

EXPLANATION OF THE HILLSIDE TENEMENT DOCUMENTS

Purpose of a Tenement Document

Tenement documents are generated when, following a formal application process and detailed assessment by the Department of State Development in accordance with the *Mining Act 1971*, the Minister decides to grant a mining tenement.

The primary purpose of a tenement document (commonly called a “Lease” or a “Licence”) is to inform the Tenement Holder and the general public about the specific details of a particular grant.

The tenement document does not set out all of the things that a tenement holder must do; the *Mining Act 1971* and the *Mining Regulations 2011* – and other relevant Acts for that matter – contain a large number of additional requirements with which tenement holders must also comply. The tenement document does, however, provide the terms, conditions and clauses specific to the grant for ensuring the acceptable conduct of mining operations on that mining tenement.

Tenement documents for the different types of tenements offered to Rex (a Mineral Lease, Extractive Minerals Lease, and Miscellaneous Purposes Licence) are different, but share the same components and approach.

Format and Content of Tenement Documents

The Rex Minerals’ tenement documents are in the format of a small booklet, which must be read in entirety in the context of the Act and Regulations in order to understand the complete regulatory obligation imposed by the Minister on the tenement holder.

The Hillside Mineral Lease tenement document is comprised of:

1. *The Front Page*

The front page gives the reader basic tenement information ‘at a glance’. For example, it contains Rex’s name and the tenement’s commencement and expiration dates.

This Explanatory Note does not form part of the Tenement Document

2. *The Contents Page*

The contents page provides headings, paragraph and page numbers and describes the Schedules.

3. *The body of the tenement document*

The body of the tenement document contains:

- a) Details of the grant,
- b) The terms and conditions required by the Act to be specified in the tenement document,
- c) A paragraph about environmental outcomes (which links to the Sixth Schedule),
- d) Selected restatements of sections of the Act and Regulations,
- e) Definitions, and
- f) Rules on Interpretation

The 'restatements' are restatements of certain provisions of the Act or Regulations that the Department of State Development considers are of particular importance to all tenement holders. The restatements do not replace the actual contemporary provisions of the Act or Regulations and Rex is also required to comply with provisions that are not restated.

4. *Seven Schedules*

The seven schedules are:

- First Schedule- Additional Terms
- Second Schedule - Additional Conditions
- Third Schedule - Map and description of the tenement area
- Fourth Schedule - Process for Suspension
- Fifth Schedule - Process for Cancellation
- Sixth Schedule - Environmental Outcomes, Criteria and Strategies required in the Program for Environment Protection and Rehabilitation (PEPR)
- Seventh Schedule - Zoning at time of Grant.

To ensure clarity of the requirements of the Mining Act, the Schedules separate the conditions that have previously been provided in two Schedules, into three:

This Explanatory Note does not form part of the Tenement Document

- the First Schedule of terms grants Rex specific rights,
- the Second Schedule of conditions imposes specific restrictions, and
- the Sixth Schedule of clauses sets out requirements for content that would be provided in a PEPR.

Mining Operations and Environment Protection and Rehabilitation

Amendments to the Mining Act in 2011 enhanced the environmental protection and rehabilitation focus of the Act and Regulations, and introduced in Part 10A an environment protection and rehabilitation regime that is centred on PEPRs.

The tenement documents reflect this environmental focus in two significant ways. First, the body of the tenement documents contain extensive restatements about the PEPR and the process for its approval. Secondly, the types of environmental outcomes, criteria and strategies that Rex will need to address in its PEPR are included in the tenement document, particularly the Sixth Schedule.

If a lease is granted, actual mining operations must not commence until the (now) tenement holder has submitted a 'Proposed PEPR' for approval and the Minister has approved it.

The Minister will only approve the 'Proposed PEPR' if:

- a) It is consistent with the Mining Lease Proposal (MLP),
- b) It contains all of the information that the Act or Regulations say it must,
- c) Additional Conditions about the PEPR are complied with, and
- d) It addresses strategies and criteria to be adopted to measure environmental outcomes listed in the Sixth Schedule, and
- e) Access has been authorised to all land relevant for the operations described in the PEPR, in accordance with the Mining Act.



**Government
of South Australia**

Mining Act 1971

TENEMENT DOCUMENT

MINERAL LEASE

TENEMENT HOLDER	Rex Minerals (SA) Pty Ltd (ACN 125 407 669)
CLASS OF LEASE	Mineral Lease (ML)
ML NUMBER	6438
COMMENCEMENT DATE	16 September 2014
TERM OF LEASE	21 years
EXPIRY DATE	15 September 2035
MINERAL(S)	Copper, Gold and Iron Ore (magnetite and hematite)
AREA OF LEASE	2997.84 hectares
DATE BY WHICH THE PROPOSED PEPR MUST BE SUBMITTED	16 September 2015

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MINERAL LEASE 6438

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Details of Grant of a Mining Tenement for Mineral Lease

1. On 16 September 2014, pursuant to Part 6 of the Act, the Minister made a statutory grant of a mineral lease (the Mining Tenement) described in this Tenement Document.
2. The Mining Tenement is granted:
 - 2.1. To Rex Minerals (SA) Pty Ltd (ACN 125 407 669);
 - 2.2. For the purpose of recovering the Mineral(s) described in the First Schedule of this Tenement Document.
3. The Mining Tenement is numbered ML 6438.
4. The Mining Tenement is:
 - 4.1. Subject to the Terms and Conditions prescribed by the Act and Regulations and specified in this Tenement Document; and
 - 4.2. Subject to the Additional Terms and Conditions specified in the First and Second Schedules (respectively) of this Tenement Document.

Terms and conditions required by the Act to be specified in the Tenement Document

Description of the Land

5. The Mining Tenement is granted over an area of 2997.84 hectares and is located 12 km south of Ardrossan.
6. The location of the Mining Tenement is more specifically defined in the map and co-ordinates specified in the Third Schedule of this Tenement Document.
7. The Mining Tenement is granted for the term of 21 years. The term of the Mining Tenement commenced on 16 September 2014, and, unless it is earlier renewed, surrendered or cancelled, the Mining Tenement will cease on 15 September 2035.

Rental

8. The Tenement Holder shall pay, by way of rental, such sums as may be prescribed and in accordance with section 40 of the Act and regulation 42 of the Regulations.

Compensation

9. The Minister may, at any time, require the Tenement Holder to pay to any person an amount of compensation stipulated by the Minister, to which that person is, in the opinion of the Minister, entitled in consequence of mining operations in pursuance of the rights granted and the obligations imposed by the grant of the Mining Tenement.

Suspension and Cancellation: Stipulation of Process

10. Pursuant to subsection 41(1) of the Act, the Minister may suspend or cancel the Mining Tenement if the Tenement Holder contravenes or fails to comply with a term or condition of this Tenement Document or a provision of the Act (which includes the Regulations).
11. Pursuant to subsection 41(2) of the Act, the Minister may stipulate in the tenement document a process for suspension or cancellation that must be followed before the powers in subsection 41(1) may be exercised.
12. The process for suspension of the Mining Tenement shall be as stipulated in the Fourth Schedule of this Tenement Document.
13. The process for cancellation of the Mining Tenement shall be as stipulated in the Fifth Schedule of this Tenement Document.

Environmental outcomes specified pursuant to Regulation 65 of the Regulations

14. The Sixth Schedule of this Tenement Document sets out outcomes contemplated in regulation 65(2) of the Regulations, that the Tenement Holder is required to address in any program submitted in accordance with Part 10A of the Act.

Explanatory Note: The Sixth Schedule may also contain strategies and criteria which the Department has formed the view would address the outcomes set out in that Schedule.

Restatement of selected provisions from the Act

Explanation of Restatements

15. All of the restatements in this portion of this Tenement Document are included for guidance only and do not replace the substantive provisions of the Act or the Regulations.
16. If any restatement is inconsistent with the substantive provisions of the Act or the Regulations, the restatement will be invalid and the substantive provision of the Act or the Regulations will prevail and the Tenement Holder is required to comply with the substantive provision of the Act or the Regulations.
17. The Tenement Holder is still required to comply with any provision of the Act or Regulations that is not restated in this Mineral Lease.

Restatement of rights conferred on Tenement Holder

18. The grant of the Mining Tenement confers an exclusive right upon the Tenement Holder including officers, employee(s), contractor(s) or duly authorised agent(s) of the Tenement Holder, to conduct mining operations on the Land, for the Mineral(s), subject to the provisions of the Act and the Regulations, and the terms and conditions of this Tenement Document.
19. The grant of the Mining Tenement authorises the Tenement Holder, including officers, employee(s), contractor(s) or duly authorised agent(s) of the Tenement Holder, to sell, or dispose of, the Mineral(s) recovered in the course of mining operations conducted in pursuance of the grant or to utilise any such mineral(s) for any commercial or industrial purpose, subject to the payment of royalty.

Restatement of rights and powers not conferred on the Tenement Holder

20. The grant of the Mining Tenement does not confer any right on the Tenement Holder:
 - 20.1. To use the Land for any purpose other than the authorised mining operations.
 - 20.2. To confer any rights on any other person in relation to the Mining Tenement.

Explanatory note: For example, the Tenement Holder cannot grant rights to a party under a Joint Venture Agreement (or other agreement however described), to conduct mining

operations on the Land in that party's own right. The Tenement Holder may engage employees, contractors or agents to perform work on the tenement on the Tenement Holder's behalf).

Restatement of obligations imposed on Tenement Holder: Program for environment protection and rehabilitation

21. The Tenement Holder must not carry out mining operations unless there is an approved program for environment protection and rehabilitation (an APPROVED PEPR).

22. A PROPOSED PEPR will only be approved when it complies with the requirements of Part 10A of the Act and the Regulations.

23. To comply with Part 10 A of the Act, the PROPOSED PEPR must:

23.1 Contain the information specified in section 70B(2) of the Act and regulation 65(2), (5), (6) of the Regulations and determinations made by the Minister under regulation 65(7) of the Regulations (if any);

23.2 Comply with any applicable conditions specified in this Tenement Document (if any);

23.3 Address any relevant environmental outcomes listed in the Sixth Schedule of this Tenement Document.

Explanatory note: At the date of grant, the determinations are available at: www.minerals.statedevelopment.sa.gov.au/publications_and_information/ministerial_determinations

24. In accordance with regulation 65(10) of the Regulations, the Tenement Holder must submit to the Department of State Development for ministerial approval a PROPOSED PEPR that fully complies with the Act and Regulations within twelve (12) months after the grant of the Mining Tenement unless the Tenement Holder has been granted an extension of time for such submission.

Explanatory note: Until otherwise notified, the Tenement Holder may apply for an extension of time in writing to the Director of Mines, Level 7, 101 Grenfell Street, Adelaide, SA 5000, setting out the reasons why the Tenement Holder seeks an extension and the date when the Tenement Holder estimates that the document will be ready for submission to the Minister.

Restatement of obligations imposed on Tenement Holder: Working conditions

25. In accordance with regulation 35 of the Regulations, unless otherwise determined or agreed by the Minister, the Tenement Holder must:

25.1 Commence mining operations in accordance with the APPROVED PEPR within twelve (12) months after its approval; and

25.2 Thereafter continue mining operations in accordance with the requirements of the program in the APPROVED PEPR.

Explanatory note: Until otherwise notified, the Tenement Holder may apply for an extension of time in writing to the Director of Mines, Level 7, 101 Grenfell Street, Adelaide, SA 5000, setting out the reasons why the Tenement Holder seeks an extension and the date when the Tenement Holder estimates that the document will be ready for submission to the Minister.

Restatement of obligations imposed on Tenement Holder: Other

26. In addition to obligations about the conduct of mining operations and rehabilitation, the Act and Regulations impose other obligations on the Tenement Holder including obligations to:

26.1 Comply with Part 3 of the Act (royalties).

26.2 Comply with the applicable provisions of Part 9 of the Act (entry onto land and use of declared equipment).

26.3 Comply with the applicable provisions of Part 9B of the Act (native title).

26.4 Comply with the provisions of section 76 of the Act (mining returns) to the extent relevant to a mineral lease.

26.5 Comply with section 77 of the Act (records and geological samples) and regulation 84 of the Regulations.

26.6 Comply, as necessary, with section 83 of the Act (ministerial consent for dealings in relation to the Tenement) and regulations 44 and 70 of the Regulations.

26.7 Comply, insofar as applicable to a mineral lease, with regulation 86 of the Regulations (compliance reports).

26.8 Comply with the requirement in regulation 43 of the Regulations to maintain all posts, boundary indicator markers and notices in the positions required by the Regulations as applicable.

26.9 Permit the pastoral lessee (if any) of the Land to have free access and use at all times for domestic purposes, and for the purposes of watering

stock from any surface water on the land which shall not have been provided or stored by artificial means by the Tenement Holder.

Restatement of Exempt Land

27. In accordance with section 9 of the Act, the grant of the Mining Tenement does not authorise prospecting, exploring or mining upon any exempt land unless or until the benefit of the exemption is waived under section 9AA.

Restatement of Bond

28. In accordance with section 62 of the Act, the Minister may by written notice require the Tenement Holder to pay a bond in such sum and subject to such terms and conditions as ensure, in the opinion of the Minister, that the following will be satisfied:

28.1 Any civil or statutory liability likely to be incurred by the Tenement Holder in the course of carrying out mining operations;

28.2 The present and future obligations of the Tenement Holder in relation to the rehabilitation of land disturbed by mining operations.

Explanatory note: The terms and conditions referred to in this paragraph will be imposed in the written notice given by the Minister. The Minister may include a term or condition that the bond may be increased if circumstances arise during the term of this Mineral Lease which increases the rehabilitation liability or increases the cost of civil or statutory liability.

Restatement of Fees

29. The Tenement Holder shall pay all fees imposed by the Act and Regulations from time to time.

Restatement of Renewal

30. This Mineral Lease shall be renewed in accordance with the Act.

Restatement of Surrender

31. The Tenement Holder may apply to surrender the Mining Tenement during its term in accordance with the Act and the Regulations.

Restatement of Forfeiture

32. The Mining Tenement is subject to the forfeiture provisions of the Act being sections 70 and 85.

Restatement of Notices

33. Notices under the Act will be served in accordance with regulation 106 of the Regulations.

Restatement of Mining Register

34. Section 15A of the Act requires the Mining Registrar to keep a register of, amongst other things, mineral leases. Upon payment of the prescribed fee, the public may inspect the Mining Register.

Restatement of Mining Operations

35. As defined by section 6 of the Act “mining operations” means:
- 35.1 Operations carried out in the course of prospecting, exploring or mining for minerals; or
 - 35.2 Without limiting paragraph 35.1, any operations by which minerals are recovered from any place or situation, including by recovering minerals from the sea or a natural water supply; or
 - 35.3 On-site operations undertaken to make minerals recovered from the site a commercially viable product, other operations involving such minerals, or other operations involving minerals brought on to the site of a mine for processing; or
 - 35.4 Operations for the rehabilitation of land on account of the impact of any operations under a preceding paragraph; or
 - 35.5 Operations that are directly related to any operations under a preceding paragraph;
but does not include –
 - 35.6 An investigation or survey under section 15 of the Act ; or
 - 35.7 Fossicking; or

35.8 The surface removal of loose rock material disturbed by agricultural operations.

36. This definition applies to operations that occur during all phases of the mine's life.

Restatement of Declaration of Insolvency

37. Comply with regulation 98(1)(c), which concerns bankruptcy, insolvency and liquidation.

Definitions

38. In this Tenement Document, the following words have the following meanings:

- 38.1 “**acoustic engineer**” means a person eligible for membership of both the Institution of Engineers Australia and the Australian Acoustical Society;
- 38.2 “**Act**” means the Mining Act 1971 of South Australia;
- 38.3 “**Additional Terms and Conditions**” means the Additional Terms and Conditions authorised by section 34(4) of the Act and set out in the First and Second Schedules of this Tenement Document respectively;
- 38.4 “**ANCOLD**” means Australian National Committee on Large Dams;
- 38.5 “**Applicant**” means the person or persons who applied for the Mining Tenement;
- 38.6 “**APPROVED PEPR**” means the program for environment protection and rehabilitation under Part 10A of the Act, which has received ministerial approval;
- 38.7 “**Basement fractured rock aquifer**” means the single confined fractured rock aquifer within Proterozoic age basement rocks;
- 38.8 “**Business Day**” means any day that is not a Saturday, Sunday or a public holiday in South Australia;
- 38.9 “**CEP**” means Community Engagement Plan;
- 38.10 “**Contamination**” and “**contaminated**” mean the presence of chemical substances in concentrations greater than the background concentrations (if any), where the presence of the chemical substances in the greater concentrations has resulted in
 - 38.10.1 Actual or potential harm to the health or safety of human beings that is not trivial, or
 - 38.10.2 Actual or potential harm to water that is not trivial, or
 - 38.10.3 Other actual or potential environmental harm that is not trivial;
- 38.11 “**DDD**” means Directional Dust Deposition (including both ambient and mine related dust);
- 38.12 “**DRP**” means Decommissioning and Rehabilitation Plan;
- 38.13 “**EPA**” means the Environment Protection Authority under the Environment Protection Act 1993 of South Australia;

- 38.14 “**Environmental Values (ground and surface water)**” means the environmental values recognised in the ‘*Australian and New Zealand Guidelines for Fresh and Marine Water Quality, October 2000, Paper No 4*’.

*Explanatory Note: This Paper is available on line at:
<http://www.environment.gov.au/water/publications/quality/australian-and-new-zealand-guidelines-fresh-marine-water-quality-volume-1>*

- 38.15 “**Freeboard**” means the difference in height between the level of the supernatant pond and the lowest point of the tailings dam embankment.
- 38.16 “**the Land**” means the land over which this Mining Tenement is granted and which is described in paragraphs 5 and 6 of this Tenement Document and in the Third Schedule of this Tenement Document;
- 38.17 “**MAR**” means Managed Aquifer Recharge and for the purpose of the Mining Tenement is the intentional recharge of water into an aquifer either by injection or infiltration;
- 38.18 “**Mine completion**” means the Land has been rehabilitated to an extent that the Minister could approve an application for surrender of the Mining Tenement on the basis that the Tenement holder has complied with sub-regulation 45(1) of the Regulations and there is no obstacle under sub-regulation 45(3) of the Regulations;
- 38.19 “**mineral lease**” means the Mining Tenement granted to the Tenement Holder as referred to in paragraph 1 of this Tenement Document;
- 38.20 “**Mineral(s)**” means the Mineral(s) referred to on the front page of this Mineral Lease and in the First Schedule;
- 38.21 “**Mining Tenement**” means the mineral lease granted to the Tenement Holder as referred to in paragraph 1 of this Tenement Document;
- 38.22 “**Minister**” means the Minister for Mineral Resources and Energy (or any substituted Minister);
- 38.23 “**NAF**” means non-acid forming waste rock;
- 38.24 “**PAF**” means potentially acid forming waste rock;
- 38.25 “**PEPR**” means Program for Environment Protection and Rehabilitation;
- 38.26 “**PM 2.5**” means the fraction of particulates in air 2.5 micrometres or less in aerodynamic diameter;
- 38.27 “**PM 10**” means the fraction of particulates in air 10 micrometres or less in aerodynamic diameter;
- 38.28 “**the Program**” means the Approved PEPR as defined above;

- 38.29 **“PROPOSED PEPR”** means the document required by regulation 65(10) of the Regulations to be submitted for ministerial approval within twelve (12) months of the date of grant of the Mining Tenement;
- 38.30 **“Real time monitoring”** means the system for making monitored environmental parameters, acquired by the Tenement Holder, available immediately to stakeholders in an easily understood format;
- 38.31 **“Regulations”** means the Mining Regulations 2011 of South Australia;
- 38.32 **“site”** means the Land;
- 38.33 **“SMP”** means Social Management Plan;
- 38.34 **“TDD”** means the Total Dust Deposition (including both ambient and mine related dust);
- 38.35 **“TSF”** means the Tailings Storage Facility;
- 38.36 **“TSP”** means Total Suspended Particulate matter;
- 38.37 **“Tenement Document”** means this document;
- 38.38 **“Tenement Holder”** means the person, or persons, to whom this the Mining Tenement is granted and includes;
- 38.38.1 If the Tenement Holder is a natural person the executors, administrators and assigns of that person;
- 38.38.2 If the Tenement Holder is a body corporate the successors, administrators or permitted assigns thereof.
- Explanatory Note: “The Tenement Holder” has the same meaning as “the mining operator” as defined by section 6 of the Act.*
- 38.39 **“third party land users”** means the owner of land (as defined by the Act) and any persons lawfully occupying land with the licence of the owner, or the consent of the owner and **“third party land use”** has a corresponding meaning;
- 38.40 **“Weeds”** means any invasive plant that threatens native vegetation in the local area or any species recognised as invasive in South Australia.
- 38.41 **“WRD”** means the Waste Rock Dump.

Interpretation

39. For the purposes of interpreting this Tenement Document the following will apply:

- 39.1 Unless otherwise stated, any term which is used in this Tenement Document which has a specific meaning in the Act or the Regulations, has that same meaning in this Tenement Document;
- 39.2 The masculine shall include the feminine, words importing persons shall include corporations, and the singular shall include the plural when the context or circumstances require and unless inconsistent with or repugnant to the context the following words shall have the meanings set opposite to them respectively –
- 39.2.1 “amendment” includes an addition, excision or substitution;
- 39.2.2 “the Land” includes any part thereof;
- 39.2.3 “the term” includes any renewal or extension thereof;
- 39.3 If the Mining Tenement is granted to more than one person, all of the persons to whom it is granted are all jointly and severally liable for compliance with the Act, the Regulations and this Tenement Document, including the Additional Terms and Conditions in the First and Second Schedules of this Tenement Document respectively;
- 39.4 If, by virtue of a dealing under section 83 of the Act, the Mining Tenement comes to be held by more than one person, they will all be jointly and severally liable for compliance with the Act, the Regulations and this Tenement Document including the Additional Terms and Conditions in the First and Second Schedules of this Tenement Document respectively;
- 39.5 If any act pursuant to Tenement Document would otherwise be required to be done on a day which is not a Business Day then that act may be done on the next Business Day;
- 39.6 To the extent that there is any inconsistency, on the one hand, between a term of this Tenement Document or any Additional Term or Condition, and, on the other hand, the Act or Regulations, the Act or Regulations shall prevail;
- 39.7 Subject to the transitional provisions in any amendment to the Act or the Regulations, all provisions referred to in this Tenement Document shall be taken to include any such amendment;
- 39.8 Subject to the transitional provisions in any amendment to the Act or the Regulations, to the extent that there is any inconsistency, on the one hand, between a term of this Tenement Document or any Additional Term or

Condition, and, on the other hand, any amendments to the Act or Regulations, the amended Act or Regulations shall prevail;

39.9 Footnotes and Explanatory notes do not form part of this Tenement Document;

39.10 The contents page does not form part of this Tenement Document;

39.11 The front page and all of the Schedules form part of this Tenement Document.

EXECUTED by Rex Minerals (SA) Pty Ltd (ACN 125 407 669)

in accordance with section 127 of the)

Corporations Act 2001 and its Constitution)

Signature of Director

Signature of Director/Secretary

Print Name of Director

Print Name of Director/Secretary

Date:

Date:

SIGNED by Junesse Martin Mining Registrar)

as delegate of the Minister for Mineral Resources)

and Energy in that regard pursuant to)

section 12 of the Mining Act 1971)

in the presence of:) Date:

Witness

Print Name:

Date

FIRST SCHEDULE
ADDITIONAL TERMS

Authorised Mining Operations

1. The grant of the Mining Tenement authorises mining operations (only) for the recovery of:
 - 1.1. Copper;
 - 1.2. Gold; and
 - 1.3. Iron ore (hematite and magnetite).

2. The grant of the Mining Tenement authorises mining operations (only) that are consistent with the mining operations described in the Mining Lease Proposal document dated August 2013 and subsequent Response Document dated 21 February 2014.

Ore from other tenements

3. The grant of the Mining Tenement authorises mining operations (only) in relation to ore recovered from the Land.

SECOND SCHEDULE
ADDITIONAL CONDITIONS

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Explanatory note: The conditions in this Schedule are listed in the order in which they appear in the Assessment Report.

Air Quality

1. The Tenement Holder must ensure that:
 - 1.1. The total PM 10 dust concentration (including both ambient and mine related dust) leaving the site is less than $50\mu\text{g}/\text{m}^3$ as a 24 hour (midnight to midnight) average of measurements taken at intervals of not more than 10 minutes; or
 - 1.2. where the total PM 10 dust concentration entering the site exceeds $50\mu\text{g}/\text{m}^3$ as a 24 hour (midnight to midnight) average of measurements taken at intervals of not more than 10 minutes, the total PM10 dust leaving the site does not exceed the measured level entering the site during that period.
2. Subject to **Condition 3** the Tenement Holder must comply with the Ambient Air Quality National Environmental Protection Measure (NEPM) dust concentration standard for PM 2.5 leaving the site, measured on average over a 24 hour period (midnight to midnight) with measurements taken at intervals of not more than 10 minutes.
3. **Condition 2** is applicable unless and until the Director of Mines has notified the Tenement Holder in writing that he is satisfied that the Tenement Holder has:
 - 3.1. Demonstrated compliance with Condition 2 for a period of no less than one consecutive year after the commencement of mineral processing; and
 - 3.2. established that PM10 measurements can be used as a proxy for PM 2.5 measurements.
4. The Tenement Holder must ensure that; (i) the TDD leaving the site does not exceed $4\text{g}/\text{m}^2/\text{month}$ averaged over all 12 month periods; and (ii) the mine contribution to TDD leaving the site does not exceed $2\text{g}/\text{m}^2/\text{month}$ for all months.
5. The Tenement Holder must ensure that TSP leaving the site does not exceed an average of $120\mu\text{g}/\text{m}^3$ for all 24 hour periods (midnight to midnight) and an average of $90\mu\text{g}/\text{m}^3$ for any 12 month period, unless the tenement holder:
 - 5.1. Provides information (from dust dispersion modelling, operational monitoring or otherwise) that satisfies the Director of Mines that, if the tenement holder exceeds the limits outlined above, there will be no increase in public nuisance from:
 - 5.1.1. air emissions; and/or
 - 5.1.2. dust generated by mining operations; and

- 5.2. obtains written approval from the Director of Mines to conduct mining operations subject to an alternative TSP limit or limits (on such conditions as the Director of Mines thinks fit and specifies in writing, if any); and
- 5.3. complies with any alternative TSP limits approved in accordance with Condition 5.2, and any associated conditions.
6. In the event that monitoring shows that **Conditions 1, 2, 4 or 5** have been breached, the Tenement Holder must immediately cease the activity which resulted in the breach.
7. The Tenement Holder must measure chemical and toxicological composition of dust emissions generated by mining operations through an ongoing air monitoring program.
8. The Tenement Holder must:
- 8.1. Within 6 months of the grant of this Lease write to all third parties who have an interest within the Land, or in land within 4 kilometres of the boundary of the Land, and offer to undertake (at least annual) water quality testing of all rainwater tanks owned (or used) by those third parties; and
- 8.2. where a third party who has an interest within the Land, or in land within 4 kilometres of the boundary of the Land, indicates to the Tenement Holder that they wish to have rainwater tanks that they own or use tested, undertake testing of the relevant tank(s); and
- 8.3. if testing of a tank is undertaken, provide the third party with those test results (reported against the most recent Australian Drinking Water Guidelines (Australian Government)) within one month of the sampling.
9. The Tenement Holder must ensure that PM2.5 and PM10 dust concentration data and meteorological monitoring data acquired by the Tenement Holder is reported in real time to the public on an unrestricted internet site. The monitoring data must be retained and remain accessible on the unrestricted internet site for the life of the mine.

Noise

10. Subject to **Condition 11**, the Tenement Holder must ensure that noise generated from mining operations on the Land:
- 10.1. Is measured, for or at, all sensitive receivers in accordance with the *Environment Protection (Noise) Policy 2007*, under the *Environment Protection Act 1993* of South Australia; and

- 10.2. does not exceed the following noise limits, at those sensitive receivers:
- 10.2.1. 56 dB(A) between the hours of 7am and 10pm and 49 dB(A) between the hours of 10pm and 7am within a Primary Production Zone (as delineated in the Yorke Peninsula Council Development Plan at the date that the Mining Tenement was granted, set out in the Seventh Schedule of this Tenement Document); or
 - 10.2.2. 54 dB(A) between the hours of 7am and 10pm and 47 dB(A) between the hours of 10pm and 7am within a Settlement Zone (as delineated in the Yorke Peninsula Council Development Plan at the date that the Mining Tenement was granted, set out in the Seventh Schedule of this Tenement Document).
11. The Tenement Holder can only exceed the noise levels stipulated in **Condition 10** if the Director of Mines:
- 11.1. Is satisfied, on the basis of information provided to him by an acoustic engineer, that the noise from the mining operation will not cause an adverse impact at the sensitive receiver due to the existing influence of ambient noise, or the limited duration and/or frequency of occurrence of the activity, and
 - 11.2. provides prior approval for the exceedence.
12. The Tenement Holder must monitor noise levels on a continuous basis and report that data and meteorological monitoring data acquired by the Tenement Holder in real time to the public on an unrestricted internet site. The monitoring data must be retained and remain accessible on the unrestricted internet site for the life of the mine.
13. In the event that monitoring shows that **Condition 10**, subject to **Condition 11**, has been breached, the Tenement Holder must immediately cease the activity that resulted in the breach.

Meteorological Monitoring

14. The Tenement Holder must undertake meteorological monitoring in accordance with relevant Australian standards to measure and record meteorological data including (but not limited to) wind speed and direction, temperature, humidity, atmospheric pressure, solar radiation, rainfall and evaporation.

Blasting

15. The Tenement Holder must ensure that no flyrock encroaches on third party property unless the Tenement Holder obtains a registered Waiver of Exemption under the Act to undertake mining activities that would include such an encroachment.
16. The Tenement Holder must notify property owners adjacent to and within the Land, subject to their consent, of all blasts no less than forty eight hours in advance of those blasts.

Explanatory Note: The consent required is for the notification of blasting, and not the blasting itself.

Visual Amenity

17. The Tenement Holder must ensure that any waste temporarily stored on the Land is not visible by any third party from any land based view point.
18. Unless the Director of Mines has approved (in writing) an alternative agreement between the Tenement Holder and a land owner relating to the removal of infrastructure, the Tenement Holder must ensure that all infrastructure is decommissioned and removed from the Land at mine completion.

Soil and Land Disturbance

19. The Tenement Holder must, ensure that:
 - 19.1. There is no contamination of land and soils either on or off site as a result of mining operations; and
 - 19.2. no contamination of land and soils either on or off site after mine completion occurs as a result of mining operations.
20. The Tenement Holder must ensure that all commercial or industrial waste (which does not include tailings and waste rock) is disposed of in an EPA licensed facility.
21. The TSF embankment must be designed and constructed using the downstream construction method.
22. The TSF construction and operation must be verified by a suitably qualified independent expert approved by the Director of Mines, against the design and plans that have been adopted for the TSF construction and operation
 - 22.1. for the initial stage of TSF construction; and
 - 22.2. for each subsequent stage of TSF construction including the cover system; and
 - 22.3. on an annual basis for operations or at a frequency as the Director of Mines may specify by notice in writing.
 - 22.4. The expert must prepare reports of the findings of the verifications. The initial expert report for construction verification must be provided to the Director of

Mines prior to the initial placement of tailings in the TSF and subsequent reports must be provided to the Director of Mines within 1 month of completion of the verification and all reports will be made publically available.

Surface Water

23. The separate extraction of NAF and PAF from the mine, and separate placement of NAF and PAF in waste rock dumps must be verified by a suitably qualified independent expert approved by the Director of Mines on a 3 monthly basis, or at a frequency as the Director of Mines may specify by notice in writing. The expert must prepare a report of the findings of the verification and this report must be provided to the Director of Mines within 1 month of completion of the verification.
24. The Tenement Holder must ensure that:
 - 24.1. Mining operations do not cause inundation of third party property and infrastructure by water (to a greater extent than would be expected to occur prior to mining operations commencing); and
 - 24.2. inundation of third party property and infrastructure by water (to a greater extent than would be expected to occur prior to mining operations commencing) after mine completion is not caused by mining operations;
 - 24.3. unless the Tenement Holder obtains a registered Waiver of Exemption under the Act to undertake mining activities (inclusive of inundation).
25. The Tenement Holder must:
 - 25.1. Ensure no surface water contaminated as a result of mining operations leaves the Land; and
 - 25.2. ensure that, apart from water contained in the pit void:
 - 25.2.1. no surface water contaminated prior to mine completion remains within the Land after mine completion; and
 - 25.2.2. no contamination of surface water occurs after mine completion as a result of mining operations within the Land.

Groundwater

26. The Tenement Holder must ensure there is no adverse change to the environmental values of water within the basement fractured rock aquifer outside of the Land as a result of mining operations.
27. The Tenement Holder must ensure there is no adverse change to the environmental values of the basement fractured rock aquifer within or outside of the Land as a result of mining operations after mine completion.

28. The Tenement Holder must obtain approval from the Director of Mines in writing before developing any:

28.1. Groundwater cut-off wellfield; or

28.2. MAR.

Traffic

29. The Tenement Holder must ensure all road and intersection upgrades are conducted in accordance with technical standards provided in writing by the Department for Planning Transport and Infrastructure.

Adjacent Land Use and Third Party Property

30. The Tenement Holder must ensure that the open pit mining does not extend west of a plane dipping down at 35 degrees to the east from the property boundary of CT 5707/273 – Section 39 and 44, Hundred Plan 131200, south of latitude 6174600N unless the Tenement Holder:

30.1. Obtains ownership of CT 5707/273; or

30.2. obtains a registered Waiver of Exemption under the Act to undertake mining operations (inclusive of future geotechnical subsidence) on CT 5707/273; or

30.3. satisfies the Director of Mines that there is no risk that the proposed mining operations below that plane could impact on third party property and the Director of Mines has approved the proposed operations in writing (subject to such conditions as he thinks fit).

31. The Tenement Holder must ensure that a caving method of mining is not used below a plane dipping down at 60 degrees to the east from the property boundary of CT 5707/273 – Section 39 and 44, Hundred Plan 131200, south of latitude 6174600N unless the Tenement Holder:

31.1. Obtains ownership of CT 5707/273; or

31.2. obtains a registered Waiver of Exemption under the Act or agreement to undertake mining operations (inclusive of future geotechnical subsidence) on CT 5707/273; or

31.3. satisfies the Director of Mines that there is no risk that the proposed mining operations below that plane could impact on third party property and the Director of Mines has approved the proposed operations in writing (subject to such conditions as he thinks fit).

32. The Tenement Holder must ensure any activities undertaken on the road or road reserve are conducted in accordance with any written requirements of the Department for Planning Transport and Infrastructure.

Additional Information in the Program

33. In accordance with section 70B(2)(d) of the Act it is a condition of the grant of the Mining Tenement that a proposed PEPR submitted in accordance with Part 10A of the Act must include reports from suitably qualified independent experts on the following matters:

33.1. The capacity of the Tenement Holder to achieve compliance with the Act and the Program in light of its management systems, personnel, policies, procedures, practices and resources.

33.2. The effectiveness of the proposed strategies in the proposed PEPR achieving the environmental outcomes identified in the proposed PEPR, including but not limited to reports from:

- 33.2.1. an Independent Mining and Blasting Expert (i.e.: for Blasting operations)
- 33.2.2. an Independent Environmental Geochemist Expert (i.e.: for PAF material and metalliferous drainage management)
- 33.2.3. an Independent Geotechnical Engineering Expert (i.e.: for WRD and TSF design and construction methodology)
- 33.2.4. an Independent Mine Waste Cover System Expert (i.e.: for mine waste cover systems design)
- 33.2.5. an Independent Geomorphology Expert (i.e.: for Landform design, soil and erosion management)
- 33.2.6. an Independent Hydrology Expert (i.e.: for Surface water management)
- 33.2.7. an Independent Hydrogeology Expert (i.e.: for verification of predictive ground water models, ground water management and the extent of ground water mounding underneath the TSF)
- 33.2.8. an Independent Mining Geotechnical Engineering Expert (i.e.: for stability of final open pit and underground stope voids)

- 33.2.9. an Independent Chemical, Process or Metallurgical Engineering Expert (i.e.: for tailings densities necessary for timely construction of the TSF cover system upon cessation of tailings deposition).

34. The reports in **Condition 33.2** must include identification of any risks, assumptions and uncertainties associated with the relevant strategies.

Transparency

35. The Tenement Holder agrees to the Approved PEPR and any compliance reports and reportable incident reports, submitted in accordance with the Regulations, being made available for public inspection.

Notification of cessation of operations

36. Within 30 days of becoming aware of any event or decision which is likely to give rise to the cessation of mining operations for a period of more than 7 days, the Tenement holder must notify the Director of Mines in writing of the event or decision. The notice must specify the date upon which the mining operations are expected to cease, or have ceased and an estimate of the period of cessation.

Decommissioning and Rehabilitation Plan

37. Unless the Director of Mines otherwise directs, a DRP must be submitted to the Director of Mines for approval within 30 days of any decision or event that is likely to give rise to the permanent cessation of mining operations, and that DRP must:

- 37.1. Set out the activities and scheduling required for the carrying out of the rehabilitation works specified in the approved PEPR;
- 37.2. be prepared in accordance with any guidelines provided by the Director of Mines.

38. The Tenement Holder must comply with a DRP approved in accordance with **Condition 37** or **39** when decommissioning or rehabilitating the Land.

39. If, in the opinion of the Director of Mines, mining operations on the Land have substantially ceased for 2 years or more, the Director of Mines may:

- 39.1. Require that the Tenement Holder submits a DRP for approval dealing with the requirements set out in **Condition 37**; and/or
- 39.2. direct the Tenement Holder to rehabilitate the Land in accordance with the approved PEPR and/or any DRP.

Social Management Plan

40. The Tenement Holder must prepare, implement and maintain a SMP within 12 months from the date of the grant of the Mining Tenement (in consultation with relevant State Government agencies and key community stakeholders) that addresses:

40.1. The matters described in Table 8.2-1 of the mining lease proposal; and

40.2. anything further that the Director of Mines directs in writing.

41. The Tenement Holder must make the SMP publicly available.

Community Engagement

42. The Tenement Holder must prepare, implement and maintain (to the satisfaction of the Director of Mines) a CEP that:

42.1. Sets out the purpose, objectives and parameters of engagement with the Community;

42.2. identifies all community stakeholders likely to be affected by mining operations;

42.3. sets out the tools and techniques that the Tenement Holder intends to use for;

42.3.1. identifying community attitudes and expectations;

42.3.2. providing information to the community;

42.3.3. receiving feedback from the community;

42.3.4. analysing community feedback and considering community concerns or expectations; and

42.3.5. registering, documenting and responding to communications from members of the community;

42.4. outlines an action plan to commence the proposed engagement activities; and

42.5. addresses any further matters that the Director of Mines advises in writing.

42.6. The CEP must be submitted to the Director of Mines for approval within three months of the grant of the Mining Tenement.

Communications Protocol

43. The Tenement Holder must develop (in consultation with the owners of land and to the satisfaction of the Director of Mines) a communication and operating protocol

between itself and owners of land adjacent to and on the Land prior to the commencement of mining operations that includes the following matters:

- 43.1. Interaction with landholder operations;
 - 43.2. emergency procedures;
 - 43.3. communications and issue management processes;
 - 43.4. land management;
 - 43.5. dispute resolution;
 - 43.6. ongoing communication about the Tenement Holder's operations;
 - 43.7. receiving and considering feedback;
 - 43.8. safety procedures;
 - 43.9. access protocols; and
 - 43.10. any matters identified by the Director of Mines in writing.
44. The Tenement Holder must maintain and adhere to the protocol to the satisfaction of the Director of Mines for the term of the Mining Tenement.

Complaints Register

45. The Tenement Holder must operate a 24 hour per day, 7 day per week, free-call telephone complaints line for the purpose of receiving complaints from members of the public in relation to mining operations.
46. The Tenement Holder must take reasonable measures to notify the public of the complaints line telephone number and the fact that it is a complaints line.
47. The Tenement Holder must establish and maintain a public complaints register. The public complaints register must, as a minimum, record the following detail in relation to each complaint received in which it is alleged that environmental harm (including an environmental nuisance) has been caused by the mining operations:
- 47.1. the time at which the complaint was received;
 - 47.2. all personal details of the complainant which were provided by the complainant or, if no such details were provided, a note to that effect;
 - 47.3. the subject-matter of the complaint;
 - 47.4. the action taken by the tenement holder in relation to the complaint, including any follow-up contact with the complainant; and

47.5. if no action was taken by the tenement holder, the reasons why no action was taken.

48. All records in respect of the public complaints must be maintained for a period of at least 7 years.

49. The Tenement Holder must make the public complaints register publicly available except for the name and contact details of each complainant.

Other Legislation

50. The Tenement Holder must comply with all State and Commonwealth legislation and regulations applicable to the activities undertaken pursuant the grant of the Mining Tenement including (but not limited to) the:

50.1. *Environment Protection and Biodiversity Conservation Act 1999;*

50.2. *Development Act 1993;*

50.3. *Dangerous Substances Act 1979;*

50.4. *National Parks and Wildlife Act 1972;*

50.5. *Marine Parks Act 2007;*

50.6. *Natural Resources Management Act 2004;*

50.7. *Public and Environmental Health Act 1987;*

50.8. *Radiation Protection and Control Act 1982;*

50.9. *Aboriginal Heritage Act 1988;*

50.10. *Heritage Places Act 1993*

50.11. *Work Health and Safety Act 2012;*

50.12. *Environment Protection Act 1993;*

50.13. *Native Vegetation Act 1991;*

50.14. *Mines and Works Inspection Act 1920;*

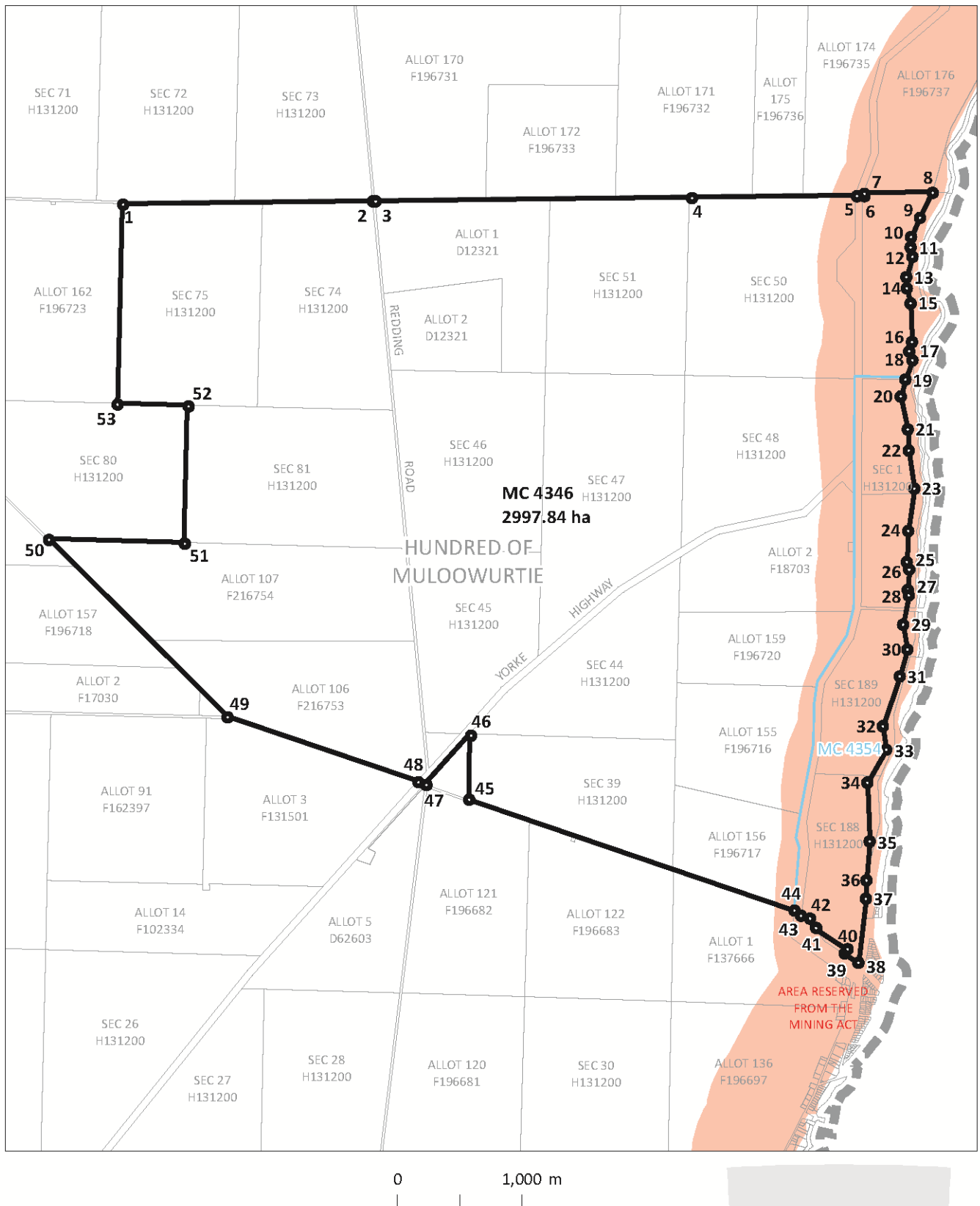
50.15. *Harbors and Navigation Act 1993; and*

50.16. *Road Traffic Act 1961.*

THIRD SCHEDULE

MAP

THIRD SCHEDULE



NOTE: The boundary of this lease is depicted so as to best represent the relationship to the surrounding cadastral parcels. The legal boundary is to be ascertained by the coordinates specified.

DATE PRODUCED: 18/07/2014

THIRD SCHEDULE
DESCRIPTION OF AREAS

All that part of the State of South Australia, bounded by a line joining the points of coordinates set out in the following table:

Map Grid of Australia 1994 Zone 53

Point	Easting		Northing	
1	758431.66	mE	6177362.72	mN
2	760438.13	mE	6177385.61	mN
3	760458.32	mE	6177385.84	mN
4	763000.82	mE	6177413.92	mN
5	764325.67	mE	6177428.55	mN
6	764386.06	mE	6177429.22	mN
7	764386.23	mE	6177449.35	mN
8	764934.03	mE	6177455.40	mN
9	764832.34	mE	6177256.91	mN
10	764761.00	mE	6177099.00	mN
11	764756.00	mE	6177019.00	mN
12	764772.00	mE	6176940.00	mN
13	764723.00	mE	6176779.00	mN
14	764725.00	mE	6176690.00	mN
15	764755.00	mE	6176569.00	mN
16	764769.00	mE	6176260.00	mN
17	764746.00	mE	6176184.00	mN
18	764773.00	mE	6176110.00	mN
19	764714.19	mE	6175955.49	mN
20	764676.00	mE	6175822.00	mN
21	764734.00	mE	6175557.00	mN
22	764740.00	mE	6175388.00	mN
23	764787.00	mE	6175079.00	mN
24	764738.00	mE	6174742.00	mN
25	764728.00	mE	6174493.00	mN
26	764744.00	mE	6174431.00	mN
27	764734.00	mE	6174268.00	mN
28	764741.00	mE	6174222.00	mN

29	764698.00	mE	6173991.00	mN
30	764731.00	mE	6173788.00	mN
31	764668.00	mE	6173574.00	mN
32	764535.00	mE	6173173.00	mN
33	764561.00	mE	6172985.00	mN
34	764408.00	mE	6172722.00	mN
35	764427.00	mE	6172249.00	mN
36	764402.00	mE	6171936.00	mN
37	764397.00	mE	6171790.00	mN
38	764337.21	mE	6171274.62	mN
39	764227.09	mE	6171349.36	mN
40	764249.69	mE	6171382.66	mN
41	763999.00	mE	6171552.80	mN
42	763947.58	mE	6171627.81	mN
43	763878.07	mE	6171651.52	mN
44	763822.33	mE	6171692.12	mN
45	761210.97	mE	6172584.79	mN
46	761224.91	mE	6173099.24	mN
47	760867.10	mE	6172702.34	mN
48	760804.94	mE	6172723.56	mN
49	759272.21	mE	6173246.60	mN
50	757836.02	mE	6174667.34	mN
51	758926.16	mE	6174637.14	mN
52	758956.62	mE	6175739.99	mN
53	758388.05	mE	6175755.45	mN

Area: 2997.84 ha

Based on information provided by the applicant.

FOURTH SCHEDULE
PROCESS FOR SUSPENSION

Issuance of Suspension Show Cause Notice

1. Where the Minister is of the view that there may be grounds to consider whether to suspend the grant of the Mining Tenement, the Minister shall give written notice to the Tenement Holder, which shall:
 - 1.1. specify the provision of the Act or the Regulations, or the term or condition of the grant of the Mining Tenement, that the Minister believes the Tenement Holder has contravened or failed to comply with; and
 - 1.2. Give the Tenement Holder thirty (30) Business Days from the date of the written notice to show cause why the grant of the Mining Tenement should not be suspended (“the Suspension Show Cause Notice”).

Minister’s action if Tenement Holder does not respond

2. If the Tenement Holder does not respond to the Suspension Show Cause Notice within thirty (30) Business Days, the Minister may suspend the grant of the Mining Tenement without further notice (in accordance with the process outlined below).

Minister’s action if Tenement Holder does respond

3. If the Tenement Holder responds to the Suspension Show Cause Notice within thirty (30) Business Days, the Minister will consider the Tenement Holder’s submission and decide whether to suspend the grant of the Mining Tenement (in accordance with the process outlined below).

Written Notice of Minister’s decision

4. The Minister shall give written notice to the Tenement Holder of the Minister’s decision;
 - 4.1. if the decision is to suspend the grant of the Mining Tenement, the written notice shall be called “Notice of Decision: Suspended”.
 - 4.2. if the decision is to not to suspend the grant of the Mining Tenement, the written notice shall be called “Notice of Decision: Not Suspended”.
 - 4.3. A Notice of Decision: Not Suspended, may contain any information that the Minister considers relevant.

- 4.4. A Notice of Decision: Suspended, shall:
 - 4.4.1. specify the reason for suspension;
 - 4.4.2. specify the period of suspension;
 - 4.4.3. specify the action (if any) the Tenement Holder may be required to take for the Minister to consider revoking the suspension, and the time frame for taking that action;
 - 4.4.4. inform the Tenement Holder of their right of appeal to the Environment, Resources and Development Court in accordance with subsection 41(3) of the Act.

The Mining Register

- 5. Notice of Decision: Suspended, shall be placed on the Mining Register.

Minister's action if Tenement Holder takes action as specified in Notice of Decision

- 6. If the Tenement Holder takes the action specified by the Minister under paragraph 4.4.3, the Minister will consider revoking the suspension.
- 7. If the Minister revokes the suspension, the Minister will, within a reasonable time:
 - 7.1. Write to the Tenement Holder informing the Tenement Holder of the revocation.
 - 7.2. Cause the revocation to be placed on the Mining Register.

Minister's action if Tenement Holder appeals

- 8. If the Tenement Holder appeals to the Environment, Resources and Development Court the Minister will consider exercising the discretion under section 41(4) of the Act, to stay the operation of the suspension until the appeal is finally disposed of.
- 9. If the Environment, Resources and Development Court is satisfied that there is no proper ground for the suspension, and so orders, the Minister will:
 - 9.1. Cause the Court's order to be placed on the Mining Register; and
 - 9.2. reinstate the grant of the Mining Tenement in accordance with section 41(5) of the Act.

FIFTH SCHEDULE
PROCESS FOR CANCELLATION

Issuance of Cancellation Show Cause Notice

1. Where the Minister is of the view that there may be grounds to consider whether to cancel the grant of the Mining Tenement, the Minister shall give written notice to the Tenement Holder, which shall:
 - 1.1. Specify the provision of the Act or the Regulations, or the term or condition of the grant of the Mining Tenement, that the Minister believes the Tenement Holder has contravened or failed to comply with; and
 - 1.2. give the Tenement Holder sixty (60) Business Days from the date of written notice to show cause why the grant of the Mining Tenement should not be cancelled (“the Cancellation Show Cause Notice”).

Minister’s action if the Tenement Holder does not respond

2. If the Tenement Holder does not respond to the Cancellation Show Cause Notice within sixty (60) Business Days, the Minister may cancel the grant of the Mining Tenement without further notice (in accordance with the process outlined below).

Minister’s action if the Tenement Holder does respond

3. If the Tenement Holder responds to the Cancellation Show Cause Notice within sixty (60) Business Days, the Minister will consider the Tenement Holder’s submission and decide whether to cancel the grant of the Mining Tenement (in accordance with the process outlined below).

Written notice of Minister’s decision

4. The Minister shall give written notice to the Tenement Holder of the decision. If the decision is not to cancel the grant of the Mining Tenement, the written notice shall be called “the Notice of Decision: Not Cancelled”.
 - 4.2. If the decision is to cancel the grant of the Mining Tenement, the written notice shall be called “the Notice of Decision: Cancelled”.
 - 4.3. A Notice of Decision: Not Cancelled may contain any information that the Minister considers relevant.
5. A Notice of Decision: Cancelled shall:
 - 5.1. Specify the reason for cancellation;

- 5.2. specify the date from which cancellation is effective;
- 5.3. inform the Tenement Holder of their right of appeal to the Environment, Resources and Development Court in accordance with subsection 41(3) of the Act.

The Mining Register

- 6. Notice of Decision: Cancelled, shall be placed on the Mining Register.

Minister's action if Tenement Holder appeals

- 7. If the Tenement Holder appeals to the Environment, Resources and Development Court the Minister will consider exercising his discretion under section 41(4) of the Act, to stay the operation of the cancellation until the appeal is finally disposed of.
- 8. If the Environment, Resources and Development Court is satisfied that there is no proper ground for the cancellation, and so orders, the Minister will:
 - 8.1. Cause the Court's order to be placed on the Mining Register; and
 - 8.2. reinstate the grant of the Mining Tenement in accordance with section 41(5) of the Act.

SIXTH SCHEDULE
ENVIRONMENTAL OUTCOMES AND
ASSOCIATED CRITERIA AND STRATEGIES PURSUANT TO
REGULATION 65 OF THE MINING REGULATIONS 2011

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Explanatory Note: The conditions in this schedule are listed in the order in which they appear in the Assessment Report.

Air Quality Outcomes

1. The Tenement Holder must ensure that there are no public health and/or public nuisance impacts from air emissions and/or dust generated by mining operations.
2. The Tenement Holder must, in construction, operation and post mine completion, ensure no loss of abundance or diversity of native vegetation on or off the Land through:
 - 2.1. Clearance,
 - 2.2. dust/contaminant deposition,
 - 2.3. fire,
 - 2.4. reduction in water supply, or
 - 2.5. other damage,unless prior approval under the relevant legislation is obtained.
3. The Tenement Holder must, in construction, operation and post mine completion, ensure no impacts to agricultural productivity for third party land users on or off the Land as a result of mining operations, including:
 - 3.1. Reduction in crop yield;
 - 3.2. reduction in grain quality; or
 - 3.3. adverse health impacts to livestock.

Air Quality Strategies

4. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to the outcome in Sixth Schedule Clause 1;
 - 4.1. undertake continuous dust and meteorological monitoring to inform decisions for operational response and contingency measures to be implemented to prevent exceedence of compliance criteria.
 - 4.2. Progressive rehabilitation and stabilisation of disturbed areas undertaken throughout the life of mine to control dust emissions generated by wind erosion.

Air Quality Criteria

5. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(d) of the Regulations in relation to the outcome in Sixth Schedule Clause 1;
 - 5.1. measure PM 10 dust concentration using monitoring methodology, equipment and instruments that are recognised by a relevant International or Australian Standard.

- 5.2. Measure TDD using monitoring methodology, equipment and instruments that are recognised by a relevant International or Australian Standard.
- 5.3. Measure TSP using monitoring equipment and instruments that are recognised by a relevant International or Australian Standard.
- 5.4. DDD is to be measured using monitoring equipment and instruments that are recognised by a relevant International or Australian Standard.
- 5.5. Measure PM 2.5 dust concentration including both ambient and mine related dust using monitoring methodology, equipment and instruments that are recognised by a relevant International or Australian Standard.

Noise Outcome

- 6. The Tenement Holder must, in construction and operation, ensure noise emanating from mining operations is in accordance with the current amenity as defined by the Yorke Peninsula Council Development Plan at the date that this Mineral Lease was granted.

Noise Strategies

- 7. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to the outcome in Sixth Schedule Clause 6:
 - 7.1. Ensure the strategies associated with the design, control and management of all noise sources mitigate, or eliminate noise characteristics as defined by the relevant environment protection noise policy.
 - 7.2. At a minimum, implement all noise mitigation strategies described in the Proposal and Response Document.
 - 7.3. Investigate and implement further additional design and engineering measures or strategies to ensure achievement of the outcome in Sixth Schedule Clause 6, specifically in relation to the mitigation and elimination of noise characteristics as defined by the relevant environment protection noise policy.
 - 7.4. The presence, or otherwise, of tonal/modulating/impulsive/low frequency noise characteristics must be verified by a suitably qualified independent acoustic engineer (approved by the Director of Mines) within 3 months of the commencement of earthworks, or at a time as the Director of Mines may specify by notice in writing. The acoustic engineer must prepare a report of the findings of the verification, and this report must be provided to the Director of Mines within 1 month of the completion of the verification.

- 7.5. Undertake continuous noise and meteorological monitoring to inform decisions for operational response and contingency measures to be implemented to prevent exceedence of compliance criteria.

Noise criteria

8. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(d) of the Regulations in relation to the outcome in Sixth Schedule Clause 6;
- 8.1. criteria must include calculated noise limits as derived from the Environment Protection (Noise) Policy, and be consistent with Second Schedule Condition 10.
- 8.2. Mine noise measured at, or for, noise-affected premises must be adjusted in accordance with the relevant environment protection noise policy by the inclusion of a penalty for each characteristic where tonal/modulating/impulsive/low frequency characteristics are present as identified by an acoustic engineer.

Blasting Outcome

9. The Tenement Holder must, in construction and operation, ensure that there are no adverse impacts to:
- 9.1. Public safety,
- 9.2. human comfort,
- 9.3. third party property (including stock),
- 9.4. adjacent land use,
- 9.5. aircraft, or
- 9.6. other receptors,
- from airblast, flyrock and vibration caused by blasting.

Blasting Strategies

10. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to the outcome in Sixth Schedule Clause 8;
 - 10.1. develop strategies for the management of impacts from blasting, including the determination of blast exclusion zones, in accordance with relevant standards including the Australian Standard **AS 2187.2**;
 - 10.2. develop strategies for establishing and implementing a blast exclusion zone between any third party property, and the designated blast area, for all blasting events during mining operations;
 - 10.3. develop strategies to ensure that the blast exclusion zone is maintained between the public and the designated blast area, for all blasting events during mining operations.
 - 10.4. A blasting protocol and blasting schedule will be developed in consultation with residents of land within and adjoining the Land to reflect the needs of the neighbouring land use practices (including aerial crop dusting).
11. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(d) of the Regulations in relation to the outcome in Sixth Schedule Clause 8;
 - 11.1. blasting criteria is set in accordance with the Australian Standard **AS 2187.2**.
 - 11.2. Measurements taken to demonstrate achievement of the outcome in Sixth Schedule Clause 8 must be taken in accordance with Australian Standard **AS 2187.2**.

Visual Amenity Outcomes

12. The Tenement Holder must, in construction, operation and post mine completion, ensure that the form, contrasting aspects and reflective aspects of mining operations are visually softened to blend in with the surrounding landscape.
13. The Tenement Holder must in construction and operation ensure that there are no public nuisance impacts from light spill generated by mining operations.

Visual Amenity Strategies

14. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to the outcome in Sixth Schedule Clause 11;

- 14.1. develop and implement strategies in consultation with affected parties for the management of visual amenity which should include (but not limited to):
- 14.2. Screening of prominent built structures where practicable and use of non-reflective, natural coloured materials;
- 14.3. establishing vegetation and mature trees to screen built infrastructure and minimise views into the site;
- 14.4. positioning and design of permanent mine landforms or other earthen bunds to screen activities;
- 14.5. sculpture permanent mine landforms to soften the visual impact and reflect surrounding landscape;
- 14.6. prompt rehabilitation of disturbed areas once no longer required for mining operations, utilising every available opportunity provided by the mine plan;
- 14.7. rehabilitation of the final batters immediately following the completion of each WRD lift;
- 14.8. vegetate external faces of permanent mine landforms where practical to reduce the impact of changes in landscape colour.

Soil and Land Disturbance Outcomes

15. The Tenement Holder must, in construction, operation and post mine completion ensure that the existing (pre-mining) soil quality and quantity is maintained.
16. Before mine completion, the Tenement Holder must satisfy the Director of Mines that where practicable, the pre-mining land use can be recommenced after mine completion.

Soil and Land Disturbance Strategies

17. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to Sixth Schedule Clauses 14 and 15;
 - 17.1. strategies to achieve recovery of topsoil and subsoil from areas to be disturbed by mining operations.
 - 17.2. Strategies for maintaining the quality and quantity of stockpiled soil/s until such time that it is used for rehabilitation purposes.
 - 17.3. Strategies for reinstatement of these soils so as to maximise the likelihood of achieving the outcome in Sixth Schedule Clauses 14 and 15.
 - 17.4. An auditable record of soil movement including recovery, stockpiling and reinstatement.

- 17.5. Strategies for the establishment of post mine completion land uses and areas, including the re-establishment of land for agriculture, must be consistent with Section 6.9.3 and 6.9.4 of the Mining Lease Proposal.
- 17.6. A plan for establishing appropriate mechanisms to ensure effective transfer of responsibility for any maintenance of the site and control of any future development post completion.

Soil and Land Disturbance Criteria

18. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(d) of the Regulations in relation to impact event Sixth Schedule Clauses 14 and 15:
- 18.1. Baseline data to characterise the pre-mining condition of all soils within the Land.

Soil and Land Disturbance Outcomes - TSF and WRD

19. The Tenement Holder must ensure that the WRD and TSF final landforms will be physically stable post mine completion.
20. The Tenement Holder must, in construction, operation and post mine completion, ensure that water seepage from the TSF, WRD's or ore stockpiles does not result in adverse impacts on adjacent land uses including, but not limited to, growth of native vegetation and cropping land.

Soil and Land Disturbance Strategies - TSF and WRD

21. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to Second Schedule Conditions 19 (soil) and 25 (surface water), and Sixth Schedule Clauses 18 and 19:
- 21.1. The design, construction, operation and closure of the Tailings Storage Facility must be prepared in accordance with, but not limited to, the most recent ANCOLD guidelines relating to Tailings Dams;
- 21.2. specify the minimum freeboard height and maximum supernatant pond dimensions for the Tailings Storage Facility. The maximum dimensions of the supernatant pond must be consistent with the method of sub-aerial deposition of tailings.
- 21.3. The Tenement Holder must cease deposition of tailings to the TSF if the limits for freeboard height or supernatant pond dimensions specified as a result of Clause 20.2 are exceeded and report this exceedence to the Director of Mines within 24 hours of becoming aware of it.
- 21.4. Strategies for the control of seepage through the TSF base and walls.

- 21.5. Strategies for achieving and maintaining design tailings discharge densities and tailings consolidation rates to ensure timely construction of the cover system post cessation of tailings deposition.
- 21.6. Tailings discharge density trigger limits and remedial actions to ensure design densities are achieved.
- 21.7. Quality control arrangements for all stages of construction of the TSF including supervision by appropriately qualified and experienced persons, documented procedures, quality control testing and record keeping.
- 21.8. A leak detection program for monitoring seepage through the base of the TSF.
- 21.9. The design construction and maintenance of mine waste cover systems including, but not limited to, a detailed cover system design, construction methodology, cover system modelling and provision of a program of works for field trials and collection of site specific data to validate/calibrate the model(s).

Native Vegetation Outcome

- 22. The Tenement Holder must, in construction, operation and post mine completion, ensure no loss of abundance or diversity of native vegetation on or off the Land through;
 - 22.1. clearance,
 - 22.2. dust/contaminant deposition,
 - 22.3. fire,
 - 22.4. reduction in water supply, or
 - 22.5. other damage,

unless prior approval under the relevant legislation is obtained.

Native Fauna Outcome

- 23. The Tenement Holder must ensure that there are no native fauna injuries or deaths due to mining operations that could reasonably have been prevented.

Weeds, Pest and Pathogens Outcome

- 24. The Tenement Holder must, in construction, operation and post mine completion, ensure no introduction of new species of weeds, plant pathogens or pests (including feral animals), nor sustained increase in abundance of existing weed or pest species in the Land compared to adjoining land.

Weeds, Pest and Pathogens Criteria

- 25. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(d) of the Regulations in relation to Sixth Schedule Clause 23;

- 25.1. representative baseline data on the presence and abundance of weeds, pests and plant pathogens within the Land prior to commencement of mine operations.

Coastal and Marine Outcome

26. The Tenement Holder must ensure no loss of abundance and diversity of marine flora and fauna from contaminants and dust deposition resulting from mining operations, during operations and post mine completion.

Heritage Outcome

27. The Tenement Holder must, in construction and operation, ensure that there is no disturbance to Aboriginal or European heritage sites, objects or remains unless prior approval under the relevant legislation is obtained.

Heritage strategies

28. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to Sixth Schedule Clause 26:

- 28.1. An Aboriginal heritage survey to be carried out with the representatives of the Traditional Owners prior to the disturbance of land, to identify and document Aboriginal sites and objects for all land to be disturbed.

Surface Water Strategies

29. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to the Second Schedule Condition 25:

- 29.1. Locate the TSF emergency spillway to ensure any overflow reports to the open pit.
- 29.2. Determine a sulphur cut-off grade for PAF material through further testing for each waste rock unit.
- 29.3. Block modelling the sulphur distribution of all waste and ore to be mined for the purpose of determining the distribution and estimating the volume of NAF and PAF using the sulphur cut-off grade.
- 29.4. Integration of the sulphur model with the geological model to provide confidence in the definition of PAF boundaries, potential zones of high neutralising capacity and potential geological controls on mineralisation.
- 29.5. Procedures for regularly updating the models with new geological and sulphur assay data collected in the course of mine production operations.
- 29.6. Procedures for ensuring PAF and NAF boundaries derived from the sulphur cut-off and the sulphur block model are included in open pit bench plans.

- 29.7. Procedures for assaying the sulphur content of drill cuttings, produced during the course of blast hole drilling, for verifying PAF and NAF information plotted on open pit bench plans to provide a final check that all PAF and NAF materials have been correctly identified.
- 29.8. Procedures and recording systems for selective mining of the identified PAF and NAF materials and separate placement in accordance with the waste rock dump design.
- 29.9. Construction of waste rock dumps in small lifts using placement methods that prevent the separation and sorting of the larger and smaller particles of the waste rock, with each lift compacted by waste haul trucks,
- 29.10. Waste rock dumps designed and constructed for the selective placement of the total volume of PAF material with it effectively encapsulated by NAF.
- 29.11. A program for determining the erodibility of waste rock to ensure that no erodible waste rock is placed immediately underneath subsoil on external batters.
- 29.12. Waste rock dumps designed to ensure PAF material is not exposed as a result open pit wall failure post mine completion.
- 29.13. Strategies included in any guidelines provided by the Director of Mines.
- 30. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to Sixth Schedule Clause 41:
 - 30.1. No change in surface water flow across third party property that could prevent achievement of the outcome in Sixth Schedule Clause 41 unless otherwise agreed by the affected third party.
 - 30.2. A plan for establishing appropriate mechanisms to ensure effective transfer of responsibility for any maintenance of the site and control of any future development post mine completion.
 - 30.3. Progressive landform stabilisation methods and utilisation of energy dissipation where necessary to minimise sediment loads in run-off from disturbed areas and landforms.

Groundwater strategies

- 31. The Tenement Holder must provide a calibrated ground water model in the proposed PEPR.
- 32. The Tenement Holder must establish a program for the establishment and ongoing calibration of the transient ground water model using data obtained from groundwater monitoring within the PEPR.

33. The Tenement Holder must provide a calibrated transient groundwater model within 1 year from the approval of the PEPR.
34. The Tenement Holder must establish a program for the ongoing calibration of the pit lake geochemistry and hydrogeological models using data obtained from operational monitoring to address any assumptions and uncertainty within the model.

Groundwater criteria

35. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(d) of the Regulations in relation to the Second Schedule Conditions 26 and 27:
 - 35.1. Establish representative baseline water quality data for the basement fractured rock aquifer underlying the Land.
 - 35.2. Establish compliance groundwater monitoring bores adjacent to the lease boundaries that are of sufficient density and depth to detect movement of groundwater off the Land.

Public Safety Outcomes

36. The Tenement Holder must, in construction and operation, ensure that unauthorised entry to the Land does not result in public injuries and or deaths that could have been reasonably prevented.
37. The Tenement Holder must in construction and operation, ensure that there are no adverse impacts to adjacent land use and no unauthorised damage to public or private property and infrastructure as a result of uncontrolled fires caused by mining operations.
38. The Tenement Holder must demonstrate that post mine completion, the risks to the health and safety of the public so far as it may be affected by mining operations are as low as reasonably practicable.

Public Safety Strategies

39. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to Sixth Schedule Clause 37:
 - 39.1. Develop strategies to ensure final landform design for the open pit void meets the outcome for protection of public safety post mine completion and in the long term to address the following potential hazards (but not limited to);
 - 39.1.1. the risk of falling;
 - 39.1.2. the risk of drowning;
 - 39.1.3. the risk of vehicle incidents/accidents; and

39.1.4. ground instability.

39.2. A plan for establishing appropriate mechanisms to ensure effective transfer of responsibility for any maintenance of the site and control of any future development post mine completion.

Traffic Outcomes

- 40. The Tenement Holder must, in construction and operation, ensure that no public impacts off the Land are caused by, noise, dust and/or dragout to and from the Land associated with mine related traffic.
- 41. The Tenement Holder must, in constructing and operating this Mineral Lease, ensure that there are no traffic accidents involving the public at mine access points that could have been reasonably prevented by the Tenement Holder.

Adjacent Land Use and Third Party Property Outcomes

- 42. The Tenement Holder must during construction, operation and post mine completion, ensure that there are no adverse impacts to third party land use on property adjacent to and on the Land as a result of mining operations, other than those agreed between the Tenement Holder and the affected user.
- 43. The Tenement Holder must, in construction, operation and post mine completion, ensure no impacts to agricultural productivity for third party land users on or off the Land as a result of mining operations, including;
 - 43.1. reduction in crop yield;
 - 43.2. reduction in grain quality; or
 - 43.3. adverse health impacts to livestock.
- 44. The Tenement Holder must, in construction and operation, ensure that there are no adverse impacts to adjacent land use and no unauthorised damage to public or private property and infrastructure as a result of uncontrolled fires caused by mining operations.
- 45. The Tenement Holder must, during construction, operation and post mine completion, ensure that as a result of a geotechnical failure caused by mining;
 - 45.1. there are no adverse impacts to adjacent land use; and
 - 45.2. there is no unauthorised damage to public or private property and infrastructure.
- 46. The Tenement Holder must, in construction and operation, ensure that there are no adverse impacts to adjacent land use as a result of light spill caused by mining operations.

Adjacent Land Use and Third Party Property Strategies

47. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to Sixth Schedule Clause 42;

47.1. develop strategies for the design of waste rock dumps to ensure no impact from shading to agricultural productivity for third party land users on or off the Land.

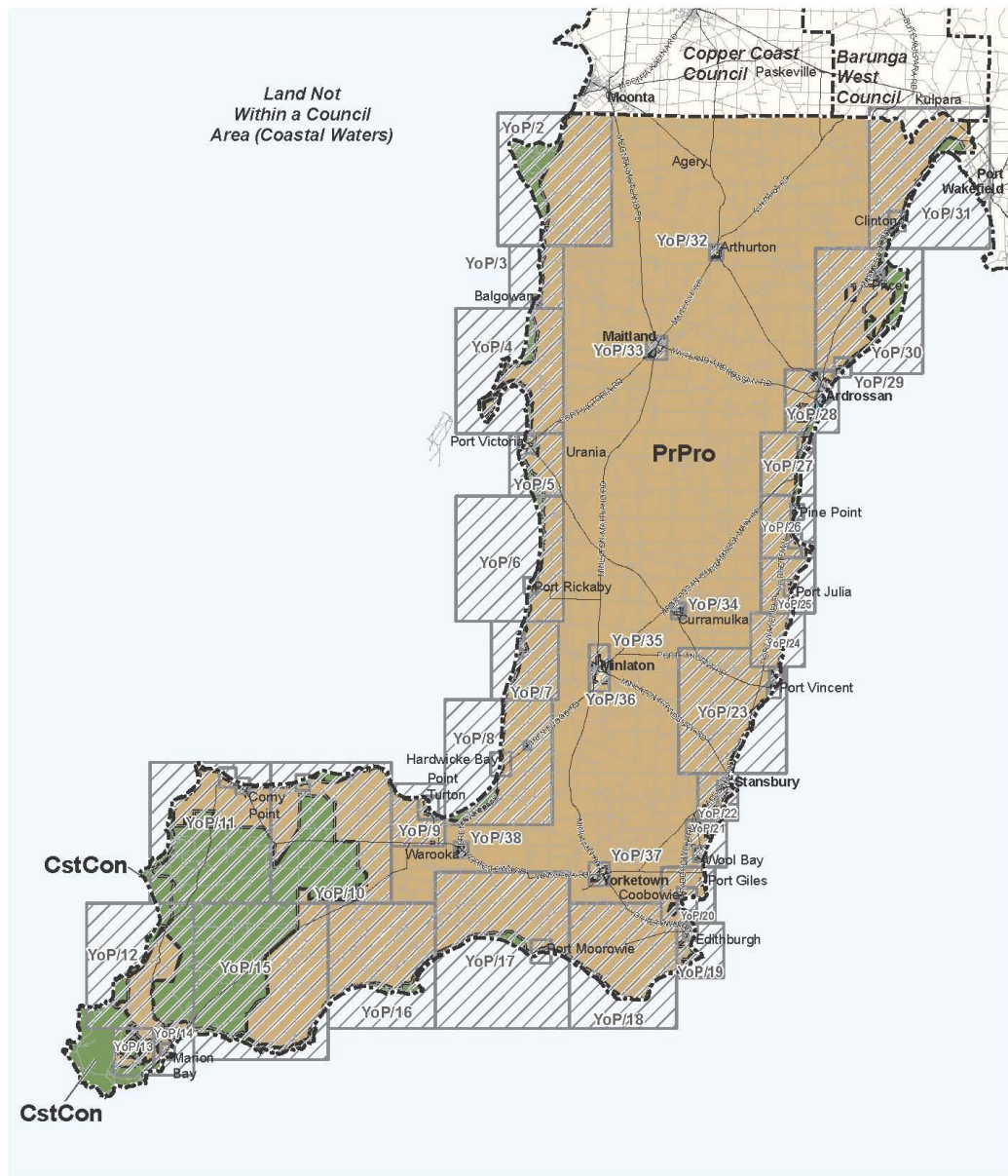
48. The Tenement Holder is required to address the following matters for the purposes of Regulation 65(2)(c) of the Regulations in relation to Sixth Schedule Clause 45;

48.1. adhere to Australian Standard **AS 4282-1997** *Control of the obtrusive effects of outdoor lighting*.

SEVENTH SCHEDULE

ZONE MAP YoP/1

**YORKE PENINSULA COUNCIL DEVELOPMENT PLAN
AT DATE OF GRANT OF THIS MINERAL LEASE**



See enlargement map for accurate representation.



Zones	
 CstCon	Coastal Conservation
 PrPro	Primary Production
	Zone Boundary
	Development Plan Boundary

Zone Map YoP/1

YORKE PENINSULA COUNCIL
Consolidated - 6 February 2014

ZONE MAP Y_oP/26



Lamberts Conformal Conic Projection, GDA94



Zones

CstCon Coastal Conservation

PrPro Primary Production

Rural Living

 Zone Boundary

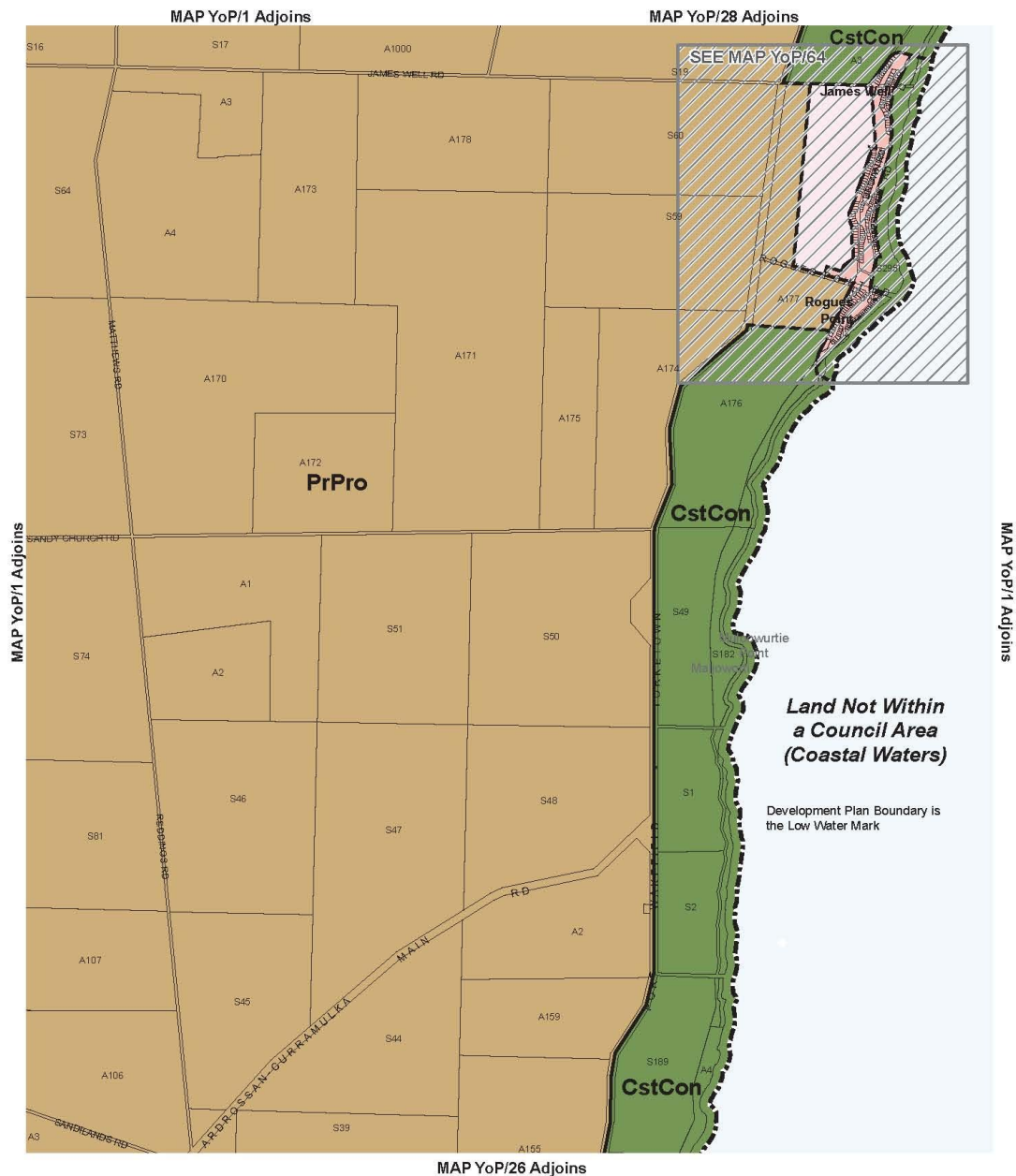
Development Plan Boundary

Zone Map YoP/26

YORKE PENINSULA COUNCIL

Consolidated - 6 February 2014

ZONE MAP YoP/27
**YORKE PENINSULA COUNCIL DEVELOPMENT PLAN
 AT DATE OF GRANT OF THIS MINERAL LEASE**



See enlargement map for accurate representation.
 Lambert's Conformal Conic Projection, GDA94

MAP YoP/26 Adjoins

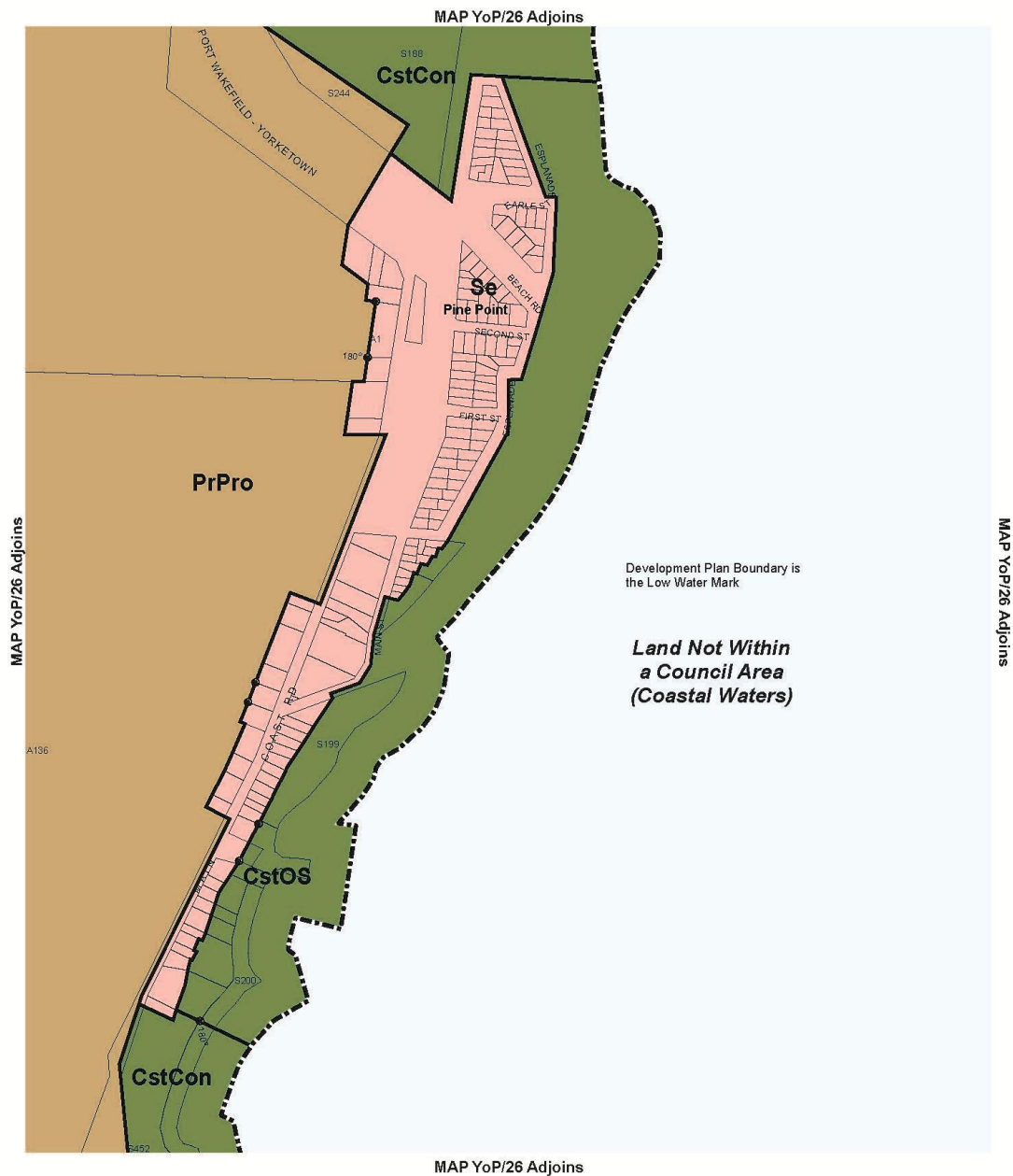


- Zones**
- CstCon Coastal Conservation
 - PrPro Primary Production
 - Zone Boundary
 - Development Plan Boundary

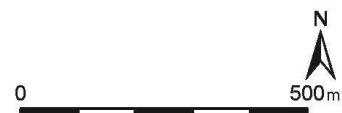
Zone Map YoP/27

YORKE PENINSULA COUNCIL
 Consolidated - 6 February 2014

ZONE MAP YoP/63
**YORKE PENINSULA COUNCIL DEVELOPMENT PLAN
 AT DATE OF GRANT OF THIS MINERAL LEASE**



Lamberts Conformal Conic Projection, GDA94



PINE POINT

Zone Map YoP/63

Zones	
CstCon	Coastal Conservation
CstOS	Coastal Open Space
PrPro	Primary Production
Se	Settlement
	Zone Boundary
	Development Plan Boundary

YORKE PENINSULA COUNCIL
 Consolidated - 6 February 2014