

MINING LEASE

MINING ACT 1992

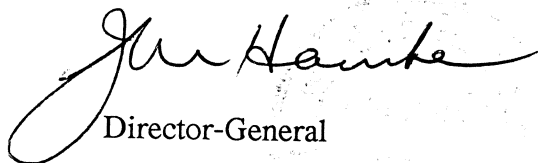
NO. 1360 (ACT 1992)

DATED 21st DECEMBER 1994
A.D. 19

THE MINISTER FOR MINES OF
THE STATE OF NEW SOUTH WALES
TO

CIM RESOURCES LTD
EXCEL MINING PTY LTD
ICA COAL PTY LTD

RECORDED in the Department of Mineral Resources at
Sydney, this 22nd
day of DECEMBER A.D. 1994, at the hour of 2
'clock in the AFTERnoon.


Director-General

IN WITNESS WHEREOF the parties hereto have executed this Deed the day and year first abovewritten.

SIGNED SEALED AND DELIVERED)
BY THE HONOURABLE)
IAN RAYMOND CAUSLEY MP
as such Minister as aforesaid)

I.R. Causley
.....
Minister

in the presence of)

M. Hedgley
.....
Witness

SIGNED SEALED AND DELIVERED)
by the said)
MICHAEL JOHN PALMER
CIM RESOURCES PTY LTD)



In the presence of *A.G. Rule*
4 KATHLEEN ST COTTESLOE WA 6011.

A.G. Rule
.....
Witness

EXCEL MINING PTY LTD)
ANTHONY JAMES HAGGARTY
In the presence of)
CHRISTOPHER JULIAN RAYMOND ELLIS
7 MALTON ST
THE GAP
QUEENSLAND)



Christopher Julian Raymond Ellis
.....
Witness

ICA COAL PTY LTD)
KOUICHI KAWAGUCHI
In the presence of)
T. Miyai
5 Collingwood St Bronte 2024 NSW)



T. Miyai
.....
Witness

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MINING LEASE

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THIS DEED made the ^{21st} day of **DECEMBER** one thousand nine hundred and ^{NINETY FOUR} in pursuance of the provisions of the Mining Act 1992 (hereinafter called "the Act") BETWEEN THE HONOURABLE IAN RAYMOND CAUSLEY, MP Minister for Mines of the State of New South Wales (hereinafter called "the Minister" which expression shall where the context admits or requires include the successors in office of the Minister and the person acting as such Minister for the time being) AND CIM RESOURCES LTD (ACN 008 881 712), EXCEL MINING PTY LTD (ACN 057 982 233, AND ICA COAL PTY LTD (ACN 066 784 558), C/- CIM RESOURCES LTD, LEVEL 17 WESTPAC PLAZA, 60 MARGARET STREET, SYDNEY NSW 2000, (which with its successors and transferees is hereinafter called "the lease holder").

WHEREAS

- (a) in conformity with the Act application was made for a mining lease over the lands hereinafter described; and
- (b) all conditions and things required to be done and performed before granting a mining lease under the Act have been done and performed NOW THIS DEED WITNESSETH that in consideration of the observance and performance of the covenants contained in this Deed and the payment of royalty by the lease holder, the Minister in pursuance of the provisions of the Act DOES HEREBY demise and lease to the lease holder ALL THAT piece or parcel of land containing by admeasurement, **754.7 hectares** and more particularly described and delineated in the plan attached for the purpose of prospecting and mining for coal.

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TO HOLD the said land together with any appurtenances thereon subject to:

- (a) such rights and interests as may be lawfully subsisting therein or which may be reserved by the Act at the date of this Deed; and
- (b) such conditions, provisos and stipulations as are contained in this Deed UNTO the lease holder from and including the date of this Deed for the period of **twenty-one (21) years** for the purpose as stated and for no other purpose.

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1. THAT in this lease except insofar as the context otherwise indicates or requires:
 - (a) any reference to an Act includes that Act and any Act amending or in substitution for the same; "Director-General" means the person for the time being holding office or acting as Director-General, Department of Mineral Resources, Sydney; the word "mine" has the meaning assigned to it by the Act; words importing the singular number shall include the plural, the masculine gender the feminine or neuter gender and vice versa; and
 - (b) any covenant on the part of two or more persons shall be deemed to bind them jointly and severally.
2. THAT the lease holder shall during the said term pay to the Minister in Sydney in respect of all such minerals as stated, recovered from the land hereby demised, royalty at the rate or rates prescribed by the Act and the Regulations thereunder at the time the minerals are recovered, or at the rate or rates fixed by the Minister from time to time during the term of this demise in exercise of the power in that behalf conferred upon him by the Act.

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3. THAT the lease holder shall at all times during the term of this lease keep and preserve the said mine from all avoidable injury or damage and also the levels, drifts, shafts, watercourses, roadways, works, erections and fixtures therein and thereon in good repair and condition and in such state and condition shall on the expiration or sooner determination of the said term or any renewal thereof deliver possession of the land and the premises hereby demised to the Minister or other persons authorised to receive possession thereof.

4. THAT the conditions and provisions set forth in the Schedule of Conditions herein and numbered: **1 - 49 inclusive**, - are embodied and incorporated within this Deed as conditions and provisions of the lease hereby granted AND that the lease holder shall observe fulfil and perform the same.

PROVIDED always and it is hereby declared as follows:

(a) THAT this lease is granted subject to amendment as provided under Section 79 of the Act.

(b) THAT if the lease holder at any time during the term of this demise -

(i) fails to fulfil or contravenes the covenants and conditions herein contained;
or

(ii) fails to comply with any provision of the Act or the Regulations with which the lease holder is required to comply; or

(iii) fails to comply with the requirements of any agreement or assessment in relation to the payment of compensation,

this lease may be cancelled by the Minister by instrument in writing and the cancellation shall have effect from and including the date on which notice of the cancellation is served on the lease holder or on such later date as is specified in the notice; and any liability incurred by the lease holder before the cancellation took effect shall not be affected.

(c) THAT no implied covenant for title or for quiet enjoyment shall be contained herein.

(d) THAT all the conditions and provisions contained in the Mining Act 1992 and the Regulations thereunder, the Mines Inspection Act 1901 and the Coal Mines Regulation Act 1982 or any other law hereafter to be passed or prescribed shall be incorporated within this Deed as conditions and provisions of the lease granted. The lease holder hereby covenants to observe, fulfil and perform the same.

(e) THAT such of the provisions and conditions declared and contained in this Deed as requiring anything to be done or not to be done by the lease holder, shall be read and construed as covenants by the leaseholder with the Minister which are to be observed and performed.

SCHEDULE OF CONDITIONS

METHODS OF OPERATION

1. [1]

The lease holder shall extract as large a percentage of the coal in the subject area as is possible consistent with the provisions of the Coal Mines Regulation Act 1982 and the Regulations thereunder and shall comply with any direction given or which may be given in this regard by the Minister.

2. [2]

(a) The lease holder shall not commence or carry out any underground mining operations within the subject area unless with the consent of the Minister first had and obtained and subject to such conditions, as the Minister may impose.

(b) Where the lease holder intends to carry out underground mining operations within the subject area the lease holder shall furnish to the Minister a plan showing the proposed workings in the section of land to be so mined together with such other details as the Minister may require.

3. [3]

(a) The lease holder shall not carry out open cut or surface mining operations, or the removal of overburden or highwall mining, within the subject area or within the lands overlying the subject area unless with consent of the Minister and subject to such conditions as the Minister may impose.

(b) Where the lease holder intends to carry out open cut workings, surface mining operations or the removal of overburden or highwall mining within the subject area or within the lands overlying the subject area the lease holder shall apply for approval to carry out such operations in accordance with Instructions for Open Cut Application or Instructions for Highwall Mining Applications provided by the Director-General.

DISPOSAL OF COAL

4. [5]

Where any coal mined from within the subject area is not immediately saleable, the lease holder shall, unless otherwise approved by the Minister, store, for future disposal by the lease holder, any such coal in such a manner and location as the Minister may approve and subject to such conditions as the Minister may impose.

DUMPS AND COAL PREPARATION PLANT

5. [18]

The lease holder shall comply with any direction, given or which may be given by the Inspector regarding the stabilisation and revegetation of any dumps of coal, minerals, mine residues, tailings or overburden situated on the subject area.

6. [19]

The lease holder shall comply with any direction given or which may be given by the Minister regarding the spraying of coal dumps on the subject area.

7. [20]

The lease holder shall advise the Minister prior to the erection or operation of any coal preparation plant or any other plant for the purpose of the beneficiation of coal on the subject area. Such plant is to be as generally described and located in the project environmental impact statement.

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DAMS AND ESCAPE OF WATER

8. [21]

Settling dams or other dams constructed or to be constructed on the subject area shall be constructed, maintained and sealed to the satisfaction of the Inspector.

9. [22]

The lease holder shall provide and maintain efficient means to prevent contaminated waters discharging or escaping from the subject area onto surrounding areas .

DUST AND CONVEYOR SYSTEMS

10. [23]

The lease holder shall take such precautions as are necessary to abate any dust nuisance.

11. [24]

The lease holder shall carry out regular inspections of above-ground conveyor systems and shall promptly remove any spillages.

MANAGEMENT AND REHABILITATION OF LANDS (GENERAL)

12. [27]

The lease holder shall not interfere in any way with any fences on or adjacent to the subject area unless with the prior written approval of the owner thereof or the Minister and subject to such conditions as the Minister may stipulate.

13. [28]

The lease holder shall observe any instruction given or which may be given by the Minister with a view to minimising or preventing public inconvenience or damage to public or private property.

14. [29]

Subject to any specific condition of this authority providing for rehabilitation of any particular part of the subject area affected by mining or activities associated therewith, the lease holder shall;

- (a) shape and revegetate to the satisfaction of the Minister, any part of the subject area that may, in the opinion of the Minister have been damaged or deleteriously affected by mining operations and ensure such areas are permanently stabilised, and,
- (b) reinstate and make safe, including sealing and/or fencing, any excavation within the subject area.

15. [30]

If required to do so by the Minister and within such time as may be stipulated by the Minister the lease holder shall carry out to the satisfaction of the Minister surveys of structures, buildings and pipelines on adjacent landholdings to determine the effect of operations on any such structures, buildings and pipelines.

16. [31]

- (a) The lease holder shall each year once operations have commenced, submit for the Minister's approval an "Annual Environmental Management Report" relating to the operations of the lease holder on the subject area.

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- (b) The date by which the Report must be submitted will be determined by the Minister after consulting with the lease holder.
- (c) The Report shall comprise:
 - (i) a plan showing short, medium and long term mining plans;
 - (ii) a rehabilitation report (in respect of open cut operations) and/or a surface environmental management report (in respect of underground operations);
 - (iii) a review of performance in terms of Environment Protection Authority and Department of Water Resources licence and approval conditions (related to the Clean Air Act 1961, the Clean Waters Act 1970, the Noise Control Act 1975, the Environmentally Hazardous Chemical Act 1985, the Pollution Control Act 1970 and the Water Act 1912) applicable to the subject area;
 - (iv) a review of performance in terms of Development Consent conditions for the subject area;
 - (v) a listing of any variations obtained to approvals applicable to the subject area during the previous year.
- (d) The Minister may, by notice in writing, direct the lease holder to undertake any operations or remedial actions in such manner and within such period as may be specified in that notice so as to ensure that operations on the subject area conform to the requirements of relevant statutory approvals or licences.
- (e) The lease holder shall conduct operations on the subject area in accordance with an "open cut application" approved by the Minister and any conditions contained in the Minister's approval of that application. Where the lease holder is of the opinion that the approved operations should be amended the lease holder shall submit an amendment for the Minister's approval.

17. [32]

If so directed by the Minister the lease holder shall rehabilitate to the satisfaction of the Minister and within such time as may be allowed by the Minister any lands within the subject area which may have been disturbed by the lease holder.

18. [33]

Upon completion of operations on the surface of the subject area or upon the expiry or sooner determination of this authority or any renewal thereof, the lease holder shall remove from such surface such buildings, machinery, plant, equipment, constructions and works as may be directed by the Minister and such surface shall be rehabilitated and left in a clean, tidy and safe condition to the satisfaction of the Minister.

19. [34]

If so directed by the Minister the lease holder shall rehabilitate to the satisfaction of the Minister and within such time as may be allowed by the Minister any lands within the subject area which may have been disturbed by mining or prospecting operations whether such operations were or were not carried out by the lease holder.

20. [35]

The lease holder shall maintain the subject area in a clean and tidy condition at all times.

21. [36]

The lease holder shall take all precautions against causing outbreak of fire on the subject area.

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22. [37]

(a) Ground Vibration

The lease holder shall ensure that the ground vibration peak particle velocity generated by any blasting within the subject area does not exceed 10 mm/second and does not exceed 5 mm/second in more than 5% of the total number of blasts over a period of 12 months at any dwelling or occupied premises as the case may be.

(b) Blast Overpressure

The lease holder shall ensure that the blast overpressure noise level generated by any blasting within the subject area does not exceed 120 dB (linear) and does not exceed 115 dB (linear) in more than 5% of the total number of blasts over a period of 12 months, at any dwelling or occupied premises, as the case may be.

(c) Blasting will not be carried out outside the hours of 9 am and 5 pm except with the prior notification and approval of the Inspector.

23. [38]

Where the lease holder intends to conduct operations in or adjacent to any river, stream, creek, tributary, lake, dam or reservoir the subject of a proclamation under the Fisheries and Oyster Farms Act, 1935, relating to or prohibiting the taking of species of fish, the lease holder shall, not less than seven (7) days before commencement of such operations give notice in writing to the District Inspector of Fisheries setting out details of such operations and the river, stream, creek, tributary, lake, dam or reservoir that shall or may be affected thereby.

24. [39]

The lease holder shall provide and maintain to the satisfaction of the Minister efficient means to prevent contamination, pollution, erosion or siltation of any river, stream, creek, tributary, lake, dam, reservoir, watercourse or catchment area or any undue interference to fish or their environment and shall observe any instruction given or which may be given by the Minister with a view to preventing or minimising the contamination, pollution, erosion or siltation of any river, stream, creek, tributary, lake, dam, reservoir, watercourse or catchment area, or any undue interference to fish or their environment.

TREES (PLANTING AND PROTECTION OF) FLORA AND FAUNA AND ARBOREAL SCREENS

25. [42]

The lease holder shall carry out operations in such a manner as to interfere as little as possible with flora and fauna and shall not cut or damage any tree, shrub or other vegetative cover except such as may directly obstruct or prevent the carrying out of the operations.

26. [43]

The lease holder shall plant such grasses, trees or shrubs or such other vegetation as may be required by the Minister and care for same during the currency of this authority or any renewal thereof, to the satisfaction of the Minister.

27. [44]

Notwithstanding the provisions of Condition No 56(i) the lease holder shall not fell trees, strip bark or cut timber on any land within the subject area except with the approval of the owner/occupier and subject to the payment to the owner of the trees, bark or timber of compensation as agreed or as assessed by the Warden.

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28. [45]

The lease holder shall maintain an arboreal screen to the satisfaction of the Minister within such parts of the subject area as may be specified by the Minister and shall plant such trees or shrubs as may be required by the Minister to preserve the arboreal screen in a condition satisfactory to the Minister.

29. [46]

The lease holder shall cover with top dressing material, to the Minister's satisfaction, such parts of the subject area as may be stipulated by the Minister and shall plant and maintain, to the Minister's satisfaction, such grasses, trees or shrubs or such other vegetation as may be required by the Minister.

30. [47]

Notwithstanding the provisions of Condition No 25, [42] the lease holder shall not destroy or injure any tree, sapling, shrub or scrub on any protected land, as defined by the Soil Conservation Act, 1938, as amended, except in accordance with an authority issued by the Commissioner, Soil Conservation Board, under Section 21D of that Act.

SOIL EROSION

31. [48]

The lease holder shall conduct operations in such a manner as not to cause or aggravate soil erosion and the lease holder shall observe and perform any instructions given or which may be given by the Minister with a view to minimising or preventing soil erosion.

32. [49]

The lease holder shall ensure that any topsoil or other material suitable for topdressing purposes which may be disturbed during operations shall be removed separately for replacement as far as may be practicable and the lease holder shall plant or sow such grasses, shrubs or trees in the replaced surface material as may be considered necessary by the Minister to control or prevent soil erosion.

33. [50]

In the event of any excavations being made the lease holder shall ensure that such are refilled and the topsoil previously removed is replaced and levelled. All such refilling and levelling shall be done to the satisfaction of the Minister.

34. [51]

The lease holder shall ensure that the run off from any disturbed area including the overflow from any depression or ponded area is discharged in such a manner that it will not cause erosion.

ROADS

35. [52]

The lease holder shall pay to the Gloucester Shire, Council, Department of Conservation and Land Management or the Chief Executive, Roads and Traffic Authority the cost incurred by such Council or Department or Chief Executive of making good any damage caused by operations carried on by or under the authority of the lease holder to any road adjoining or traversing the surface or the excepted surface, as the case may be of the subject area.

PROVIDED HOWEVER that the amount to be paid by the lease holder as aforesaid shall be reduced by such sum of money if any as may be paid to the said Council the Department of Conservation and Land Management or the Chief Executive, Roads and Traffic Authority as the case may be from the Mine Subsidence Compensation Fund constituted under the Mine Subsidence Compensation Act, 1961, in settlement of a claim for compensation for the same damage.

36. [53]

In the event of operations being conducted on the surface of any road, track or firetrail traversing the subject area or in the event of such operations causing damage to or interference with any such road, track or firetrail the lease holder, at his own expense, shall if directed to do so by the Minister provide to the satisfaction of the Minister an alternate road, track or firetrail in a position as required by the Minister and shall allow free and uninterrupted access along such alternate road, track or firetrail and, if required to do so by the Minister, the lease holder shall upon completion of operations rehabilitate the surface of the original road, track or firetrail to a condition satisfactory to the Minister.

CATCHMENT AREAS

37. [54]

- (a) Operations shall be carried out in such a way as not to cause any pollution of the Avon River Catchment Area.
- (b) If the lease holder is using or about to use any process which in the opinion of the Minister is likely to cause contamination of the waters of the said Catchment Area the lease holder shall refrain from using or cease using as the case may require such process within twenty-four (24) hours of the receipt by the lease holder of a notice in writing under the hand of the Minister requiring the lease holder to do so.
- (c) The lease holder shall comply with any regulations now in force or hereafter to be in force for the protection from pollution of the said Catchment Area.

TRIG. STATIONS AND SURVEY MARKS

38. [58]

- (a) The marks in connection with any trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) erected on or near the subject area shall not be interfered with and the unrestricted right of access to such station by authorised persons and also the right to clear sight lines to surrounding stations is reserved at all times.
- (b) The lease holder shall take all necessary precautions to preserve the trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) and the cairn, mast and vanes which might be erected upon the subject area.
- (c) No buildings or other structures shall be erected which would make observations to and from surrounding trigonometrical stations difficult to effect.
- (d) In the event of operations interfering with or damaging any trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) erected on or near the subject area, or if required to do so by the Minister, the lease holder shall relocate any such trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) to the satisfaction of, and in a position required by, the Department of Conservation and Land Management, the Land Information Centre, Bathurst and the Minister and, if required to do so by the Minister, and subject to such conditions as the Minister may impose, the lease holder, upon completion of operations shall relocate any such trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) to its original position.

TRANSMISSION LINES, COMMUNICATION LINES AND PIPELINES

39. [62]

The lease holder shall as far as is practicable so conduct operations as not to interfere with or impair the stability or efficiency of any transmission line, communication line or pipeline traversing the surface or the excepted surface of the subject area and shall comply with any direction given or which may be given by the Minister in this regard.

ABORIGINAL PLACE OR RELIC

40. [64]

The lease holder shall not knowingly destroy, deface or damage any aboriginal place or relic within the subject area except in accordance with an authority issued under the National Parks and Wildlife Act, 1974, and shall take every precaution in drilling, excavating or disturbing the land against any such destruction, defacement or damage.

LABOUR/EXPENDITURE

41. [65]

The lease holder shall during each year of the term of the authority:-

- (a) ensure that at least 31 workers are efficiently employed on the subject area or
- (b) expend on operations carried out in the course of prospecting or mining the subject area, an amount of not less than \$542,500.00 (Five hundred and forty-two thousand, five hundred dollars.)

The Minister may, at any time after a period of two (2) years from the date on which this authority has effect or from the date on which the renewal of this authority has effect, increase or decrease the amount of expenditure or labour required.

ADDITIONAL INFORMATION

42. [66]

The lease holder shall if directed by the Minister and within such time as the Minister may stipulate furnish to the Minister:-

- (a) information regarding the ownership of the land within the subject area;
- (b) information regarding the ownership of the coal within the subject area prior to 1st January, 1982;
- (c) an indemnity in a form approved by the Minister indemnifying the Crown and the Minister against any wrong payment effected as a result of incorrect information furnished;
- (d) information regarding the financial viability of the lease holder and operations within and associated with the subject area; and
- (e) information regarding shareholdings in the lease holder.

SERVICE OF NOTICES

43. [67]

Within a period of three months from the date of this authority or a period of three months from the date of service of the notice of renewal, or within such further time as the Director-General may allow the lease holder shall serve on each owner and occupier of the private land and on each occupier of the Crown land held under a pastoral lease within the subject area a notice in writing indicating that this authority has been granted or renewed and whether the authority includes the surface. The notice shall be accompanied by an adequate plan and description of the subject area.

If there are ten or more owners or occupiers affected the lease holder may serve the notice by publication in a newspaper circulating in the region where the subject area is situated. The notice shall indicate that this authority has been granted or renewed, state whether the authority includes the surface and shall contain an adequate plan and description of the subject area.

INSPECTORS

44.[68]

- (a) Where the Inspector is of the opinion that any condition of this authority relating to operations within the subject area, or any provision of the Mining Act, 1992, relating to operations within the subject area, are not being complied with by the lease holder, the Inspector may serve on the lease holder a notice stating that and give particulars of the reason why, and may in such notice direct the lease holder:-
- (i) to cease operations within the subject area in contravention of that condition or Act; and
 - (ii) to carry out within the specified time works necessary to rectify or remedy the situation.
- (b) The lease holder shall comply with the directions contained in any notice served pursuant to sub-paragraph (a) of this condition. The Director-General may confirm, vary or revoke any such direction.
- (c) A notice referred to in this condition may be served on the Colliery Manager.

INDEMNITIES

45.[69]

The lease holder shall indemnify and keep indemnified the Crown from and against all actions suits and claims and demands of whatsoever nature and all costs charges and expenses which may be brought against the lease holder or which the lease holder may incur in respect of any accident or injury to any person or property which may arise out of the construction maintenance or working of any workings now existing or to be made by the lease holder within the boundaries of the subject area or in connection with any of the operations notwithstanding that all other conditions of this authority shall in all respects have been observed by the lease holder or that any such accident or injury shall arise from any act or thing which the lease holder may be licensed or compelled to do hereunder.

46.[70]

The lease holder shall save harmless the Crown from payment of compensation and from and against all claims, actions, suits or demands whatsoever in the event of any damage resulting from mining operations under or near the subject area.

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PROSPECTING (GENERAL)

47. [71]

- (a) Where the lease holder desires to commence prospecting operations in the subject area the lease holder shall notify the Director-General in writing and shall comply with such additional conditions as the Minister may impose including any condition requiring the lodgement of an additional bond or other form of security for rehabilitation of the area affected by such operations.
- (b) Where the lease holder notifies the Director-General pursuant to sub-paragraph (a) of this condition the lease holder shall furnish with that notification details of the type of prospecting methods that would be adopted and the extent and location of the area that would be affected by them.

SECURITY DEPOSIT

48. [72]

- (a) The lease holder shall, within two (2) months of being requested by the Director-General, lodge with the Minister the sum of \$10,000 (Ten thousand Dollars) in accordance with Instructions for Manner of Lodgement of Security Deposits as security for the fulfillment of the obligations of the lease holder under this authority. In the event that the lease holder fails to fulfil any of its obligations under this authority the said sum may be applied at the discretion of the Minister towards the cost of fulfilling such obligations. For the purposes of this clause a lease holder shall be deemed to have failed to fulfil its obligations under this authority, if it fails to comply with any condition or provision of this authority, any provision of the Act or regulations made thereunder or any condition or direction imposed or given pursuant to a condition or provision of this authority or of any provision of the Act or regulations made thereunder.
- (b) The Minister may at any time after the commencement of this authority or any renewal thereof, vary the amount of security required in accordance with this condition.
- (c) Where the amount of security has been increased pursuant to clause (b) hereof the lease holder shall, within two (2) months of being requested by the Minister, lodge a security for the amount of security required, in which case the Minister shall refund or release to the lease holder the security previously lodged.

ROYALTY AT ADDITIONAL RATE


49. [75]


The lease holder shall during the term of this authority pay to the Minister royalty at the additional rate as prescribed by the Regulations for coal recovered by open cut mining methods from the area.


Please Note:

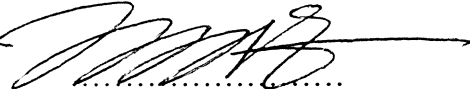
The numbers shown in [] are the equivalent Condition Numbers as set out in the SCHEDULE OF CONDITIONS OF AUTHORITY - 1992 (COAL) MINING LEASES.

This and the preceding nine (9) pages is the Schedule of Conditions annexed to the Mining Lease No. under the Mining Act, 1992, granted to **CIM RESOURCES LTD, EXCEL MINING PTY LTD AND ICA COAL PTY LTD** and dated the 21st day of December 1994


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Lease Holder

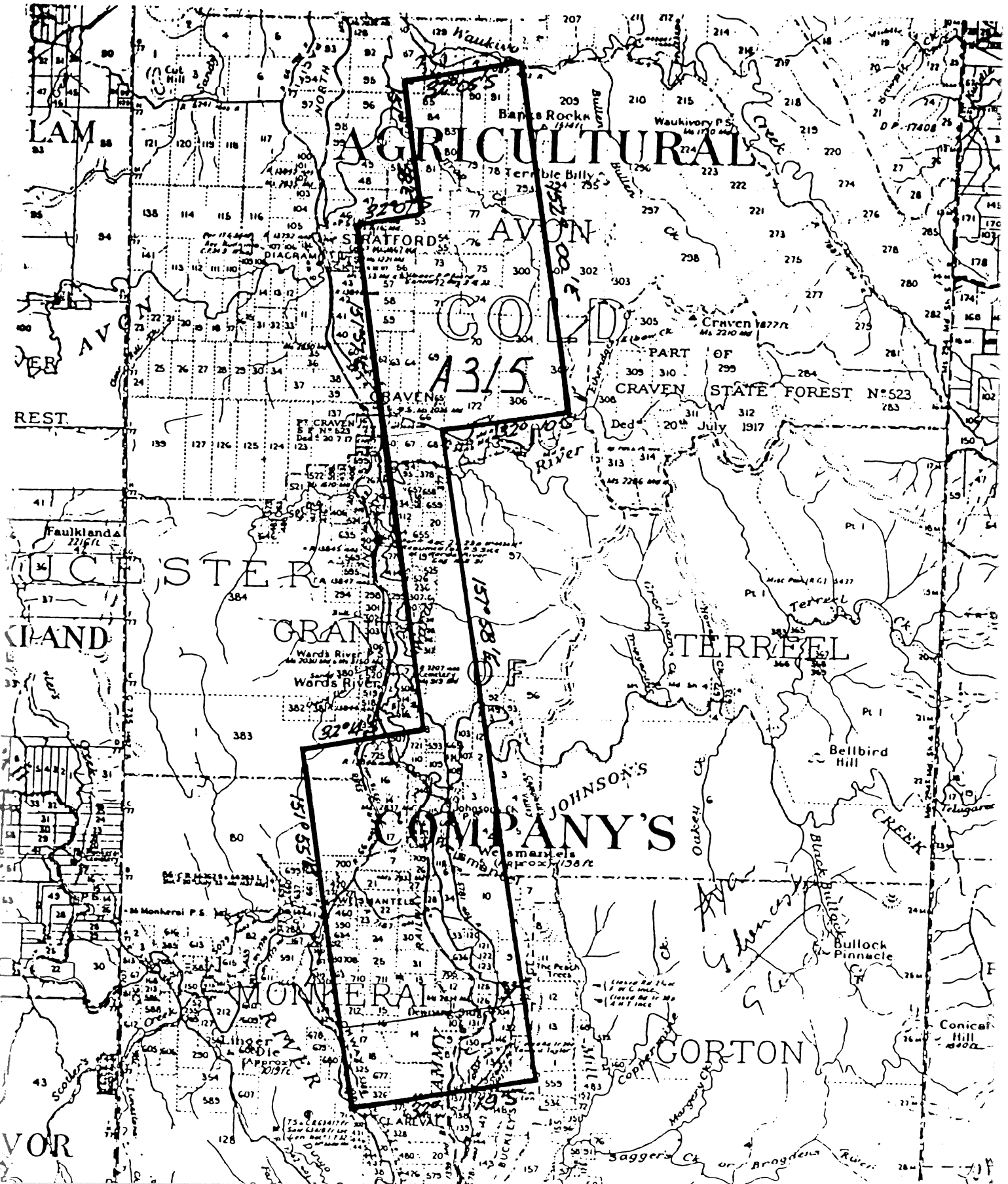

.....
Minister for Mines

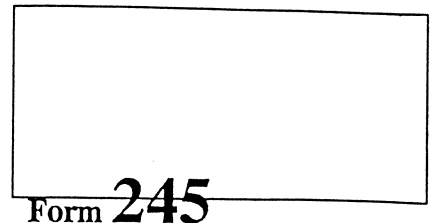

.....
Lease Holder


.....
Lease Holder

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Form **245**

CENTENARY INTERNATIONAL MINING LTD
4TH FLOOR, SOUTH SHORE CENTRE
85 THE ESPLANADE
SOUTH PERTH WA 6151

remove this top section if desired before framing

Certificate of Registration on Change of Name



AUSTRALIAN
SECURITIES
COMMISSION

Corporations Law Sub-section 171 (12)

This is to certify that

CENTENARY INTERNATIONAL MINING LTD

Australian Company Number 008 881 712

did on the eighth day of September 1994 change its name to

CIM RESOURCES LTD

Australian Company Number 008 881 712

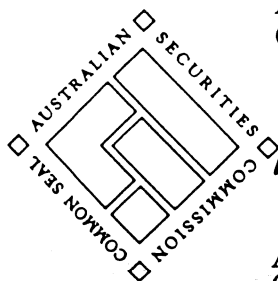
The company is a public company.

The company is limited by shares.

The company is taken to be registered as a company
under the Corporations Law of Western Australia.

*I certify that this is a true
copy of the Certificate of
Registration on Change of
Name*

Given under the seal of the
Australian Securities Commission
on this eighth day of September, 1994.




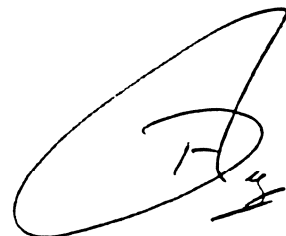
Alan Cameron

Alan Cameron
Chairman

Anthony Turk
A.G. RULÉ
DIRECTOR
3/2/95.

ENDORSEMENT SCHEDULE

 Pursuant to the provisions of Section 121(1)(a) of the Mining Act 1992, the Minister for Mines did, on the 12th July 1994 ~~1993~~, approve of the transfer of Authorisation No 315 from BMI Mining Pty Ltd to Centenary International Mining ~~Pty~~ Ltd and Excel Mining Pty Ltd and recorded by me in the Department of Mineral Resources in Singleton, the 15th day of July 1994.



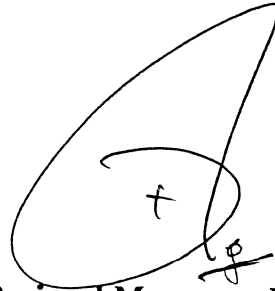
Mining Registrar (Coal)

ENDORSEMENT SCHEDULE

Pursuant to the provisions of Section 161 (1) (4) of the Mining Act, 1992, the documents as listed in the SCHEDULE OF DOCUMENTS, hereunder, have been registered in the Department of Mineral Resources insofar as they effect:-

1. Mining Lease No. 1360 (Act, 1992)
 2. Authorisation No 311 (Act, 1973)
- and
3. Authorisation No. 315 (Act, 1973).

(C95-2025)



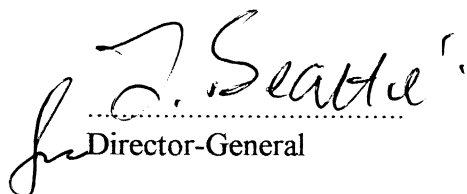
D. Agnew
(Regional Manager - Northern Region)
Coal & Petroleum Administration Branch

SCHEDULE OF DOCUMENTS

1. Document entitled "CIM RESOURCES LIMITED - (Issuer) - and - ABN AMRO AUSTRALIA LIMITED - (Security Trustee) - ALLEN ALLEN & HEMSLEY ALLENS ARTHUR ROBINSON GROUP - DEBENTURE TRUST DEED - Allen Allen & Hemsley - Sydney - Ref: PJC 1072623 RCT - Doc No: ryc6dgybkA" dated 22 December 1994.
- and
2. Document entitled "EXCEL MINING PTY LIMITED - (Mortgagor) - and - ABN AMRO AUSTRALIA LIMITED - (Security Trustee) - ALLEN ALLEN & HEMSLEY ALLENS ARTHUR ROBINSON GROUP - MORTGAGE AND CHARGE - Over Assets in NSW, ACT & NT at relevant time - Allen Allen & Hemsley - Sydney - Ref: PJC 1072623 RSCT - Doc No: ryc6dhcmmB" dated 22 December 1994.

ENDORSEMENT SCHEDULE

Transfer of Authorisation No. 315 (Act, 1973) to Excel Stratford Pty Limited (ACN 070 387 914) and CIM Resources Ltd (ACN 008 881 712) approved by the Minister on 3rd April, 1996 and registered in the Department of Mineral Resources on 18 April, 1996.


.....
Director-General

DEPARTMENT OF MINERAL RESOURCES

NEW SOUTH WALES GOVERNMENT

L 1 / 1 CIVIC AVENUE SINGLETON NSW 2331
PO BOX 51 DX7071 FACSIMILE: (065) 721 20

Mr R Tiley
Allen Allen & Hemsley - Solicitors
G P O Box 50
SYDNEY NSW 2000

our ref:- C95-2025
your ref:- PJC 1072623 RCT
contact:- A. van Keulen

7 February 1995

Dear Mr Tiley,

**REGISTRATION OF INTERESTS IN
MINING LEASE NO. 1360 (ACT, 1992),
AUTHORISATIONS NO'S 311 & 315 (ACT, 1973)
CIM RESOURCES LIMITED, EXCEL MINING PTY LIMITED
AND ABN AMRO AUSTRALIA LIMITED**

Originals
removed &
sent to
DMR
20.03.96
Morrigan

I refer to your letter dated 19 January 1995 in which you enclosed two (2) applications for the registration of the Debenture Trust Deed and Mortgage and Charge between ABN Australia Limited, CIM Resources Limited and Excel Mining Pty Limited insofar as they effect Mining Lease No. 1360 (Act, 1992) and Authorisations No's 311 and 315 (Act, 1973).

I advise that, pursuant to Section 161 (1) (4) of the Mining Act, 1992, the two (2) documents have now been registered against the said authorities.

Endorsement Schedules relating to the registrations have been attached to the original, current, authority documents and are returned herewith as requested.

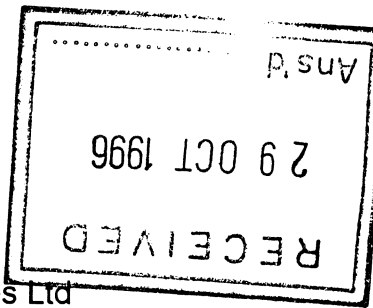
Please note that when either, or both, such Deeds cease to have effect (i.e, cancelled, withdrawn, etc..) for any reason, this office must be notified of same.

Yours Sincerely,



A. van Keulen
Coal & Petroleum Administration Branch
Singleton Regional Office

/u/vankeula/word/stratford/regintlet.doc



NSW DEPARTMENT OF MINERAL RESOURCES
Minerals and Energy House, 29-57 Christie Street
(P.O. Box 536), St Leonards, NSW 2065, Australia
Phone (02) 9901 8888 · Fax (02) 9901 8777
DX 3324 St Leonards

CIM Resources Ltd
Level 32, Westpac Plaza
60 Margaret Street
Sydney NSW 2000

C96/0135 &
C952025

Attention: Mr Jeremy Shervington

Dear Sir,

**Stratford Colliery
DEED OF RELEASE**

Reference is made to your letter with attachments of 10 October 1996. In accordance with Section 161 of the Mining Act 1992 Deed of Release dated 1 October 1996 between ABN AMRO Australia Limited and CIM Resources Limited, Excel Stratford Pty Limited & ors has been registered in the Department against Mining Lease No. 1360 (Act 1992) and Authorisation Nos. 311 & 315 (Act 1973).

The original deeds in respect of the three authorities are enclosed herewith and have been endorsed as to the registrations.

Yours faithfully

T.A. Beattie
for Director General



PM122/Oct'91

RETURN RECEIPT

Receipt is acknowledged of the Certified Mail item,
the number of which appears on the face of this card

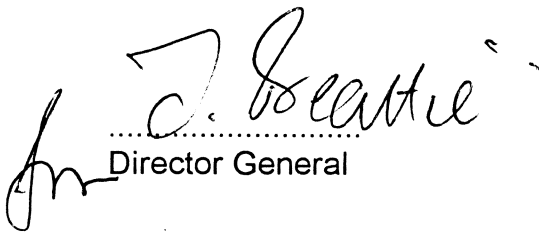
Signature of Addressee or Agent

Signature of Delivery Officer	Date delivered / /
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ENDORSEMENT SCHEDULE
C95/2025 & C96/0135

Deed of Release dated 1 October 1996 between ABN AMRO Australia Limited (ACN 000 862 797) and CIM Resources Limited (ACN 008 881 712), Excel Stratford Pty Limited (ACN 070 387 914) & ors registered in the Department of Mineral Resources against the following:-


Mining Lease No.1360 (Act 1992)
Authorisation No.311 (Act 1973)
Authorisation No.315 (Act 1973)


.....
Director General

ENDORSEMENT SCHEDULE
C95/2025 & C96/0135

Deed of Release dated 1 October 1996 between ABN AMRO Australia Limited (ACN 000 862 797) and CIM Resources Limited (ACN 008 881 712), Excel Stratford Pty Limited (ACN 070 387 914) & ors registered in the Department of Mineral Resources against the following:-

Mining Lease No.1360 (Act 1992)
Authorisation No.311 (Act 1973)
Authorisation No.315 (Act 1973)


.....
Director General

- (d) The licence holder shall provide efficient means so as to control the overflow of drill mud within Lake Macquarie.
- (e) The licence holder shall notify the Inspector of the proposed abandonment of any drillhole within Lake Macquarie and shall comply with any direction given or which may be given by the Inspector in connection with the abandonment.
- (f) The licence holder shall notify the Inspector fourteen (14) days prior to the fill-in of any boreholes within Lake Macquarie.
- (g) The licence holder shall fill in all boreholes from the total depth to the bed of Lake Macquarie with approved cement mixes, in such a manner as no excess is deposited on the lake bed which may interfere with boating or marine activities.
- (h) The licence holder shall not deposit cement in sections of more than two hundred (200) metres of vertical depth in any borehole within Lake Macquarie at any one time before setting and weight testing has been satisfactorily completed unless with the approval of the Inspector.

EXCLUDED AREAS

55 The area granted pursuant to this licence is exclusive of all lands:-

- (a) validly held under any claim or authority under the Mining Act, 1992 and still so held or the subject of a valid application for any such authority made prior to a.m./p.m. on the day of19..
- (b) in or upon which bona fide mining operations were being carried on by or with the concurrence of the owner prior to the day of 19...

MINISTERS RIGHT TO VARY

56 The Minister reserves the right to vary this licence or renewal of licence, at any time for any reason deemed good and sufficient.

ROYALTY

57 In the event that the licence holder shall win coal from the subject area during box cutting, underground bulk sampling operations or surface bulk sampling operations the licence holder shall pay to the Minister a royalty at such rate as is, at the time the minerals are recovered, prescribed for the purposes of Section 283 of the Mining Act, 1992, in respect of an exploration licence, and the royalty shall be payable in accordance with the provisions of the Mining Act, 1992, and the Regulations thereunder.

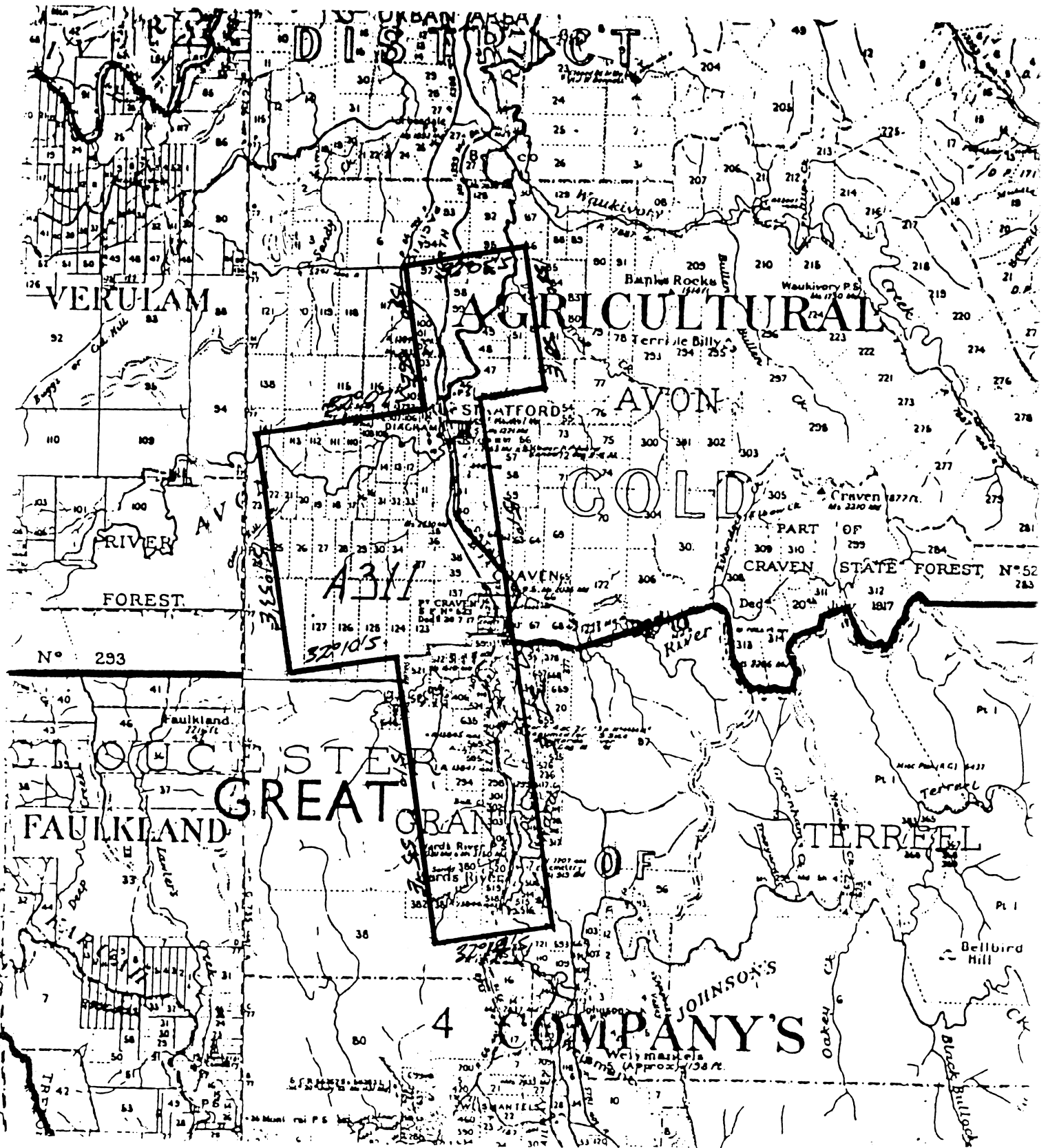
AUTHORISATION NO. 311

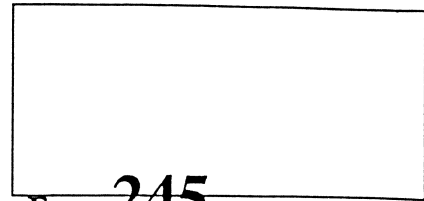
COUNTY: GLOUCESTER

PARISHES: AVON AND GRANT

SCALE 1:125,000

AREA ABOUT 6,000 ha





Form **245**

CENTENARY INTERNATIONAL MINING LTD
4TH FLOOR, SOUTH SHORE CENTRE
85 THE ESPLANADE
SOUTH PERTH WA 6151

remove this top section if desired before framing

Certificate of Registration on Change of Name



AUSTRALIAN
SECURITIES
COMMISSION

Corporations Law Sub-section 171 (12)

This is to certify that

CENTENARY INTERNATIONAL MINING LTD

Australian Company Number 008 881 712

did on the eighth day of September 1994 change its name to

CIM RESOURCES LTD

Australian Company Number 008 881 712

The company is a public company.

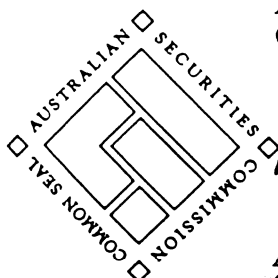
The company is limited by shares.

The company is taken to be registered as a company
under the Corporations Law of Western Australia.

*I certify that this is a true
copy of the Certificate of
Registration on Change of
Name*

Given under the seal of the
Australian Securities Commission
on this eighth day of September, 1994.

[Signature]
A.G. RUIZ
DIRECTOR
3/2/95.

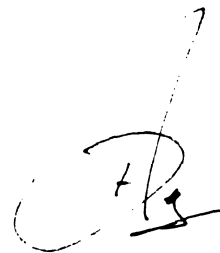


[Signature]

Alan Cameron
Chairman

ENDORSEMENT SCHEDULE

Pursuant to the provisions of Section 121(1)(a) of the Mining Act 1992, the Minister for Mines did, on the 12th July 1994 ~~1993~~, approve of the transfer of Authorisation No 311 from BMI Mining Pty Ltd to Centenary International Mining ~~Pty~~ Ltd and Excel Mining Pty Ltd and recorded by me in the Department of Mineral Resources in Singleton, the 15th day of *July* 1994.



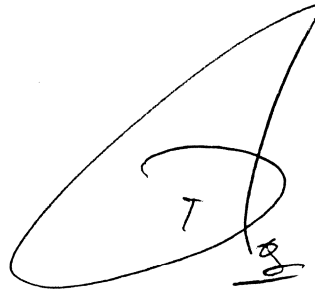
Mining Registrar

ENDORSEMENT SCHEDULE

Pursuant to the provisions of Section 161 (1) (4) of the Mining Act, 1992, the documents as listed in the SCHEDULE OF DOCUMENTS, hereunder, have been registered in the Department of Mineral Resources insofar as they effect:-

1. Mining Lease No. 1360 (Act, 1992)
 2. Authorisation No 311 (Act, 1973)
- and
3. Authorisation No. 315 (Act, 1973).

(C95-2025)

A handwritten signature in black ink, consisting of a large, sweeping loop that encloses a smaller, more intricate scribble. The signature is positioned above the printed name and title.

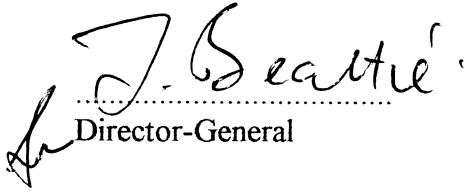
D. Agnew
(Regional Manager - Northern Region)
Coal & Petroleum Administration Branch

SCHEDULE OF DOCUMENTS

1. Document entitled "CIM RESOURCES LIMITED - (Issuer) - and - ABN AMRO AUSTRALIA LIMITED - (Security Trustee) - ALLEN ALLEN & HEMSLEY ALLENS ARTHUR ROBINSON GROUP - DEBENTURE TRUST DEED - Allen Allen & Hemsley - Sydney - Ref: PJC 1072623 RCT - Doc No: ryc6dgybka" dated 22 December 1994.
- and
2. Document entitled "EXCEL MINING PTY LIMITED - (Mortgagor) - and - ABN AMRO AUSTRALIA LIMITED - (Security Trustee) - ALLEN ALLEN & HEMSLEY ALLENS ARTHUR ROBINSON GROUP - MORTGAGE AND CHARGE - Over Assets in NSW, ACT & NT at relevant time - Allen Allen & Hemsley - Sydney - Ref: PJC 1072623 RSCT - Doc No: ryc6dhcmmB" dated 22 December 1994.

ENDORSEMENT SCHEDULE

Transfer of Authorisation No. 311 (Act, 1973) to Excel Stratford Pty Limited (ACN 070 387 914) and CIM Resources Ltd (ACN 008 881 712) approved by the Minister on 3rd April, 1996 and registered in the Department of Mineral Resources on 13 April, 1996.


.....
Director-General

Department of Mineral Resources

NEW SOUTH WALES GOVERNMENT
COALMINING INSPECTORATE
AND ENGINEERING BRANCH

L.1. JOINT COAL BOARD BUILDING
1 CIVIC AVENUE
SINGLETON NSW 2330
PO BOX 51
SINGLETON NSW 2330
TELEPHONE (065) 721 899
FACSIMILE (65) 721 201

Mr M.D. Newell
Manager-Group Properties
BMI Mining Pty Ltd
GPO Box 1571
SYDNEY NSW 2001

Our ref: Mrs J. Agnew
Telephone: (065) 724 200
File Ref: M82-3866 & M81-3187

Dear Mr Newell,

AUTHORISATION NO. 315

I refer to your renewal application for Authorisation No 315 lodged with our Department on the 11 August 1993. The authorisation has been renewed for a further term until 17 September 1996.

The authorisation is now subject to the attached Conditions of Authority 1992. I particularly draw your attention to Clause 15 (2) which introduces an annual review of work conducted and proposed in terms of the conceptual programs outlined in the "Stratford Feasibility Study" dated 13 August 1993.

Your attention is invited to the provisions of Division 2 of Part 8 of the Mining Act, 1992, which provides amongst other things, that the holder of an authorisation may not carry out prospecting operations on any private land or any land held under a pastoral lease otherwise than in accordance with the provisions of Section 263 of the Act the occupier of any Crown land and the owner and any occupier of any private land are entitled to compensation for any compensable loss suffered, or likely to be suffered, by them as a result of the exercise of rights conferred by the licence or by an access arrangement in respect of the licence. You should give specific attention to the requirements of the Act in this regard.

In regard to Condition No 53 (a), the security in the amount of \$10,000.00 currently held in respect of this authorisation has been transferred to cover the requirements of this condition contained in the renewal.

The Senior Inspector of Coal Mines has advised that, in accordance with Condition No 6, all drilling in the authorisation exceeding a depth of 500 metres is to be carried out using devices and equipment to control natural gas blow-outs.

Yours sincerely,



Joy Agnew
for Director-General

26/11/93

MINING ACT 1992

INSTRUMENT OF RENEWAL OF AUTHORISATION LICENCE NO.315

HELD BY:

BMI MINING PTY LIMITED

I, Ian Raymond Causley, Minister for Mines for the State of New South Wales HEREBY RENEW THE AUTHORISATION subject to the terms and conditions set out below:-

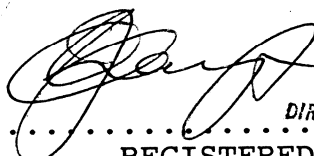
1. The Authorisation is renewed for a further term until 17 September, 1996.
2. The conditions of the Authorisation are amended by deleting all the conditions contained in the Authorisation prior to this renewal and by including the attached Conditions of Authority - 1992 (Coal) Exploration Licences numbered:
1-34 (Inclusive), 38, 40-49 (Inclusive), 53, 56 and 57
3. The Authorisation is renewed over the land described hereunder and shown on the Exploration Area attached hereto.

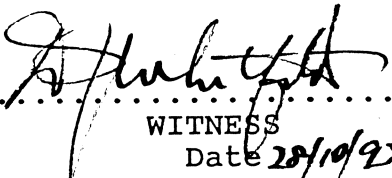
Parishes: Avon, Grant, Gorton and Monkerai

Counties: Gloucester

Area: About 9,200 HA.

I/We, BMI Mining Pty Limited hereby accept the renewal of this Authorisation and agree to be bound by the conditions specified.


.....
DIRECTOR
REGISTERED HOLDER
Date 28/10/93


.....
WITNESS
Date 28/10/93

Renewed this 16th day of November 1993


.....
MINISTER FOR MINES



CONDITIONS OF AUTHORITY - 1992
(COAL)
EXPLORATION LICENCES

EXPLORATION ACTIVITIES

1. Prospecting operations shall be restricted to Drilling, Geological and Geophysical Surveying and Testing. However the Minister may, subject to such conditions as considered necessary, authorise the carrying out of additional prospecting operations.
2. Unless otherwise authorised by the Minister the licence holder shall immediately commence and continuously proceed to carry out such surveys and other operations specified in Condition No 1.
3. The licence holder shall carry out all surveys and operations on the subject area in accordance with such methods as are customarily used in good mining practice and in accordance with the provisions of the Mining Act 1992 and the Coal Mines Regulation Act 1982.

DRILLING

4. The licence holder shall not drill nor permit to be drilled on the subject area any hole in excess of two hundred (200) millimetres in diameter unless with the consent of the Senior Inspector of Coal Mines.
5. The licence holder shall upon completion of any drillhole completely fill the hole with cement grout during drill rod withdrawal and plug each drillhole in such a manner that preserves the integrity of any aquifers and does not constitute a danger to persons or stock.
6. Where required by the Chief Inspector of Coal Mines the licence holder shall ensure that drilling operations at sites specified by the Chief Inspector of Coal Mines shall be carried out using drilling rigs fitted with a control device and equipment to the satisfaction of the Chief Inspector of Coal Mines as prevention against natural gas blow-out.
7. The licence holder shall comply with any direction given or which may be given by the Director-General regarding the dumping, depositing or removal of any material extracted during the sinking of any drillhole on the subject area.
8. During operations each drill site shall be maintained in such a manner so as not to constitute a danger to persons or stock.
9. A reference mark is to be placed at the location of each drillhole for relocation purposes.
10. The licence holder shall, if using non-core drilling methods, retain representative cuttings of every three (3) metres of formation drilled or change of formation and such samples must be at least 100 grams in weight, dried, bagged and securely labelled with depth limits.

- 11 The licence holder shall if using diamond drilling methods where solid core is recovered retain all cores in single layer boxes each row separated by rigid vertical spacers and drilling depths shall be clearly and permanently indicated inside and outside of each box.
- 12 The licence holder shall not dispose of any core without first obtaining the approval of the Chief Coal Geologist. Should the Chief Coal Geologist require the core to be kept for archival purposes, the licence holder shall deliver the required core to the Department's Core Library in boxes suitable for storage.
- 13 Should the licence holder wish to temporarily maintain a drillhole in an open condition for monitoring purposes the licence holder shall inform the Director-General.

BOXCUTTING, UNDERGROUND BULK SAMPLING OR SURFACE BULK SAMPLING

- 14 (a) Notwithstanding the provisions of Condition No 1 the licence holder shall not commence box cutting, underground bulk sampling operations or surface bulk sampling operations except with the written consent of the Minister and subject to such conditions as the Minister may impose including any conditions requiring the lodgement of a bond or other security for rehabilitation of the area the subject of or affected by such operations.
- (b) Where the licence holder desires to commence box cutting, underground bulk sampling operations or surface bulk sampling operations the licence holder shall furnish to the Inspector information in accordance with Instructions for Box Cutting Operations, Instructions for Underground Bulk Sampling Operations or Instructions for Surface Bulk Sampling Operations.
- (c) If required by the Inspector and within such time as may be stipulated by the Inspector the licence holder shall erect and maintain to the satisfaction of the Inspector a fence around the area subject of or affected by operations.
- (d) When required by the Minister and within such time as may be stipulated by the Minister the licence holder shall rehabilitate each and every section of the area the subject of or affected by the operations to the satisfaction of the Minister and in accordance with such conditions as may be imposed by the Minister.
- (e) The Minister may vary or revoke such consent.

REPORTING

- 15 (1) Within fourteen (14) days after the expiration of six (6) months from the date of this licence and within fourteen (14) days after the expiration of each six (6) months thereafter the licence holder shall lodge with the Minister a summary report to the satisfaction of the Minister containing particulars of:-
 - (a) exploration activities and expenditure thereon, and
 - (b) the proposed exploration to be conducted during the following six months.

22 (1) **Licence to Use Reports**

- (a) In respect of reports prepared and to be prepared by or on behalf of the licence holder, and submitted to the Director-General pursuant to conditions numbered 15, 16, 17 and 18 of this licence, the licence holder hereby grants to the Minister, by way of a non-exclusive licence, the right in copyright therein, to publish, print, adapt and reproduce the work in any form and for the full duration of copyright, subject to a period of confidentiality as outlined in sub-clause (2).
- (b) The non-exclusive licence to do acts comprised in the copyright granted hereunder will operate as a consent to disclosure for the purposes of section 365 of the Mining Act 1992.

(2) **Confidentiality**

- (a) All exploration reports submitted in accordance with the conditions of this licence will be kept confidential while the licence is in force, except in cases where:
- (i) The licence holder has agreed that specified reports may be made non-confidential.
- (ii) Reports deal with exploration conducted exclusively on areas that have ceased to be part of the licence.
- (b) Confidentiality of reports will be continued beyond the termination of a licence in cases where an application for a flow-on title was lodged during the currency of the exploration licence. The confidentiality will last until that flow-on title or any subsequent flow-on title, has terminated.
- (c) Continuation of the period of confidentiality outlined in sub-clauses (a) and (b) is subject to the licence holder submitting a report that covers all exploration conducted on the areas of the licence not covered by the flow-on title. Such reports will be made public.
- (d) The Director General may extend the period of confidentiality in respect of reports beyond the time(s) stipulated in sub-clauses (a) and (b) hereof.

(3) **Terms of the non-exclusive licence**

The terms of the non-exclusive copyright licence granted under sub-clause (1)(a) are:

- (a) The Minister may sub-licence others to publish, print, adapt and reproduce but not on-licence reports.
- (b) The Minister and any sub-licensee will acknowledge the licence holder's and any identifiable consultant's ownership of copyright in reports in any reproduction of reports, including storage of reports onto an electronic database.
- (c) The licence holder does not warrant ownership of all copyright works in any report and, the licence holder will identify those parts of the report for which the licence holder does not own copyright.

- (d) There is no royalty payable by the Minister for the licence.
- (e) If the licence holder has reasonable grounds to believe that the Minister has exercised his rights under the non-exclusive copyright licence in a manner which adversely affects the prospecting operations of the licence holder, that licence is revocable on the giving of a period of not less than three months notice.

ENVIRONMENT AND REHABILITATION

- 23 The licence holder shall maintain the subject area in a clean and tidy condition at all times.
- 24 If so directed by the Minister the licence holder shall stabilise and rehabilitate to the satisfaction of the Minister and within such time as may be allowed by the Minister any lands within the subject area which may have been disturbed by the licence holder.
- 25 Upon completion of operations on the surface of the subject area or upon the expiry or sooner determination of this licence or any renewal thereof, the licence holder shall remove from such surface such buildings, machinery, plant, equipment, constructions and works as may be directed by the Minister and such surface shall be rehabilitated and left in a clean, tidy and safe condition to the satisfaction of the Minister.
- 26 If so directed by the Minister and at any time or times as may be stipulated by the Minister the licence holder shall lodge for the Minister's approval a management plan comprising such details as the Minister may specify including detailed proposals for rehabilitation of the subject area and erosion and pollution control. The Minister may at any time amend any such plan and the licence holder shall conduct operations in accordance with any such management plan as may be approved or amended by the Minister.
- 27 The licence holder shall carry out operations in such a manner as to interfere as little as possible with flora and fauna and shall not cut or damage any tree, shrub or other vegetative cover except such as may directly obstruct or prevent the carrying out of the operations.
- 28 The licence holder shall take all precautions against causing outbreak of fire on the subject area.
- 29 The licence holder shall conduct operations in such a manner as not to cause or aggravate soil erosion and the licence holder shall observe and perform any instructions given or which may be given by the Minister with a view to minimising or preventing soil erosion.
- 30 In the event of any excavations being made the licence holder shall remove and place separately all topsoil and shall ensure that when such excavations are refilled, the topsoil previously removed is replaced and levelled. All such refilling and levelling shall be done to the satisfaction of the Minister.
- 31 Notwithstanding the provisions of Condition No 26, the licence holder shall not destroy or injure any tree, sapling, shrub or scrub on any protected land, as defined by the Soil Conservation Act, 1938, as amended, except in accordance with an authority issued by the Commissioner, Soil Conservation Board, under Section 21D of that Act.

32. Where the licence holder proposes to carry out any prospecting activity requiring disturbance of ground cover using earthmoving machinery, including construction of access tracks, the licence holder shall refer such proposal to the Department of Conservation and Land Management for comment, regarding erosion and sediment control, prior to carrying out such activity.
- 33 Where the licence holder intends to conduct operations in or adjacent to any river, stream, creek, tributary, lake, dam or reservoir the subject of a proclamation under the Fisheries and Oyster Farms Act, 1935, relating to or prohibiting the taking of species of fish, the licence holder shall, not less than seven (7) days before commencement of such operations give notice in writing to the District Inspector of Fisheries setting out details of such operations and the river, stream, creek, tributary, lake, dam or reservoir that shall or may be affected thereby.
- 34 The licence holder shall provide and maintain to the satisfaction of the Minister efficient means to prevent contamination, pollution, erosion or siltation of any river, stream, creek, tributary, lake, dam, reservoir, watercourse or catchment area or any undue interference to fish or their environment and shall observe any instruction given or which may be given by the Minister with a view to preventing or minimising the contamination, pollution, erosion or siltation of any river, stream, creek, tributary, lake, dam, reservoir, watercourse or catchment area, or any undue interference to fish or their environment.
- 35 (a) Operations shall be carried out in such a way as not to cause any pollution of the.....
Catchment Area.
- (b) If the licence holder is using or about to use any process which in the opinion of the Minister is likely to cause contamination of the waters of the said Catchment Area the licence holder shall refrain from using or cease using as the case may require such process within twenty-four (24) hours of the receipt by the licence holder of a notice in writing under the hand of the Minister requiring the licence holder to do so.
- (c) The licence holder shall comply with any regulations now in force or hereafter to be in force for the protection from pollution of the said Catchment Area.
- 36 (a) The licence holder shall carry out operations in such a way as to conform strictly to all provisions of the Water Board Act, 1987, as amended, and the regulations thereunder applying to the prevention of pollution of the..... (Water Catchment) Special Area or the preservation of the purity of the water supply provided thereby or derived therefrom or for the protection of the property of the Water Board on the Special Area and also to all requirements of the said Board from time to time under the said Act or any of the regulations for the time being in force.

- (b) If the licence holder shall at any time be using or about to use any process which in the opinion of the Water Board is likely to pollute the Special Area or the water supply or to endanger any property of the said Board on the Special Area the licence holder upon service of a notice in writing under the hand of the Minister to do so shall (i) discontinue the use of such process within twenty-four (24) hours or (ii) thereafter refrain from adopting such process at any time, as the case may require.
- (c) The licence holder shall provide and maintain to the satisfaction of the Minister efficient means to prevent the contamination, pollution, erosion or siltation of any stream or watercourse or catchment area and shall observe any instruction given or which may be given by the Minister with a view to preventing or minimising the contamination, pollution or siltation of any stream watercourse or catchment area.
- (d) The licence holder hereby covenants with Us Our Heirs and Successors and as a separate covenant the licence holder hereby covenants with the Water Board and its Successors that the licence holder shall at all times hereafter save harmless and keep Us and the said Board and Our Heirs and Successors and the Successors of the said Board indemnified from payment of compensation and from and against all actions proceedings claims and demands in respect of any injury loss or damage arising out of or in any way connected with any interference with or deprivation or loss of access to the land and premises of this licence which may occur by reason of any works or operations undertaken or carried out by the said Board or arising out of or in any way connected with any discontinuance or alteration of any process consequent upon the service of a notice in pursuance of the provisions of Condition 35(b) or arising out of or in any way connected with the operation of any regulations relating to a Special Area in force at the date hereof or made by the said Board at any time hereafter and the licence holder hereby agrees that for the purpose of this condition the said Board shall be deemed to be a party to this licence.

37 The licence holder shall:-

- (a) Make such provisions for sanitation as may be directed by the Water Board and shall at all times observe and perform any requirements of the said Board respecting sanitation.
- (b) not establish any camps or habitations within any areas under the control of the Water Board unless with the consent of the Water Board.
- (c) Not sink any drillhole within the stored waters on the subject area nor within... metres of the top water level thereof unless with the consent of the Water Board.
- (d) Not sink any drillhole within any watercourse on the..... (Water Catchment) Special Area nor within.... metres thereof unless with the consent of the Water Board.
- (e) Not interfere with or impede the use of Water Board tracks or endanger their stability in any way by reason of the operations.

- (f) Not construct any road to the sites of any drillholes unless with the consent of the Water Board to the proposed route and type of road construction.
- (g) Not interfere in any way with any fences on or adjacent to the (Water Catchment) Special Area unless with the consent in writing of the owner thereof or the Water Board.
- (h) Give three days notice to the Water Board's Resident Engineer, Pipe Head, Guildford of its intention to commence drilling operations.
- (i) Not cut or remove any timber except such as directly obstructs or prevents the carrying on of operations and the licence holder shall obtain the consent in writing of the Water Board before making use of the timber so cut for other than in connection with operations.
- (j) Complete work in relation to rehabilitation within the (Water Catchment) Special Area before termination of the licence to the satisfaction of the Water Board.

EXEMPTED AREAS AND PUBLIC RESERVES

- 38 (a) The licence holder shall not commence any activities within any "exempted area" as defined by Section 4 of the Mining Act, 1992, except with the written consent of the Minister and subject to such conditions as the Minister may impose.
- (b) Where the licence holder desires to commence any activities within any "exempted area" the licence holder shall furnish to the Director-General, three copies of a topographic map, scale 1:25,000 showing the location of any proposed drill holes together with details of proposed drilling, geological and geophysical activities.
- 39 The licence holder shall permit the free and uninterrupted passage of stock through that part or those parts, as the case may be, of the subject area covered by Reserve No and shall conduct operations as not to cause any danger to persons and travelling stock.
- 40 The licence holder shall as far as may be practicable so conduct operations as not to interfere in any way with the public use and enjoyment of any Reserve

PRIVATE PROPERTY

- 41 The licence holder shall observe any instruction given or which may be given by the Minister with a view to minimising or preventing public inconvenience or damage to public or private property.

- 42 The licence holder shall not interfere in any way with any fences on or adjacent to the subject area unless with the prior written approval of the owner thereof or the Minister and subject to such conditions as the Minister may stipulate.
- 43 Any gates within the subject area or any other gates used by the licence holder shall be closed or left open in accordance with the requirements of the owner or occupier.
- 44 The licence holder shall permit the free and uninterrupted passage of stock through the subject area and shall conduct operations in such a manner as not to cause any danger to travelling stock.
- 45 The licence holder shall not interfere with or prevent the access of stock to any watering places or approaches thereto without the consent of the owner and occupier or of the Minister.
- 46 The licence holder shall not interfere with any well, water pump, dam or pipeline without the consent of the owner and occupier.

ROADS

- 47 In the event of operations being conducted on the surface of any road, track or firetrail traversing the subject area or in the event of such operations causing damage to or interference with any such road, track or firetrail the licence holder, at his own expense, shall if directed to do so by the Minister provide to the satisfaction of the Minister an alternate road, track or firetrail in a position as required by the Minister and shall allow free and uninterrupted access along such alternate road, track or firetrail and, if required to do so by the Minister, the licence holder shall upon completion of operations rehabilitate the surface of the original road, track or firetrail to a condition satisfactory to the Minister.

TRANSMISSION LINES, COMMUNICATION LINES AND CABLES

- 48 The licence holder shall as far as is practicable so conduct operations as not to interfere with or impair the stability or efficiency of any transmission line, communication line or pipeline traversing the surface or the excepted surface of the subject area and shall comply with any direction given or which may be given by the Minister in this regard.

SURVEY REFERENCE MARKS

- 49 (a) The marks in connection with any trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) erected on or near the subject area shall not be interfered with and the unrestricted right of access to such station by authorised persons and also the right to clear sight lines to surrounding stations is reserved at all times.
- (b) The licence holder shall take all necessary precautions to preserve the trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) and the cairn, mast and vanes which might be erected upon the subject area.

- (c) No buildings or other structures shall be erected which would make observations to and from surrounding trigonometrical stations difficult to effect.
- (d) In the event of operations interfering with or damaging any trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) erected on or near the subject area, or if required to do so by the Minister, the licence holder shall relocate any such trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) to the satisfaction of, and in a position required by, the Department of Conservation and Land Management, the Land Information Centre, Bathurst and the Minister and, if required to do so by the Minister, and subject to such conditions as he may impose, the licence holder, upon completion of operations shall relocate any such trigonometrical station, Permanent Mark or State Survey Mark (under the Survey Co-ordination Act, 1949) to its original position.

ABORIGINAL PLACE OR RELIC

- 50 The licence holder shall not knowingly destroy, deface or damage any aboriginal place or relic within the subject area except in accordance with an authority issued under the National Parks and Wildlife Act, 1974, and shall take every precaution in drilling, excavating or disturbing the land against any such destruction, defacement or damage.

INSPECTORS

- 51 (a) Where the Inspector is of the opinion that any condition of this licence relating to operations within the subject area, or any provision of the Mining Act, 1992, relating to operations within the subject area, are not being complied with by the licence holder the Inspector may serve on the licence holder a notice stating that and give particulars of the reason why, and may in such notice direct the licence holder:-
- (i) to cease operations within the subject area in contravention of that condition or Act; and
 - (ii) to carry out within the specified time works necessary to rectify or remedy the situation.
- (b) The licence holder shall comply with the directions contained in any notice served pursuant to sub-paragraph (a) of this condition. The Director-General may confirm, vary or revoke any such direction.
- (c) A notice referred to in this condition may be served on the Colliery Manager.

INDEMNITY

- 52 The licence holder shall indemnify and keep indemnified the Crown from and against all actions suits and claims, and demands of whatsoever nature and all costs charges and expenses which may be brought against the licence holder or which the licence holder may incur in respect of any accident or injury to any person or property which may arise out of the construction maintenance or working of any workings now existing or to be made by the licence holder within the boundaries of the subject area or in connection with any of the operations notwithstanding that all other conditions of this licence shall in all respects have been observed by the licence holder or that any such accident or injury shall arise from any act or thing which the licence holder may be licensed or compelled to do hereunder.

SECURITY DEPOSIT

- 53(a) The licence holder shall, within two (2) months of being requested by the Director-General, lodge with the Minister the sum of \$10,000 (Ten Thousand Dollars) in accordance with Instructions for Manner of Lodgement of Security Deposits as security for the fulfilment of the obligations of the licence holder under this licence. In the event that the licence holder fails to fulfil any of its obligations under this licence the said sum may be applied at the discretion of the Minister towards the cost of fulfilling such obligations. For the purposes of this clause a licence holder shall be deemed to have failed to fulfil its obligations under this licence, if it fails to comply with any condition or provision of this licence, any provision of the Act or regulations made thereunder or any condition or direction imposed or given pursuant to a condition or provision of this licence or of any provision of the Act or regulations made thereunder.
- (b) The Minister may at any time after the commencement of this licence or any renewal thereof, vary the amount of security required in accordance with this condition.
- (c) Where the amount of security has been increased pursuant to clause (b) hereof the licence holder shall, within two (2) months of being requested by the Minister, lodge a security for the amount of security required, in which case the Minister shall refund or release to the licence holder the security previously lodged.

DRILLING UNDER LAKES

- 54 (a) The licence holder shall ensure that operations on the subject area do not affect or impair the stability of the coaxial cable traversing the subject area.
- (b) With the exception of any holes drilled on the bed of Lake Macquarie a reference mark is to be placed in the vicinity of each drillhole with a side traverse of the drillhole for relocation purposes.
- (c) Where a significant deviation in the direction of any borehole within Lake Macquarie is detected the licence holder shall carry out down-hole directional surveys in any such borehole to the satisfaction of the Inspector.

NEW SOUTH WALES GOVERNMENT

COAL MINING INSPECTORATE AND
ENGINEERING BRANCH (065) 721 899

COAL AND PETROLEUM
GEOLOGY BRANCH (065) 724 200

COAL AND PETROLEUM
ADMINISTRATION BRANCH (065) 724 200

Mr M.D. Newell
Manager, Group Properties
BMI Mining Pty Ltd
GPO Box 1571
SYDNEY NSW 2001

Dear Sir,

AUTHORISATION NO: 311

I refer to the Instrument of Renewal document in relation to be above mentioned
Authorisation sent to you on 26 November 1993.

I regret to advise that a typing error appears on the Instrument. The area of the
authorisation should read **about 6,800 ha**, not the 6,000 ha as printed. All other
documentation regarding this authorisation refers to the correct area, i.e. 6,800 ha.
It would therefore be appropriate to attach this letter to the original Instrument of Renewal.

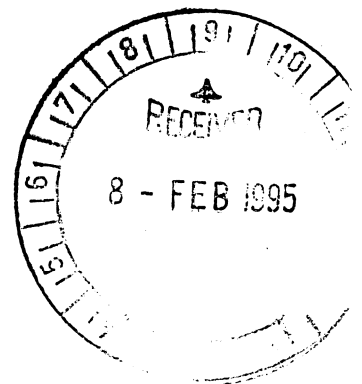
I apologise for this oversight.

Yours faithfully,

Joy Agnew

Joy Agnew (Mrs)
for Director-General

4/2/94



Department of Mineral Resources

NEW SOUTH WALES GOVERNMENT
COALMINING INSPECTORATE
AND ENGINEERING BRANCH

L.1. JOINT COAL BOARD BUILDING
1 CIVIC AVENUE
SINGLETON NSW 2330
PO BOX 51
SINGLETON NSW 2330
TELEPHONE (065) 721 899
FACSIMILE (65) 721 201

Mr M.D. Newell
Manager-Group Properties
BMI Mining Pty Ltd
GPO Box 1571
SYDNEY NSW 2001

Our ref: Mrs J. Agnew
Telephone: (065) 724 200
File Ref: M82-3866 & M81-3187

Dear Mr Newell,

AUTHORISATION NO. 311

I refer to your renewal application for Authorisation No 311 lodged with our Department on the 11 August 1993. The authorisation has been renewed for a further term until 17 September 1996.

The authorisation is now subject to the attached Conditions of Authority 1992. I particularly draw your attention to Clause 15 (2) which introduces an annual review of work conducted and proposed in terms of the conceptual programs outlined in the "Stratford Feasibility Study" dated 13 August 1993.

Your attention is invited to the provisions of Division 2 of Part 8 of the Mining Act, 1992, which provides amongst other things, that the holder of an authorisation may not carry out prospecting operations on any private land or any land held under a pastoral lease otherwise than in accordance with the provisions of Section 263 of the Act the occupier of any Crown land and the owner and any occupier of any private land are entitled to compensation for any compensable loss suffered, or likely to be suffered, by them as a result of the exercise of rights conferred by the licence or by an access arrangement in respect of the licence. You should give specific attention to the requirements of the Act in this regard.

In regard to Condition No 53 (a), the security in the amount of \$10,000.00 currently held in respect of this authorisation has been transferred to cover the requirements of this condition contained in the renewal.

The Senior Inspector of Coal Mines has advised that, in accordance with Condition No 6, all drilling in the authorisation exceeding a depth of 500 metres is to be carried out using devices and equipment to control natural gas blow-outs.

Yours sincerely,



Joy Agnew
for Director-General

26/11/93

MINING ACT 1992

INSTRUMENT OF RENEWAL OF AUTHORISATION NO.311

HELD BY:

BMI MINING PTY LIMITED

I, Ian Raymond Causley, Minister for Mines for the State of New South Wales HEREBY RENEW THE AUTHORISATION subject to the terms and conditions set out below:-


1. The Authorisation is renewed for a further term until 17 September, 1996.
2. The conditions of the Authorisation are amended by deleting all the conditions contained in the Authorisation prior to this renewal and by including the attached Conditions of Authority - 1992 (Coal) Exploration Licences numbered:
1-34 (Inclusive), 38, 40-49 (Inclusive), 53, 56 and 57
3. The Authorisation is renewed over the land described hereunder and shown on the Exploration Area attached hereto.

Parishes: Avon and Grant

Counties: Gloucester

Area: About 6,000 HA.

I/We, BMI Mining Pty Limited hereby accept the renewal of this Authorisation and agree to be bound by the conditions specified.

.....

DIRECTOR
REGISTERED HOLDER
Date 23/10/93

.....

WITNESS
Date 28/10/93

Renewed this 16th day of November 1993

.....

MINISTER FOR MINES

ch

CONDITIONS OF AUTHORITY - 1992
(COAL)
EXPLORATION LICENCES

EXPLORATION ACTIVITIES

- 1 Prospecting operations shall be restricted to Drilling, Geological and Geophysical Surveying and Testing. However the Minister may, subject to such conditions as considered necessary, authorise the carrying out of additional prospecting operations.
- 2 Unless otherwise authorised by the Minister the licence holder shall immediately commence and continuously proceed to carry out such surveys and other operations specified in Condition No 1.
- 3 The licence holder shall carry out all surveys and operations on the subject area in accordance with such methods as are customarily used in good mining practice and in accordance with the provisions of the Mining Act 1992 and the Coal Mines Regulation Act 1982.

DRILLING

- 4 The licence holder shall not drill nor permit to be drilled on the subject area any hole in excess of two hundred (200) millimetres in diameter unless with the consent of the Senior Inspector of Coal Mines.
- 5 The licence holder shall upon completion of any drillhole completely fill the hole with cement grout during drill rod withdrawal and plug each drillhole in such a manner that preserves the integrity of any aquifers and does not constitute a danger to persons or stock.
- 6 Where required by the Chief Inspector of Coal Mines the licence holder shall ensure that drilling operations at sites specified by the Chief Inspector of Coal Mines shall be carried out using drilling rigs fitted with a control device and equipment to the satisfaction of the Chief Inspector of Coal Mines as prevention against natural gas blow-out.
- 7 The licence holder shall comply with any direction given or which may be given by the Director-General regarding the dumping, depositing or removal of any material extracted during the sinking of any drillhole on the subject area.
- 8 During operations each drill site shall be maintained in such a manner so as not to constitute a danger to persons or stock.
- 9 A reference mark is to be placed at the location of each drillhole for relocation purposes.
- 10 The licence holder shall, if using non-core drilling methods, retain representative cuttings of every three (3) metres of formation drilled or change of formation and such samples must be at least 100 grams in weight, dried, bagged and securely labelled with depth limits.

- 11 The licence holder shall if using diamond drilling methods where solid core is recovered retain all cores in single layer boxes each row separated by rigid vertical spacers and drilling depths shall be clearly and permanently indicated inside and outside of each box.
- 12 The licence holder shall not dispose of any core without first obtaining the approval of the Chief Coal Geologist. Should the Chief Coal Geologist require the core to be kept for archival purposes, the licence holder shall deliver the required core to the Department's Core Library in boxes suitable for storage.
- 13 Should the licence holder wish to temporarily maintain a drillhole in an open condition for monitoring purposes the licence holder shall inform the Director-General.

BOXCUTTING, UNDERGROUND BULK SAMPLING OR SURFACE BULK SAMPLING

- 14 (a) Notwithstanding the provisions of Condition No 1 the licence holder shall not commence box cutting, underground bulk sampling operations or surface bulk sampling operations except with the written consent of the Minister and subject to such conditions as the Minister may impose including any conditions requiring the lodgement of a bond or other security for rehabilitation of the area the subject of or affected by such operations.
- (b) Where the licence holder desires to commence box cutting, underground bulk sampling operations or surface bulk sampling operations the licence holder shall furnish to the Inspector information in accordance with Instructions for Box Cutting Operations, Instructions for Underground Bulk Sampling Operations or Instructions for Surface Bulk Sampling Operations.
- (c) If required by the Inspector and within such time as may be stipulated by the Inspector the licence holder shall erect and maintain to the satisfaction of the Inspector a fence around the area subject of or affected by operations.
- (d) When required by the Minister and within such time as may be stipulated by the Minister the licence holder shall rehabilitate each and every section of the area the subject of or affected by the operations to the satisfaction of the Minister and in accordance with such conditions as may be imposed by the Minister.
- (e) The Minister may vary or revoke such consent.

REPORTING

- 15 (1) Within fourteen (14) days after the expiration of six (6) months from the date of this licence and within fourteen (14) days after the expiration of each six (6) months thereafter the licence holder shall lodge with the Minister a summary report to the satisfaction of the Minister containing particulars of:-
 - (a) exploration activities and expenditure thereon, and
 - (b) the proposed exploration to be conducted during the following six months.

- (2) These reports will be reviewed by Director-Coal within one month of each anniversary of this licence. If the exploration and related studies completed in the previous twelve months, and forecast for the following six months, are not consistent with the work program outlined in 'Stratford Feasibility Study' dated 13 August 1993 then this licence may be referred to the Minister for consideration of cancellation on the basis of the holder conducting insufficient activity on the licence.
- 16 The licence holder shall forward to the Minister, with every application for renewal of this licence, and upon the expiry or sooner determination thereof, a comprehensive report to the satisfaction of the Minister containing full particulars of:
- (i) exploration activities, including expenditure thereon, carried out by the licence holder during the period of the licence or the last renewal thereof as the case may be;
 - (ii) results of such exploration activities and conclusions reached by the licence holder, as to the mineral resources potential of the subject area; and
 - (iii) the proposed scheme for further exploration of the area the subject of any application for renewal.
- 17 The licence holder shall forward to the Minister upon the completion of each major exploration program or sooner determination of this licence a detailed geological report which provides a complete assessment of the coal resources potential of the area, including all such maps, plans and data as are necessary for the satisfactory interpretation and evaluation of the report. Accompanying each report shall be a detailed lithological log of every hole drilled by the licence holder together with the results of all analysis and tests. Lithological logs are to be supplied on paper and silver halide microfiche. In addition, the Minister may direct the licence holder to undertake analyses and tests on any or all coal seams intersected in the drill holes which in the opinion of the Minister are likely to be economically mineable.
- 18 The licence holder shall forward to the Minister such further reports on exploration activities as the Minister may from time to time require.
- 19 All drillholes are to be properly surveyed to determine their horizontal and vertical positions and survey details are to be furnished with written reports. Surface levels related to the Australian Height Datum and Integrated Survey Grid co-ordinate values are to be supplied for each drillhole. This data must be qualified by the respective notations (A.H.D.) and (I.S.G.). The vertical position for each drillhole is required to an accuracy of ± 0.3 metre and the horizontal position for each drillhole is required to an accuracy of \pm one (1) metre unless otherwise directed by the Director-General.
- 20 The licence holder shall provide to the Department of Mineral Resources such notifications, cores and samples as required by the Director-General.
- 21 Within 6 months of the completion of any airborne geophysical survey within the subject area the licence holder shall forward to the Director-General copies of levelled located computer tapes each of which shall, unless otherwise directed by the Director-General, be recorded on XA Byte tape with the data conforming to ASEG-GDF standard and with the GDF data format being specified in the header file on each tape.

REFERENCE MARKS

1	338°02' - 9.69	RM.G.I.P.
2	210°18' - 44.11 105°23' - 14.53	RM.G.I.P. & IN MAHOGANY FD. (D.P.116326)
3	191°46' - 4.44	RM.G.I.P.
4	8°47' - 4.82	RM.G.I.P.
5	55°30' - 6.85	RM.G.I.P.
6	278°34' - 1.5 98°34' - 1.38	RM.G.I.P. G.I.N. & IN DEAD TREE
12	186°27' - 9.71	RM.G.I.P.
13	190°06' - 9.92	RM.G.I.P.
14	262°03' - 5.1	RM.G.I.P.

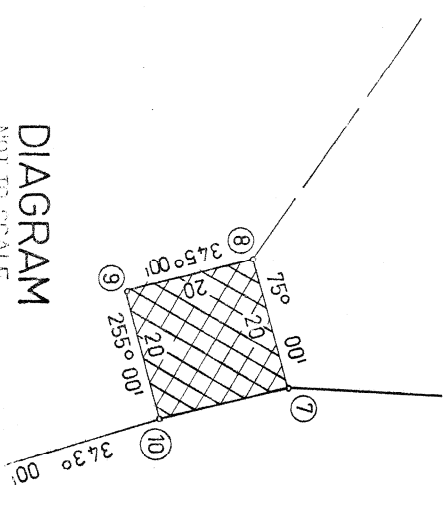
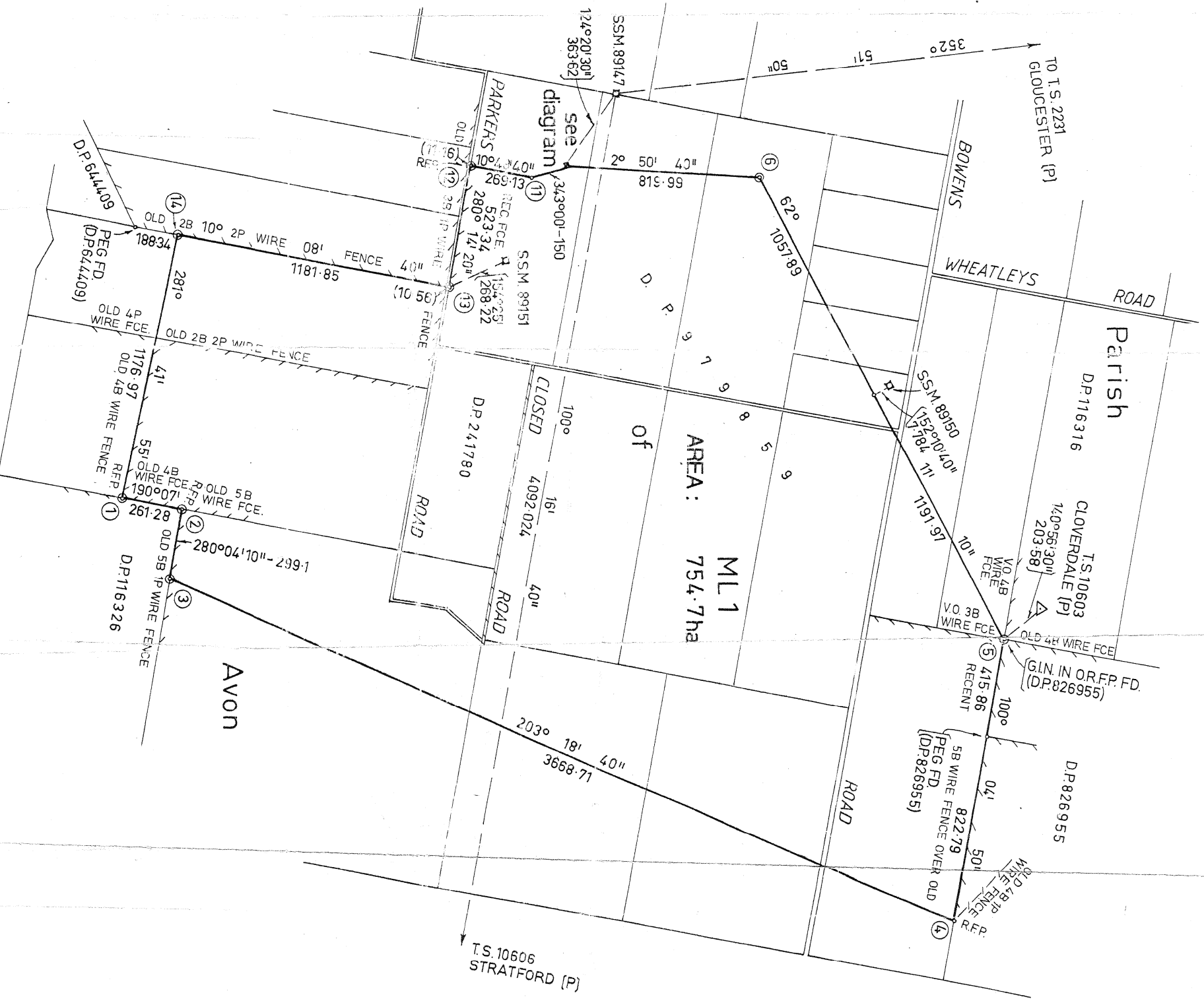


DIAGRAM
NOT TO SCALE

CNR	EASTING	NORTHING
1	330993.20	1440818.61
2	390939.40	1441075.83
3	391233.90	1441023.54
4	392685.71	1444392.76
5	391666.18	1444609.54
6	389476.25	1443559.75
7	389435.56	1442740.77
8	389415.24	1442735.60
9	389421.41	1442716.28
10	389440.73	1442721.45
11	389484.59	1442578.01
12	389434.11	1442313.66
13	389949.12	1442220.64
14	389740.98	1441057.26

MARK	CONTROL MARKS		DATE	19th July 1994	ZONE	56/1	SOURCE	H. ACC.
	EASTING	NORTHING						
T.S. 10603 CLOVERDALE (P)	391337.900	1444767.627	S.C.I.M.S.	1				
T.S. 10606 STRATFORD (P)	393142.371	1442210.655	S.C.I.M.S.	1				
T.S.: 2231 GLOUCESTER (P)	387424.335	1456454.381	S.C.I.M.S.	1				
S.S.M. 89147	389116.000	1442940.725	G.P.S.					
S.S.M. 89150	390408.288	1444060.252	G.P.S.					
S.S.M. 89151	389833.299	1442462.559	G.P.S.					



PLAN OF PORTION ML1

PARISH(S) AVON
COUNTY(S) GLOUCESTER
MAP SHEET NO(S) GRAVEN 9233-1-S
GLOUCESTER 9233-1-N
REDUCTION RATIO 1:15000
LENGTHS ARE IN METRES

MINING LEASE APPLICATION NO 24
MINING DIVISION SINGLETON
APPLICANT STRATFORD COAL PTY. LTD.
APPLICANT DATE 27. 10. 94

Surface exceptions/ depth restrictions
 EMBRACES THE SURFACE AND THE LAND BELOW THEREOF TO AN UNLIMITED DEPTH.
 EMBRACES THE SURFACE AND THE LAND BELOW THEREOF TO AN UNLIMITED DEPTH BUT EXCLUSIVE OF THE RAILROAD.

This is the plan referred to in the annexed Mining Lease No. 136 granted under the provisions of the Mining Act, 1992 to:

CIM RESOURCES PTY LTD
EXCEL MINING PTY LTD
ICA COAL PTY LTD
on the 21st day of DECEMBER 1994

Lease Holder
 Minister
 Lease Holder

Azimuth :
 DP.241780 DP.979889
 DP.116328 DP.826955
 DP.116316
 DP.644009
 DP.116326

Survey declared on this plan to be for lines

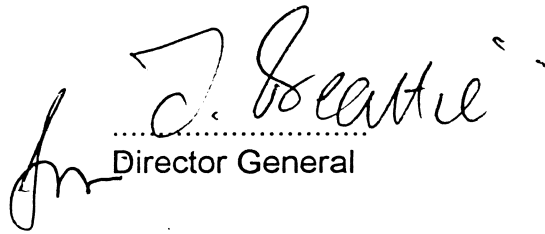
JULIAN VERNON CAIVER
 of CALVER DEWITT & TAYLOR PTY LTD
 P.O. BOX 194, GLOUCESTER 24, 22
 a surveyor registered under the Surveyors Act 1929,
 hereby certify that the survey represented in this plan
 is accurate and has been completed in accordance with
 the Survey Practice Regulations, 1990 and the
 Directions for the Guidance of Mining Surveyors
 and was completed on 8th December 1994
 Signature: *J. Caiver*
 Surveyor's reference: GL764

SURVEY-CATEGORIES: ACCEPTED PLAN, NOT CHECKED IN THE DEPT. OF MINERAL RESOURCES.
 PLAN INVESTIGATED:
 PLAN APPROVED
 FOR USE
 PAPER NO.: C.94.2111

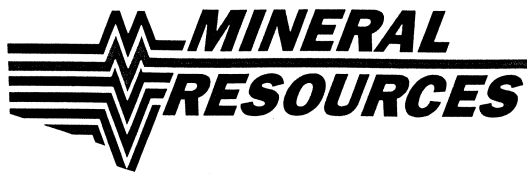
ENDORSEMENT SCHEDULE
C95/2025 & C96/0135

Deed of Release dated 1 October 1996 between ABN AMRO Australia Limited (ACN 000 862 797) and CIM Resources Limited (ACN 008 881 712), Excel Stratford Pty Limited (ACN 070 387 914) & ors registered in the Department of Mineral Resources against the following:-

Mining Lease No.1360 (Act 1992)
Authorisation No.311 (Act 1973)
Authorisation No.315 (Act 1973)


.....
Director General

→ Louise Houghton PJC/LFH



NSW DEPARTMENT OF MINERAL RESOURCES
Minerals and Energy House, 29-57 Christie Street
(P.O. Box 536), St Leonards, NSW 2065, Australia
Phone (02) 901 8888 · Fax (02) 901 8777
DX 3324 St Leonards

Allen Allen & Hemsley
Solicitors
2 Chifley Square
Sydney 2000

C95/2025

Dear Sir,

**Stratford Colliery -Registration of
Deed of Release**

Reference is made to previous correspondence (PJC 1072623 LFH).
In accordance with Section 161 of the Mining Act 1992, Deed of Release dated
19 June 1996 between ABN AMRO Australia Limited and Excel Mining Pty
Limited has been registered in the Department against Mining Lease No.1360
(Act 1992) and Authorisation Nos. 311 & 315 (Act 1973).
The original deeds in respect of the three authorities are enclosed herewith and
have been endorsed as to the registrations.

Yours faithfully

T.A. Beattie
T.A. Beattie
for Director General
14/8/96

Received
19.08.96

ENDORSEMENT SCHEDULE


C95/2025

Deed of Release dated 19 June 1996 between ABN AMRO Australia Limited (ACN 000 862 797) and Excel Mining Pty Limited (ACN 057 982 233) registered in the Department of Mineral Resources against the following authorities;

Mining Lease No.1360 (Act 1992)

Authorisation No.311 (Act 1973)

Authorisation No.315 (Act 1973)


.....
DIRECTOR GENERAL

ENDORSEMENT SCHEDULE

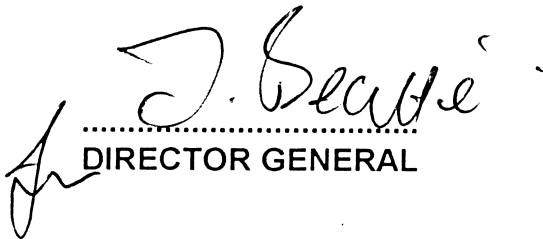
C95/2025

Deed of Release dated 19 June 1996 between ABN AMRO Australia Limited (ACN 000 862 797) and Excel Mining Pty Limited (ACN 057 982 233) registered in the Department of Mineral Resources against the following authorities;

Mining Lease No.1360 (Act 1992)

Authorisation No.311 (Act 1973)

Authorisation No.315 (Act 1973)


.....
DIRECTOR GENERAL

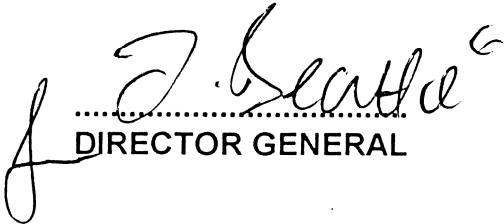
ENDORSEMENT SCHEDULE
C95/2025

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.....
DIRECTOR GENERAL



NSW DEPARTMENT OF MINERAL RESOURCES
Minerals and Energy House, 29-57 Christie Street
(P.O. Box 536), St Leonards, NSW 2065, Australia
Phone (02) 9901 8888 · Fax (02) 9901 8777
DX 3324 St Leonards

Allen Allen and Hemsley
Solicitors and Notaries
GPO BOX 50
SYDNEY NSW 2001

C96/0135

30th April, 1996

ATTENTION: LOUISE HOURIGAN

Dear Sirs,

**STRATFORD COLLIERY PROJECT -
MEMORANDUM OF MORTGAGE AND CHARGE**

Reference is made to previous correspondence (Your Reference PJC 1072623 LFH).

It is advised that Memorandum of Mortgage and Charge dated 1st December, 1995 between Excel Stratford Pty Limited and ABN AMRO Australia Limited has been registered in the Department of Mineral Resources against

- 1) Mining Lease No. 1360 (Act, 1992),
- 2) Authorisation No. 311 (Act, 1973), and
- 3) Authorisation No. 315 (Act, 1973).

Enclosed please find Endorsement Schedules in regard to the registrations which we would be pleased if you could arrange to have appended to the respective authority documents.

Yours faithfully,

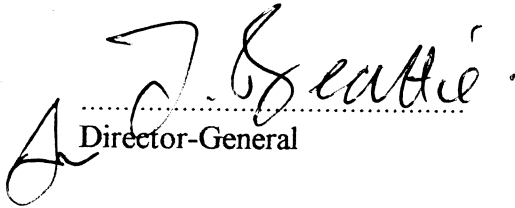
T A Beattie
for Director-General

Enc.

ENDORSEMENT SCHEDULE

(C96-0135)

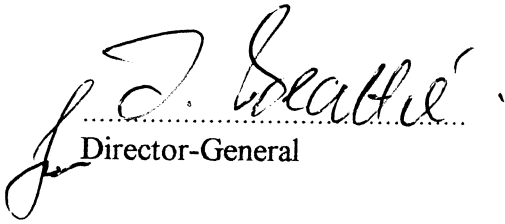
Memorandum of Mortgage and Charge dated 1st December, 1995 between Excel Stratford Pty Limited (ACN 070 387 914) and ABN AMRO Australia Limited (ACN 000 862 797) registered in the Department of Mineral Resources on 2 May, 1996 against Mining Lease No. 1360 (Act, 1992).


.....
Director-General

ENDORSEMENT SCHEDULE

(C96-0135)

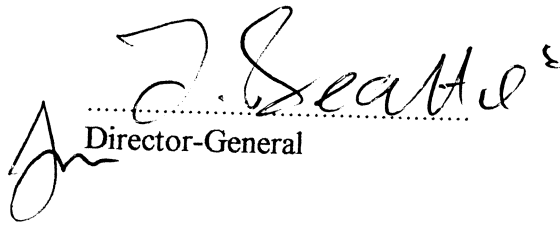
Memorandum of Mortgage and Charge dated 1st December, 1995 between Excel Stratford Pty Limited (ACN 070 387 914) and ABN AMRO Australia Limited (ACN 000 862 797) registered in the Department of Mineral Resources on 2 May, 1996 against Authorisation No. 311 (Act, 1973).


.....
Director-General

ENDORSEMENT SCHEDULE

(C96-0135)

Memorandum of Mortgage and Charge dated 1st December, 1995 between Excel Stratford Pty Limited (ACN 070 387 914) and ABN AMRO Australia Limited (ACN 000 862 797) registered in the Department of Mineral Resources on 2 May, 1996 against Authorisation No. 315 (Act, 1973).


.....
Director-General

REFERENCE MARKS

1	338°02' - 9.69	R.M.G.I.P.
2	210°18' - 44.11 105°23' - 14.53	R.M.G.I.P. R.M.G.I.N. & 1/4 IN MAHOGANY FD. (D.P.116326)
3	191°46' - 4.44	R.M.G.I.P.
4	8°47' - 4.82	R.M.G.I.P.
5	55°30' - 6.85	R.M.G.I.P.
6	278°34' - 1.5 98°34' - 1.38	R.M.G.I.P. G.I.N. & 1/4 IN DEAD TREE
12	188°27' - 9.71	R.M.G.I.P.
13	190°06' - 9.92	R.M.G.I.P.
14	262°03' - 5.1	R.M.G.I.P.

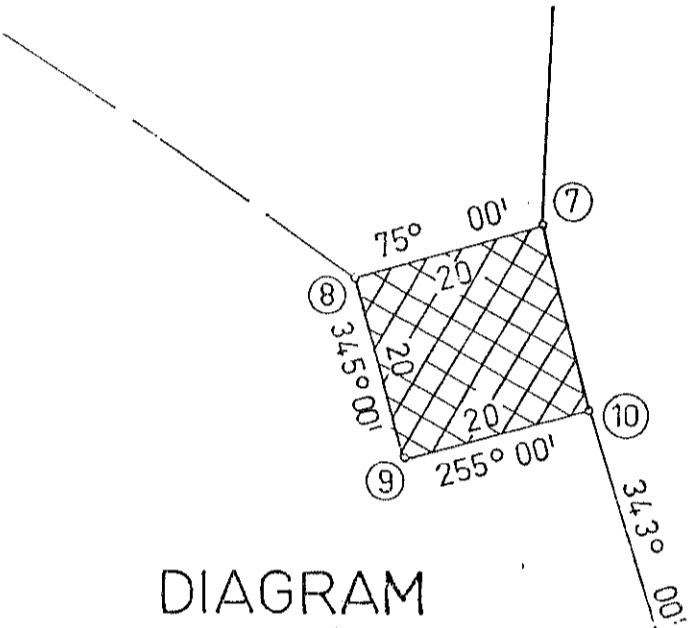


DIAGRAM
NOT TO SCALE

BOWENS

CNR	EASTING	NORTHING
1	390393.50	1440818.61
2	390939.40	1441075.83
3	391233.90	1441023.54
4	392685.71	1444392.76
5	391466.18	1444609.54
6	389476.25	1443559.75
7	389435.56	1442740.77
8	389416.24	1442735.60
9	389421.41	1442716.28
10	389440.73	1442721.45
11	389484.59	1442578.01
12	389434.11	1442313.66
13	389949.12	1442220.64
14	389740.98	1441057.26

CONTROL MARKS DATE 19th July 1994 ZONE 56/1

MARK	I. S. G. CO-ORDINATES		SOURCE	H. ACC.
	EASTING	NORTHING		
T. S. 10603 CLOVERDALE [P]	391337.900	1444767.627	S.C.I.M.S.	1
T. S. 10606 STRATFORD [P]	393142.371	1442210.655	S.C.I.M.S.	1
T.S. 2231 GLOUCESTER [P]	387424.335	1456454.381	S.C.I.M.S.	1
S.S.M. 89147	389116.000	1442940.725	G.P.S.	
S.S.M. 89150	390408.288	1444060.252	G.P.S.	
S.S.M. 89151	389833.299	1442462.559	G.P.S.	

GRID NORTH

