreement

### All entities

*You must complete this agreement. If you require a seal to be bound, the agreement must be under seal.*

We agree:

- 1 Our admission to the +official list is in ASX's absolute discretion. ASX may admit us on any conditions it decides. +Quotation of our +securities is in ASX's absolute discretion. ASX may quote our +securities on any conditions it decides. Our removal from the +official list or the suspension or ending of +quotation of our +securities is in ASX's absolute discretion. ASX is entitled immediately to suspend +quotation of our +securities or remove us from the +official list if we break this agreement, but the absolute discretion of ASX is not limited.
- 2 We warrant the following to ASX.
  - The issue of the +securities to be quoted complies with the law, and is not for an illegal purpose.
  - There is no reason why the +securities should not be granted +quotation.
  - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
  - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 601MB(1), 737, 738, 992A, 992AA or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the

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+ See chapter 19 for defined terms.

information and documents. We warrant that they are (will be) true and complete.

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<sup>+</sup> See chapter 19 for defined terms.