Rules 1.1 Cond 3, 1.7

Appendix 1A

ASX Listing application and agreement

This form is for use by an entity seeking admission to the +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 +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 +quotation of its +securities. Publication does not mean that the entity will be admitted or that its +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
Antipa Minerals Ltd (**Antipa** or the **Company**)	79 147 133 364

We (the entity) apply for admission to the +official list of ASX Limited (ASX) and for +quotation of +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

		Number	+Class
2	+Main class of +securities	77,250,400	Ordinary Shares
3	Additional +classes of +securities (except +CDIs)	Number to be quoted	+Class
		25,000,000	Listed Options with an exercise price of $0.20 and an expiry date of 31 March 2013

+ See chapter 19 for defined terms.

Number not to be quoted	+Class
3,125,000	Options with an exercise price of $0.25 and an expiry date on the 3rd Anniversary of Completion under the Sale Agreement, expected to be on or around 8 April 2014.
10,500,000	Options with an exercise price of $0.30 and an expiry date of 31 January 2015.
2,000,000	Options with an exercise price of $0.30 and an expiry date of 31 January 2015
4,000,000	Options with an exercise price of $0.30 and an expiry date of 31 January 2015
250,000	Options with an exercise price of $0.30 and an expiry date of 31 January 2015.* **To be granted on the date of allotment of the main class of Securities in accordance with the terms of Employment Contact attached at Item 3.*
250,000	Options with an exercise price of $0.35 and an expiry date of 31 January 2015.* **To be granted on the date of allotment of the main class of Securities in accordance with the terms of Employment Contact attached at Item 3.*

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.	Suite 21 589 Stirling Highway COTTESLOE WA 6011 Telephone: +61 8 6365 4850 Facsimile: +61 8 6365 5116 Email: contact@antipaminerals.com.au
5	Address of principal +security registries for each +class of +security (including +CDIs)	Computershare Investor Services Pty Ltd Level 5 45 St Georges Terrace PERTH WA 6000 Telephone: 1300 557 010 Facsimile: +61 8 9323 2033
6	Annual balance date	30 June

+ See chapter 19 for defined terms.

Companies only

(Other entities go to 19)

7	Name and title of chief executive officer/managing director	Mr Roger Mason – Managing Director
8	Name and title of chairperson of directors	Mr Stephen Power – Chairman
9	Names of all directors	Mr Roger Mason Mr Stephen Power Mr Mark Rodda Mr Peter Buck Mr Gary Johnson
10	Duration of appointment of directors (if not subject to retirement by rotation) and details of any entitlement to participate in profits	Refer to clauses 11.3, 11.4 and 11.6 of the Company's Constitution (Item 1). Pursuant to clause 11.6 of the Company's Constitution, no Director other than the Managing Director shall be entitled to hold office for more than 3 years without rotation. Pursuant to clause 11.3 of the Company's Constitution, at the Company's annual general meeting every year, one-third of the Directors for the time being, or, if their number is not a multiple of 3, then the whole number nearest one-third, shall retire from office. The Directors to retire at an annual general meeting are those who have been longest in office since their last election. A managing director must retire at the end of the term of appointment (if fixed) or if the person ceases for any reason to be a director. Refer to clause 13.36 of the Company's Constitution (Item 1). Pursuant to clause 11.14 of the Company's Constitution, no non-executive director shall be paid as a part or whole of his remuneration a commission on, or a percentage of, profits or on operating revenue.
11	Name and title of company secretary	Alex Neuling – Company Secretary
12	Place of incorporation	Western Australia
13	Date of incorporation	1 November 2010

+ See chapter 19 for defined terms.

14	Legislation under which incorporated	Corporations Act 2001 (Cth)
15	Address of registered office in Australia	Suite 21 589 Stirling Highway COTTESLOE WA 6011
16	Month in which annual meeting is usually held	November
17	Months in which dividends are usually paid (or are intended to be paid)	No dividends have yet been paid by the Company.
18	If the entity is a foreign company which has a certificated subregister for quoted +securities, the location of Australian +security registers	Not applicable
18A	If the entity is a foreign company, the name and address of the entity's Australian agent for service of process	Not applicable

(Companies now go to 31)

All entities except companies

19	Name and title of chief executive officer/managing director of the responsible entity	Not applicable
20	Name and title of chairperson of directors of responsible entity	Not applicable

+ See chapter 19 for defined terms.

21	Names of all directors of the responsible entity	Not applicable
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	Not applicable
23	Name and title of company secretary of responsible entity	Not applicable
23A	Trusts only - the names of the members of the compliance committee (if any)	Not applicable
24	Place of registration of the entity	Not applicable
25	Date of registration of the entity	Not applicable
26	Legislation under which the entity is registered	Not applicable
27	Address of administration office in Australia of the entity	Not applicable
28	If an annual meeting is held, month in which it is usually held	Not applicable

+ See chapter 19 for defined terms.

29	Months in which distributions are usually paid (or are intended to be paid)	Not applicable
30	If the entity is a foreign entity which has a certificated subregister for quoted +securities, the location of Australian +security registers	Not applicable
30A	If the entity is a foreign trust, the name and address of the entity's Australian agent for service of process	Not applicable

+ See chapter 19 for defined terms.

About the entity

All entities

Item	Tick	Tick to indicate you are providing the information or documents	Where is the information or document to be found? (eg, prospectus cross reference)
31	[X]	Evidence of compliance with 20 cent minimum issue price or sale price, and spread requirements	Refer to Section 3.1 of the Prospectus. (Item 2)
32	[X]	Prospectus, Product Disclosure Statement or information memorandum relevant to the application (250 copies)	2 copies provided (Item 2)
33	[X]	Cheque for fees	A cheque in the sum of $43,700.00 (including GST) is attached.
34	[X]	Type of subregisters the entity will operate Example: CHESS and certificated subregisters	CHESS. Refer to Section 3.13 of the Prospectus attached (Item 3)
35	[X]	Copies of any contracts referred to in the prospectus, Product Disclosure Statement or information memorandum (including any underwriting agreement)	Copies of material contracts referred to in Section 10 of Prospectus attached (Item 3)
36	[ ]	A certified copy of any restriction agreement entered into in relation to +restricted securities	To be provided
37	[ ]	If there are +restricted securities, undertaking issued by any bank or +recognised trustee	To be provided
38	[X]	(Companies only) - certificate of incorporation or other evidence of status (including any change of name)	Attached (Item 4)
39	[ ]	(All entities except companies) - certificate of registration or other evidence of status (including change of name)	Not applicable
40	[X]	Copy of the entity's constitution (eg, if a company, the memorandum and articles of association)	Attached (Item 1)

+ See chapter 19 for defined terms.

Item		Requirement	Where is the information or document to be found? (eg, prospectus cross reference)
41	☒	Completed checklist that the constitution complies with the listing rules (copy of articles checklist is available from any Companies Department)	Refer to clause 24.1 of Company's Constitution regarding compliance with ASX Listing Rules (Item 1)
42	☒	A brief history of the entity or, if applicable, the group	Refer to Section 6 of the Prospectus (Item 2)
42A	☒	Copy of agreement with ASX that documents may be given to ASX and authenticated electronically.	Attached. (Item 5)

About the securities to be quoted

All entities

Item		Requirement	Where is the information or document to be found?
43	☒	Confirmation that the +securities to be quoted are eligible to be quoted under the listing rules	The Company confirms that the conditions for quotation contained in Listing Rule 2.1 have been, or will be, met.
44	☒	Voting rights of +securities to be quoted	Refer to Item 12.1 of the Prospectus (Item 2) and clause 10.14 of the Company's Constitution (Item 1)
45	☐	A specimen certificate/holding statement for each +class of +securities to be quoted and a specimen holding statement for +CDIs	To be provided
46	☒	Terms of the +securities to be quoted	Refer to Items 12.1 and 12.2 of the Prospectus (Item 2)
47	☐	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	To be provided
48	☐	A distribution schedule of each +class of +equity securities to be quoted, setting out the number of holders in the categories - 1 - 1,000 1,001 - 5,000 5,001 - 10,000 10,001 - 100,000 100,001 and over	To be provided
49	☐	The number of holders of a parcel of +securities with a value of more than $2,000, based on the issue/sale price	To be provided
50	☐	Terms of any +debt securities and +convertible debt securities	Not applicable

+ See chapter 19 for defined terms.

			Where is the information or document to be found? (eg, prospectus cross reference)
51	☐	Trust deed for any +debt securities and +convertible debt securities	Not applicable
52	☐	Deleted 24/10/2005.	

All entities with classified assets

(Other entities go to 62)

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

53	☒	The name of the vendor and details of any relationship of the vendor with us	The Company and its wholly owned subsidiary, Antipa Resources Pty Ltd, have entered into a conditional sale agreement **(Sale Agreement)** with Centaurus Metals Limited (the **Vendors**) to acquire a package of WA mining tenements. Refer to Sections 6 and 10.2 of the Prospectus (Item 2). The Vendors have no relationship with the Company other than under the Sale Agreement. As part consideration for the sale, the Company has agreed to issue the Vendors with 6,250,000 shares and 3,125,000 options in the capital of the Company on completion of the Sale Agreement. Refer to Section 10.2 of the Prospectus for details (Item 2).
54	☐	If the vendor was not the beneficial owner of the +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	Not applicable
55	☒	The date that the vendor acquired the +classified asset	Refer to Section 6.4 of the Prospectus and Item 2.2 of Section 7 (Independent Geologists Report) of the Prospectus (Item 2) for a background of the tenure of the tenements.

+ See chapter 19 for defined terms.

56	☒	The method by which the vendor +acquired the +classified asset, including whether by agreement, exercise of option or otherwise	The Vendors acquired the tenements by applying for them. Refer to Section 6.4 of the Prospectus and Item 2.2 of Section 7 (Independent Geologist's Report) of the Prospectus for a background of the tenements.
57	☒	The consideration passing directly or indirectly from the vendor (when the vendor +acquired the asset), and whether the consideration has been provided in full	The Vendors acquired the tenements by applying for them. No consideration payable to 3rd parties for the acquisition. Refer to Section 6.4 of the Prospectus and Item 2.2 of Section 7 (Independent Geologist's Report) of the Prospectus for a background of the tenements.
58	☒	Full details of the +classified asset, including any title particulars	Refer to Section 7 of the Prospectus (Independent Geologists Report) and Section 9 of the Prospectus (Solicitors Report on Tenements) (Item 2)

+ See chapter 19 for defined terms.

			Where is the information or document to be found? (eg, prospectus cross reference)
59	☒	The work done by or on behalf of the vendor in developing the +classified asset. In the case of a +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 to Section 6.4 of the Prospectus and Item 5.2 of Section 7 (Independent Geologists Report) for details.
60	☒	The date that the entity +acquired the +classified asset from the vendor, the consideration passing directly or indirectly to the vendor, and whether that consideration has been provided in full	The Company has not yet acquired the tenements. Pursuant to clause 7 of the Sale Agreement Completion is expected to occur at the same time as completion of the IPO Offer and just prior to listing of the Company on the ASX. Refer to Sale Agreement (Item 3) and the material contracts summary provided at Section 10 of the Prospectus (Item 2) for details.
61	☒	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).	Refer to Sale Agreement (Item 3) and the material contract summary provided at Section 10 of the Prospectus (Item 2). No expert's reports were commissioned or considered.

About the entity's capital structure

All entities

62		Deleted 1/9/99.	
63	☐	A copy of the register of members, if ASX asks	To be provided upon request by ASX
64	☐	A copy of any court orders in relation to a reorganisation of the entity's capital in the last five years	Not applicable
65	☒	The terms of any +employee incentive scheme	Refer to summary provided at Section 12.8 of the Prospectus (Item 2).
66	☐	The terms of any +dividend or distribution plan	Not applicable
67	☒	The terms of any +securities that will not be quoted	Refer to Sections 10.6, 12.3, 12.4, 12.5, 12.6 of the Prospectus (Item 2)
68		Deleted 1/7/98.	

+ See chapter 19 for defined terms.

			Where is the information or document to be found? (eg, prospectus cross reference)
69	☒	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 to Section 2.6 of the Prospectus for details of the Capital Structure (Item 2) Refer to Sections 12.1 – 12.6 of the Prospectus for rights attaching to securities of the Company (Item 2)
70	☐	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) Note: This applies whether the securities are quoted or not.	Not applicable
71	☐	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) Note: This applies whether the securities are quoted or not.	Not applicable
72	☒	The number of the entity's options to +acquire unissued +securities, showing the number outstanding Note: This applies whether the securities are quoted or not.	Refer to Section 2.6 of the Prospectus (Item 2)
73	☒	Details of any rights granted to any +person, or to any class of +persons, to participate in an issue of the entity's +securities Note: This applies whether the securities are quoted or not.	The Vendors are entitled to the issue of 6,250,000 Shares and 3,125,000 options in the Capital of the Company on Completion of the Sale Agreement. Refer to Section 10.2 of the Prospectus for details (Item 2)
74	☒	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).	Antipa Resources Pty Ltd (ACN 141 781 188) a wholly owned subsidiary of the Company will acquire the tenements from the Vendor.

+ 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	☐	Evidence that the entity has been in the same main business activity for the last 3 full financial years	Not applicable
76	☐	Evidence that the entity is a going concern (or successor) and its aggregated profit for the last 3 full financial years	Not applicable
76A	☐	Evidence that the entity's +profit from continuing operations in the past 12 months exceeded $400,000	Not applicable
77	☐	Audited +accounts for the last 3 full financial years and audit reports	Not applicable
78 - 79		Deleted 1/7/97.	
80	☐	Half yearly +accounts (if required) and audit report or review	Not applicable
80A	☐	Pro forma balance sheet and review	Not applicable
80B	☐	Statement from all directors or all directors of the responsible entity confirming that the entity is continuing to earn +profit from continuing operations	Not applicable

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.

81		Deleted 1/7/97	
81A	☒	For entities other than +investment entities, evidence of net tangible assets of at least $2 million or market capitalisation of at least $10 million	Refer to Section 8 (Investigating Accountant's Report) of the Prospectus (Item 2)
81B	☐	For +investment entities other than +pooled development funds, evidence of net tangible assets of at least $15 million	Not applicable
81C	☐	Evidence that the entity is a +pooled development fund with net tangible assets of at least $2 million	Not applicable

+ See chapter 19 for defined terms.

			Where is the information or document to be found? (eg, prospectus cross reference)
82	☐	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)	Not applicable
83	☒	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)	Refer to Section 2.5 of the Prospectus, the Independent Geologists Report in Section 7 of the Prospectus and the Solicitors Report on Tenements in Section 9 of the Prospectus. (Item 2)
84	☒	Statement that there is enough working capital to carry out the entity's stated objectives (and statement by independent expert, if required)	Refer to Section 2.5 of the Prospectus and the Investigating Accountants Report in Section 8 of the Prospectus (Item 2)
85		Deleted 1/9/99.	
86		Deleted 1/7/97.	
87	☒	+Accounts for the last 3 full financial years and audit report, review or statement that not audited or not reviewed	The Company was only incorporated on 1 November 2010 and its accounts have not yet been audited. However, refer to Section 8 (Investigating Accountants Report) of the Prospectus for historical financial information (Item 2)
87A	☐	Half yearly +accounts (if required) and audit report, review or statement that not audited or not reviewed	Not applicable
87B	☐	Audited balance sheet (if required) and audit report	Not applicable
87C	☒	Pro forma balance sheet and review	Refer to Section 8 (Investigating Accountants Report) of the Prospectus (Item 2)

(Now go to 106)

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.

+ 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 to Section 6 of the Prospectus and Section 7 (Independent Geologist's Report) of the Prospectus (Item 2)
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	Refer to Section 8 (Investigating Accounts Report) of the Prospectus (Item 2)

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	Not applicable
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)	Not applicable
110	☐	The date the information memorandum is signed	Not applicable
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	Not applicable
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	Not applicable

+ See chapter 19 for defined terms.

Information contained in the information memorandum			Where is the information or document to be found? (eg, prospectus cross reference)
111(c)	☐	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, +securities or otherwise by any +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	Not applicable
112(a)	☐	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	Not applicable
112(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	Not applicable
112(c)	☐	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, +securities or otherwise by any +person for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity	Not applicable
113	☐	A statement that ASX does not take any responsibility for the contents of the information memorandum	Not applicable
114	☐	A statement that the fact that ASX may admit the entity to its +official list is not to be taken in any way as an indication of the merits of the entity	Not applicable
115	☐	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	Not applicable

+ See chapter 19 for defined terms.

			Where is the information or document to be found? (eg, prospectus cross reference)
116	☐	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	Not applicable
117	☐	A statement that a supplementary information memorandum will be issued if the entity becomes +aware of any of the following between the issue of the information memorandum and the date the entity's +securities are +quoted or reinstated. • A material statement in the information memorandum is misleading or deceptive. • There is a material omission from the information memorandum. • There has been a significant change affecting a matter included in the information memorandum. • A significant new circumstance has arisen and it would have been required to be included in the information memorandum	Not applicable

Information contained in the supplementary information memorandum

118	☐	If there is a supplementary information memorandum: • Correction of any deficiency. • Details of any material omission, change or new matter. • A prominent statement that it is a supplementary information memorandum. • The signature of every director, or 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). • The date the supplementary information memorandum is signed.	Not applicable

Evidence if supplementary information memorandum is issued

119	☐	Evidence that the supplementary information memorandum accompanied every copy of the information memorandum issued after the date of the supplementary information memorandum.	Not applicable

+ 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 +person who was sent an information memorandum	Not applicable
121	☒	Details of any material contracts entered into between the entity and any of its directors (if a trust, the directors of the responsible entity)	Refer to Material Contracts Summary in Section 10 of the Prospectus and copies of the material contracts attached (Item 3).
122	☐	A copy of every disclosure document or Product Disclosure Statement issued, and every information memorandum circulated, in the last 5 years	Not applicable
123	☒	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 +securities	No such information
123A	☒	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 +official list at the date of its application for admission, unless ASX agrees otherwise. Example: ASX may agree otherwise if the entity was recently incorporated.	ASX to advise if information other than that provided to date is required. The Company was only recently incorporated on 1 November 2010.

Mining exploration entities

124	☒	A map or maps of the mining tenements prepared by a qualified +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 +person and the report to which they relate.	Refer Section 7 (Independent Geologist's Report) of the Prospectus. (Item 2).
125		Deleted 1/7/97	

+ See chapter 19 for defined terms.

		Where is the information or document to be found? (eg, prospectus cross reference)
126 ☒	A schedule of +mining tenements prepared by a qualified person. The schedule must state in relation to each +mining tenement: the geographical area where the +mining tenement is situated; the nature of the title to the +mining tenement; 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 the +person in whose name the title to the +mining tenement is currently held.	Refer to the Independent Geologists Report in Section 7 of the Prospectus and the Solicitors Report on Tenements in Section 9 of the Prospectus (Item 2)
127 ☒	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 to Sale Agreement (Item 3) and the material contracts summary provided at Section 10 of the Prospectus (Item 2). The Company has not yet acquired an interest in the mining tenements but it is anticipated that it will acquire an interest before the Company is listed.
128 ☒	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 to Section 2.5 of the Prospectus and the Independent Geologists Report in Section 7 of the Prospectus (Item 2)
129 ☒	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 to the Important Information Section on page ii of the Prospectus together with the Independent Geologists Report in Section 7 of the Prospectus (Item 2)

+ 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

+ See chapter 19 for defined terms.

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

5 We will comply with the listing rules that are in force from time to time, even if +quotation of our +securities is deferred, suspended or subject to a +trading halt.

6 The listing rules are to be interpreted:

- in accordance with their spirit, intention and purpose;
- by looking beyond form to substance; and
- in a way that best promotes the principles on which the listing rules are based.

7 ASX has discretion to take no action in response to a breach of a listing rule. ASX may also waive a listing rule (except one that specifies that ASX will not waive it) either on our application or of its own accord on any conditions. ASX may at any time vary or revoke a decision on our application or of its own accord.

8 A document given to ASX by an entity, or on its behalf, becomes and remains the property of ASX to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to ASX in support of the listing application or in compliance with the listing rules.

9 In any proceedings, a copy or extract of any document or information given to ASX is of equal validity in evidence as the original.

10 Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

- We will satisfy the +technical and performance requirements of the +approved CS facility and meet any other requirements the +approved CS facility imposes in connection with approval of our +securities.
- When +securities are issued we will enter them in the +approved CS facility's subregister holding of the applicant before they are quoted, if the applicant instructs us on the application form to do so.
- The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of the +securities for which +quotation is sought.

+ See chapter 19 for defined terms.

11 Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility, we confirm that either:

☐ we have given a copy of this application to the +approved CS facility in accordance with the operating rules of the +approved CS facility ; or

☒ we ask ASX to forward a copy of this application to the +approved CS facility.

12 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

- The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of +CDIs.
- We will make sure that +CDIs are issued over +securities if the holder of quoted +securities asks for +CDIs.

13 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

☐ we have given a copy of this application to the approved CS facility in accordance with the operating rules of the +approved CS facility; or

☒ we ask ASX to forward a copy of this application to the +approved CS facility.

Dated: 17 March 2011

EXECUTED BY)
ANTIPA MINERALS LTD)
ACN 147 133 364 in accordance with)
the Corporations Act 2001:)

Director Sign

STEPHEN POWER

Director Name

Director/~~Company Secretary~~ Sign

MARK RODDA

Director/~~Company Secretary~~ Name

+ See chapter 19 for defined terms.