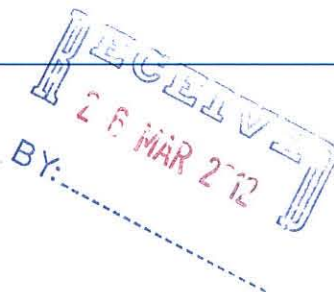




**Trade &
Investment
Resources & Energy**

Reference: 09/452



Dr Chris Harvey
Head of Technical Services
Gujarat NRE FCGL Pty Ltd
PO Box 281
FAIRY MEADOW NSW 2519

Dear Sir

**MINING LEASE NO 1596 (ACT 1992)
NRE Wongawilli Colliery**

In accordance with the provisions of Section 114(1) (a) of the *Mining Act 1992*, the Minister renewed the lease subject to the terms and conditions set out in the attached Instrument of Renewal document.

The renewal took effect on 3 February 2012.

Please note prior to any mining activities being undertaken on the lease, a current Mining Operations Plan must be approved by the Director-General. The holder of the lease may also be required to hold a current development consent/project approval before commencing activities in accordance with the *Environmental Planning & Assessment Act 1979*.

An overview of the environmental assessment and approval requirements for mining is available on the Departments website at <http://www.dpi.nsw.gov.au/minerals/environment/overview>. Format and guidelines regarding the preparation of a Mining Operations Plan are available on the Department's website at <http://www.dpi.nsw.gov.au/minerals/environment/pgf>.

In regard to Condition 24 (Cooperation Agreement) -- the TASMAP system located on the Department's website <http://www.dpi.nsw.gov.au/minerals/titles/online-services/tasmap> will be of assistance in determining the presence of overlapping petroleum titles.

For further information, please contact the undersigned on 02-4931 6578.

Yours faithfully

Jeff Inman
22 March 2012

INSTRUMENT OF RENEWAL

LEASE:	Mining Lease No 1596 (Act 1992)
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HOLDER:	Gujarat NRE FCGL Pty Ltd (ACN 111 928 762)
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DATE OF LEASE:	19 December 2007
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EXPIRY DATE OF LEASE:	18 October 2010
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PERIOD OF RENEWAL UNTIL:	07 October 2029
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AREA:	11,074 hectares
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AS SHOWN BY PLAN NO	M27121
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SURFACE EXCEPTION:	Various
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DEPTH RESTRICTION:	Various to a maximum depth of 900 below Australian Height Datum (AHD)
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MINERALS:	Coal
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	Agricultural Lime
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ROYALTY PAYABLE:	At the rate which, from time to time, may be prescribed.
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AMENDMENTS TO THE CONDITIONS OF THE LEASE:

(a) All the Conditions contained in the lease prior to the renewal have been deleted.

(b) The lease is now subject to the attached Mining Lease Conditions 2010 numbered:

1-15 (inclusive), 17-19 (inclusive) and 22-25 (inclusive)

Conditions 2 to 8 and 12 to 15 are identified as conditions relating to environmental management for the purposes of Section 378D of the *Mining Act 1992*.

Note: Conditions 2 to 8 and 12 to 15 of this mining lease are imposed pursuant to sections 238 and 239 of the Mining Act 1992. Clause 7 of Schedule 12 of the Mining Regulation 2010 saves higher penalties for a breach of condition imposed by or under sections 238 or 239 of the Act.

We, Gujarat NRE FCGL Pty Ltd (ACN 111 928 762), hereby accept the renewal of this Lease and agree to be bound by the conditions specified.


.....
Gujarat NRE FCGL Pty Ltd
(ACN 111 928 762)




Renewed this

3rd

day of

February

2012.


.....
by delegation from the Minister.

SHEET 1 OF 4 SHEETS

SEE SHEET 2 FOR DEPTH RESTRICTIONS RELATING TO THIS SHEET

LIST OF PLANS USED

DP 1017684	MS 7435-3000SY	D 7027
DP 255284	R 12549-1609	M 27061
DP 607454	R 4517-1609	D 4467
DP 212722	R 24724-1609	D 6028
DP 551411	1267-672	ML 45
DP 229044	1138-672	PML 32
DP 18020	1262-672	S 1827
DP 357833	C615-1521	M 17968
DP 607456	C405-1521	M 18089
DP 718106	R 3552-1609	S 1327
DP 33650	R 4704-1609	P 8149
DP 223866	1259-672	M 25940
DP 618764	1206-672	M 20084
DP 223865	1282-672	M 10658
DP 828732	1207-672	M 14682
DP 255285		M 20085
DP 216373	M 21677	M 18088
DP 1009462	D 1071	M 24710
DP 401354	D 1195	M 17652
DP 606150	M 25449	S 1893
DP 1087464	M 25794	M 25980
DP 751278	D 4500	D 4614
DP 745805	D 4585	P 6182
	M 24769	M 14185
	M 23292	M 24725

PLAN OF PORTION ML 283 (ADOPTED)

PARISH DENDROBIUM KEMBLA WONGAWILLI BANKSIA CALDERWOOD

COUNTY CAMDEN

MAP SHEET No. 9029-2-S 9029-3-S & 9028-4-N

REDUCTION RATIO 1:25000

PART TRANSFER OF CCL 768 (ACT 1973)

MINING DIVISION SYDNEY

TRANSFeree GUJARAT NRE FEED PTY LTD

APPLICATION DATE

MINING LEASE No. 1596 (ACT 1992)

STATUS

METHOD UNDERGROUND

SURFACE EXCEPTION / DEPTH RESTRICTION

VARIOUS RESTRICTIONS APPLY - SEE SHEETS FOR DETAILS

NOTES: MINING RIGHTS VIDE D7027 APPLY TO AREAS WITHIN THIS LEASE
D 7027 TO BE READ IN CONJUNCTION WITH THIS PLAN

Asimuth PM16162 - PM16163

Plans used in the course of this part survey and part compilation
SEE SEPARATE PANEL (ABOVE THIS TITLE BLOCK)
Survey declared on this plan for laws
SURVEY FOR SURFACE RIGHTS - SUBSTRATA BY COMPILATION
COMPILED OF SURFACE RIGHTS (SHAFT SITES) WITHIN CATCHMENT

I, ANDREW A. NESBITT
of SOUTHERN CROSS CONSULTING SURVEYORS
a Land and Mining Surveyor registered under the Surveying Act 2002,
hereby certify that the survey & compilation represented

on this plan is accurate and has been completed in
accordance with the Surveying Regulation 2006 and
the Surveyor General's Direction for Mining Surveys
and was completed on 25 OCTOBER 2007

Signature: Andrew Nesbitt

Surveyors Reference: 21192 DWG0001M

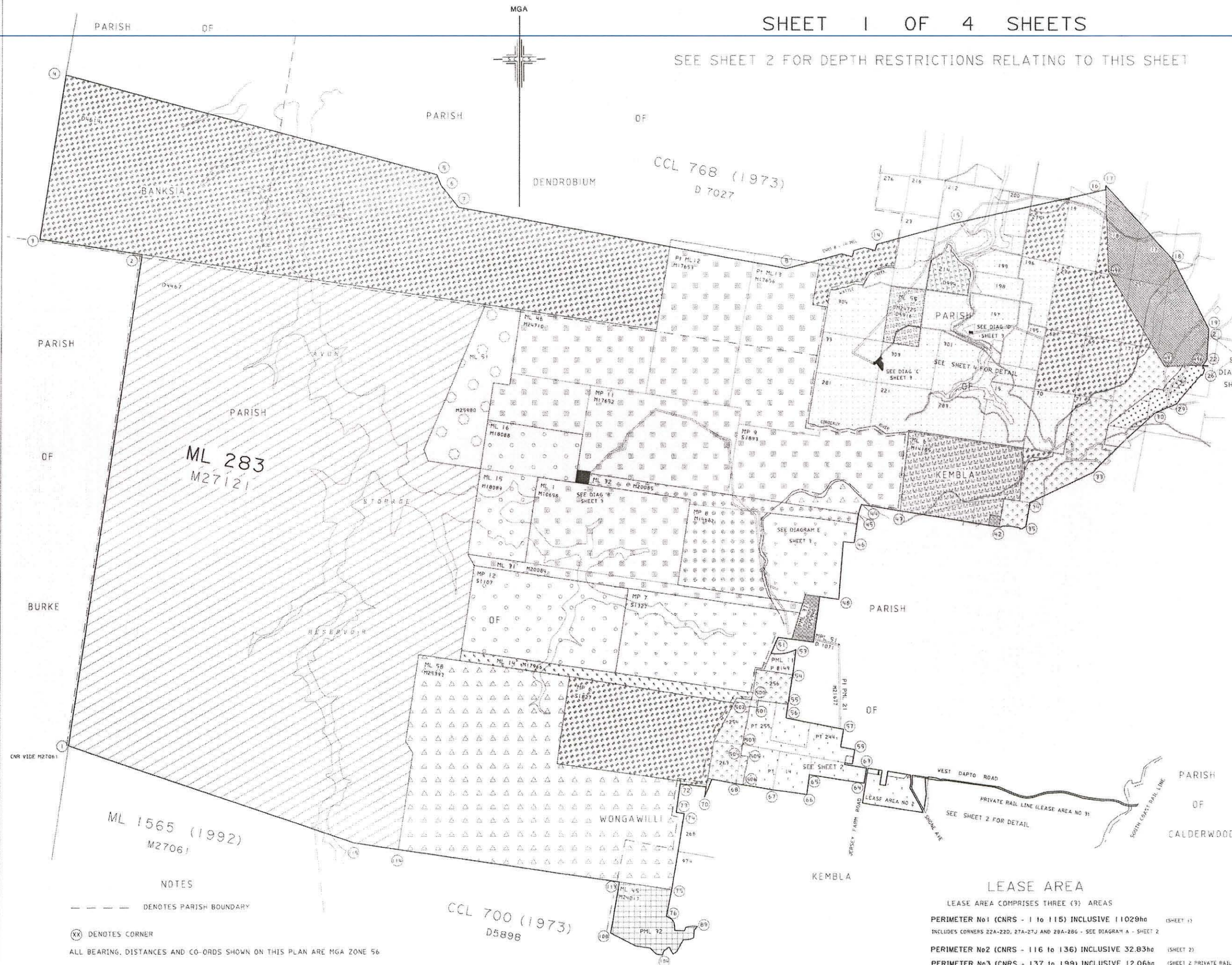
Survey Date: 12.12.07

Plan Investigated: 12.12.07

Plan Approved: 12.12.07

Paper No. 07 - 7398

M 27121



REFERENCE TO CORNERS				
COR.	BEARING	FROM	DIST.	REMARKS
64	278° 46'	RMGP	1-0	TO PEG PLACED
127	296° 17'	PM76655	9-04	TO PEG PLACED
142	98° 55'	RMGP	1-0	TO PEG PLACED
152	188° 41'	RMGP	1-0	TO PEG PLACED

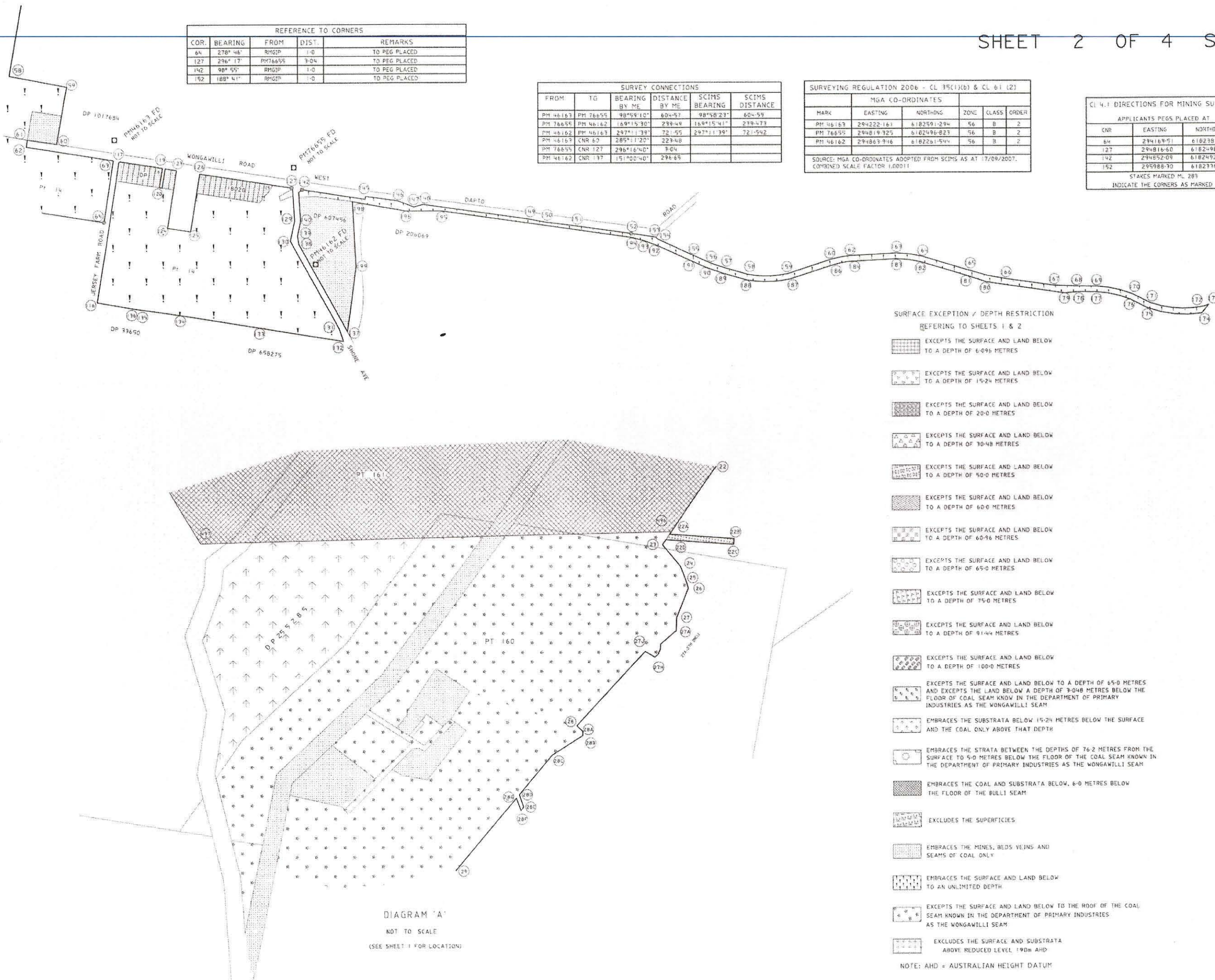
SURVEY CONNECTIONS					
FROM	TO	BEARING BY ME	DISTANCE BY ME	SCIMS BEARING	SCIMS DISTANCE
PM 46163	PM 76655	98°59'10"	604.57	98°58'23"	604.59
PM 76655	PM 46162	169°15'30"	299.44	169°15'41"	299.473
PM 46162	PM 46163	297°11'39"	72.55	297°11'39"	72.542
PM 46163	CNR 67	285°11'20"	223.48		
PM 76655	CNR 127	296°16'40"	9.04		
PM 46162	CNR 197	151°00'40"	296.65		

SURVEYING REGULATION 2006 - CL 35(1)(b) & CL 61 (2)					
MARK	EASTING	NORTHING	ZONE	CLASS	ORDER
PM 46163	294222.161	6182591.294	56	B	2
PM 76655	294819.725	6182496.823	56	B	2
PM 46162	294863.916	6182261.544	56	B	2

SOURCE: MGA CO-ORDINATES ADOPTED FROM SCIMS AS AT 17/09/2007.
COMBINED SCALE FACTOR 1.00011

CL 4.1 DIRECTIONS FOR MINING SURVEYS		
APPLICANTS PEGS PLACED AT		
CNR	EASTING	NORTHING
64	294169.51	6182381.70
127	294816.60	6182498.17
142	294852.09	6182492.61
152	294988.90	6182918.94

STAKES MARKED M. 285
INDICATE THE CORNERS AS MARKED



SURFACE EXCEPTION / DEPTH RESTRICTION REFERING TO SHEETS 1 & 2

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 6-096 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 15-24 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 20-0 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 30-48 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 50-0 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 60-0 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 60-96 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 65-0 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 75-0 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 91-44 METRES

EXCEPTS THE SURFACE AND LAND BELOW
TO A DEPTH OF 100-0 METRES

EXCEPTS THE SURFACE AND LAND BELOW TO A DEPTH OF 65-0 METRES
AND EXCEPTS THE LAND BELOW A DEPTH OF 3-048 METRES BELOW THE
FLOOR OF COAL SEAM KNOWN IN THE DEPARTMENT OF PRIMARY
INDUSTRIES AS THE WONGAWILLI SEAM

EMBRACES THE SUBSTRATA BELOW 15-24 METRES BELOW THE SURFACE
AND THE COAL ONLY ABOVE THAT DEPTH

EMBRACES THE STRATA BETWEEN THE DEPTHS OF 76-2 METRES FROM THE
SURFACE TO 5-0 METRES BELOW THE FLOOR OF THE COAL SEAM KNOWN IN
THE DEPARTMENT OF PRIMARY INDUSTRIES AS THE WONGAWILLI SEAM

EMBRACES THE COAL AND SUBSTRATA BELOW 6-0 METRES BELOW
THE FLOOR OF THE BULLI SEAM

EXCLUDES THE SUPERFICIES

EMBRACES THE MINES, BEDS, VEINS, AND
SEAMS OF COAL ONLY

EMBRACES THE SURFACE AND LAND BELOW
TO AN UNLIMITED DEPTH

EXCEPTS THE SURFACE AND LAND BELOW TO THE ROOF OF THE COAL
SEAM KNOWN IN THE DEPARTMENT OF PRIMARY INDUSTRIES
AS THE WONGAWILLI SEAM

EXCLUDES THE SURFACE AND SUBSTRATA
ABOVE REDUCED LEVEL 190m AHD

NOTE: AHD = AUSTRALIAN HEIGHT DATUM

PLAN OF PORTION ML 283 (ADOPTED)

PARTIAL DENDROBIUM KEMBLA WONGAWILLI BANKSIA CALDERWOOD

COUNTY CAMDEN

MAP SHEET No. 9029-2-S 9029-3-S & 9029-4-N

REDUCTION RATIO - NOT TO SCALE

PART TRANSFER CELL 68 (ACT 1973)

MINING DIVISION SYDNEY

TRANSFEREE GUJARAT NRE FUG. PTY LTD

APPLICATION DATE

MINING LEASE No. 1596 (ACT 1992)

STATUS

METHOD UNDERGROUND

SURFACE EXCEPTION / DEPTH RESTRICTION

VARIOUS RESTRICTIONS APPLY - SEE SHEETS FOR DETAILS

NOTES: MINING RIGHTS VIDE D7027 APPLY TO AREAS WITHIN THIS LEASE
D7027 TO BE READ IN CONJUNCTION WITH THIS PLAN

Asimuth: SEE SHEET 1

Plans used in the course of this survey/compilation:

Survey declared on this plan for lines

I, Andrew A. Neill,
of SOUTHERN CROSS CONSULTING SURVEYORS
a Land and Mining Surveyor registered under the Surveying Act 2002,
hereby certify that the survey/compilation represented
in this plan is accurate and has been completed in
accordance with the Surveying Regulation 2006 and
the Surveyor General's Direction for Mining Surveys
and was completed on 25 October 2007

Signature: *Andrew A. Neill*

Surveyors Reference: 21152 DW00002L

Survey Date: *12-12-07*

Plan Investigated: *god*

Plan Approved: *god* 12-12-07

Plan No: 07 - 7919

M 27121

PERIMETER CORNERS - AREA No 1

FROM	TO	BGR	DIST	CNR	MGA 56 - E	MGA 56 - N
1	2	8 16 47	6928-820	2	284129-47	6189753-98
2	3	278 21 53	1437-611	3	282707-15	6189962-51
3	4	8 54 13	2309-982	4	283044-58	6192244-07
4	5	105 30 06	5336-857	5	288279-18	6190862-45
5	6	159 22 16	152-108	6	288279-18	6190720-27
6	7	141 07 30	400-671	7	288524-65	6190408-34
7	8	100 39 19	4641-343	8	293087-45	6189581-12
8	9	74 50 07	789-001	9	293087-45	6189782-54
9	10	105 29 02	153-966	10	293997-89	6189721-44
10	11	15 29 04	90-630	11	294022-10	6189808-84
11	12	74 50 05	153-962	12	294170-26	6189848-58
12	13	105 29 04	152-907	13	294170-26	6189971-74
13	14	15 29 01	90-653	14	294341-64	6189894-54
14	15	74 50 03	1104-006	15	295007-95	6190180-58
15	16	77 21 13	2168-121	16	297524-47	6193655-25
16	17	95 08 08	59-004	17	297524-47	6193714-22
17	18	137 39 19	1411-795	18	298674-35	6196722-42
18	19	152 42 24	1075-069	19	298674-35	6188717-04
19	20	158 49 43	54-771	20	298674-35	6188711-93
20	21	173 50 07	12-954	21	299704-68	6188699-05
21	22	183 45 36	419-760	22	298943-15	6188280-20

SEE SCHEDULE PERIMETER CORNERS - DIAGRAM 'A'

29	30	247 20 36	315-889	30	298514-40	6187633-66
30	31	228 10 18	584-396	31	298223-08	6187522-26
31	32	225 46 59	508-067	32	297767-62	6187152-92
32	33	220 03 15	06-316	33	297358-07	6186716-81
33	34	244 03 14	724-023	34	296806-68	6186244-07
34	35	189 43 57	34-586	35	296422-91	6185594-70
35	36	250 28 30	68-511	36	296358-33	6185593-82
36	37	281 50 48	17-658	37	296341-05	6185595-45
37	38	117 50 49	8-960	38	296341-05	6185595-45
38	39	281 50 48	57-884	39	296286-45	6185597-08
39	40	280 57 08	88-489	40	296195-57	6185597-85
40	41	268 17 08	91-132	41	296108-48	6185597-18
41	42	238 40 38	47-503	42	296071-66	6185594-53
42	43	270 22 00	1415-792	43	296070-84	6185594-53
43	44	279 10 57	550-366	44	294127-53	6186264-78
44	45	197 05 28	140-732	45	294088-17	6186130-26
45	46	166 63 09	404-024	46	294029-22	6185730-27
46	47	275 06 09	142-853	47	293744-07	6185744-07
47	48	189 19 08	804-239	48	293613-95	6184940-12
48	49	278 06 31	268-058	49	293547-78	6184978-07
49	50	187 40 52	643-748	50	293461-77	6184940-12
50	51	277 45 46	142-853	51	293406-44	6184940-12
51	52	203 20 52	240-914	52	292877-96	6184185-45
52	53	81 26 55	346-639	53	292220-74	6184236-99
53	54	186 59 29	354-424	54	291777-06	6183889-21
54	55	88 51 08	148-788	55	291777-06	6183889-21
55	56	188 04 53	190-004	56	291666-44	6183283-28
56	57	101 10 24	813-105	57	291666-44	6183283-28
57	58	189 35 09	244-417	58	291666-44	6183283-28
58	59	100 40 25	131-451	59	291666-44	6183283-28
59	60	190 01 03	200-584	60	291666-44	6183283-28
60	61	270 29 30	102-310	61	291666-44	6183283-28
61	62	188 29 27	24-993	62	291666-44	6183283-28
62	63	98 44 05	304-210	63	291666-44	6183283-28
63	64	188 46 22	215-287	64	291666-44	6183283-28
64	65	278 46 23	768-598	65	291666-44	6183283-28
65	66	187 51 04	291-623	66	291666-44	6183283-28
66	67	277 10 02	137-440	67	291666-44	6183283-28
67	68	279 24 40	515-799	68	291666-44	6183283-28
68	69	280 25 37	345-788	69	291666-44	6183283-28
69	70	202 39 35	272-805	70	291666-44	6183283-28
70	71	4 07 27	146-403	71	291666-44	6183283-28
71	72	276 30 46	363-203	72	291666-44	6183283-28
72	73	187 49 11	402-410	73	291666-44	6183283-28
73	74	97 43 09	112-604	74	291666-44	6183283-28
74	75	64 10 09	1067-389	75	291666-44	6183283-28
75	76	191 30 12	354-862	76	291666-44	6183283-28
76	77	191 49 37	21-068	77	291666-44	6183283-28
77	78	119 04 59	503-115	78	291666-44	6183283-28
78	79	116 10 04	42-149	79	291666-44	6183283-28
79	80	148 20 33	53-935	80	291666-44	6183283-28
80	81	171 51 03	60-275	81	291666-44	6183283-28
81	82	178 39 02	43-779	82	291666-44	6183283-28
82	83	99 34 58	25-872	83	291666-44	6183283-28
83	84	140 40 33	141-640	84	291666-44	6183283-28
84	85	19 20 43	49-049	85	291666-44	6183283-28
85	86	78 38 02	26-558	86	291666-44	6183283-28
86	87	79 18 42	49-366	87	291666-44	6183283-28
87	88	95 15 08	40-898	88	291666-44	6183283-28
88	89	95 45 16	25-800	89	291666-44	6183283-28
89	90	220 39 05	71-116	90	291666-44	6183283-28
90	91	182 00 02	100-429	91	291666-44	6183283-28
91	92	279 50 03	44-663	92	291666-44	6183283-28
92	93	259 29 02	42-229	93	291666-44	6183283-28
93	94	269 02 03	62-646	94	291666-44	6183283-28
94	95	208 56 04	141-672	95	291666-44	6183283-28
95	96	210 21 03	145-308	96	291666-44	6183283-28
96	97	231 07 05	40-034	97	291666-44	6183283-28
97	98	246 52 59	19-192	98	291666-44	6183283-28
98	99	322 57 44	31-788	99	291666-44	6183283-28
99	100	339 18 07	70-376	100	291666-44	6183283-28
100	101	277 01 05	21-567	101	291666-44	6183283-28
101	102	220 43 04	26-837	102	291666-44	6183283-28
102	103	232 21 02	58-805	103	291666-44	6183283-28
103	104	199 58 15	52-484	104	291666-44	6183283-28
104	105	273 20 02	95-198	105	291666-44	6183283-28
105	106	314 31 01	116-930	106	291666-44	6183283-28
106	107	278 40 02	207-029	107	291666-44	6183283-28
107	108	297 41 22	389-146	108	291666-44	6183283-28
108	109	10 24 00	199-271	109	291666-44	6183283-28
109	110	8 25 58	102-033	110	291666-44	6183283-28
110	111	9 22 12	20-631	111	291666-44	6183283-28
111	112	9 09 10	241-163	112	291666-44	6183283-28
112	113	9 02 02	156-423	113	291666-44	6183283-28
113	114	278 20 10	1095-270	114	291666-44	6183283-28
114	115	278 25 29	618-582	115	291666-44	6183283-28
115	1	208 45 41	4188-095	1	291666-44	6183283-28

PERIMETER CORNERS - AREA No 2

116	117	8 46 22	489-378	116	294147-13	6182104-70
117	118	53 52 07	4-298	117	294221-76	6182588-31
118	119	98 56 23	148-886	118	294225-73	6182590-84
119	120	88 54 21	67-064	119	294372-33	6182597-79
120	121	98 54 22	9-146	120	294372-33	6182597-79
121	122	8 54 22	67-063	121	294372-33	6182597-79
122	123	98 54 21	40-230	122	294372-33	6182597-79
123	124	88 54 21	201-200	123	294372-33	6182597-79
124	125	98 54 21	80-471	124	294372-33	6182597-79
125	126	8 54 23	201-203	125	294372-33	6182597-79
126	127	98 54 23	319-839	126	294372-33	6182597-79
127	128	37 38 28	4-753	127	294372-33	6182597-79
128	129	76 21 08	110-730	128	294372-33	6182597-79
129	130	92 19 25	70-551	129	294372-33	6182597-79
130	131	51 05 04	347-080	130	294372-33	6182597-79
131	132	60 47 31	44-058	131	294372-33	6182597-79
132	133	79 07 12	294-115	132	294372-33	6182597-79
133	134	279 17 08	273-325	133	294372-33	6182597-79
134	135	278 05 28	193-380	134	294372-33	6182597-79
135	136	278 05 30	34-315	135	294372-33	6182597-79
136	1	279 54 26	122-513	1	294372-33	6182597-79

PERIMETER CORNERS - AREA No 3

FROM	TO	BKG	DIST	CNR	MGA 56 - E	MGA 56 - N
137	138	141 09 34	286-000	137	295007-71	6182002-08
138	139	351 41 23	28-530	138	294836-33	6182333-18
139	140	12 16 53	50-630	140	294840-77	6182382-65
140	141	356 21 55	99-930	141	294830-77	6182438-65
141	142	47 55 00	5-528	142	295024-90	6182465-51
142	143	98 54 39	174-925	143	295024-90	6182465-51
143	144	98 54 37	45-432	144	295024-90	6182465-51
144	145	8 54 37	10-061	145	295024-90	6182465-51
145	146	98 00 02	121-101	146	295237-81	6182431-40
146	147	111 06 44	59-434	147	295237-81	6182431-40
147	148	74 46 07	33-138	148	295237-81	6182431-40
148	149	98 04 19	76-469	149	295237-81	6182368-66
149	150	100 19 01	63-157	150	295049-76	6182377-93
150	151	97 05 03	102-110	151	295049-76	6182377-93
151	152	97 49 22	194-018	152	295080-30	6182318-31
152	153	98 41 22	85-068	153	296072-39	6182325-50
153	154	12 13 02	11-008	154	296080-49	6182317-70
154	155	114 12 52	129-252	155	296196-87	6182264-66
155	156	114 12 54	61-305	156	296196-87	6182264-66
156	157	110 14 26	54-465	157	296305-95	6182220-70
157	158	106 16 32	38-563	158	296390-91	6182195-85
158	159	89 08 22	136-353	159	296527-24	6182197-93

MGA



PT ML 283
M 27121

SURFACE EXCEPTION / DEPTH RESTRICTION
REFERING TO SHEET 4 DIAGRAMS

- EXCEPTS THE SURFACE AND LAND BELOW TO A DEPTH OF 3-048 METRES
- EXCEPTS THE SURFACE AND LAND BELOW TO A DEPTH OF 15-24 METRES
- EXCEPTS THE SURFACE AND LAND BELOW TO A DEPTH OF 50-0 METRES
- EXCEPTS THE SURFACE AND LAND BELOW TO A DEPTH OF 85-0 METRES
- EXCEPTS THE SURFACE AND LAND BELOW TO A DEPTH OF 100-0 METRES
- EMBRACES THE MINES, BEDS VEINS AND SEAMS OF COAL ONLY

NOTE: POSITION OF ROADS ADOPTED FROM DEPT OF LANDS DCDB
FOR DETAIL REFER TO THE LEASE DIAGRAMS SHOWN ON THIS PLAN

PLAN OF PORTION ML 283 (ADOPTED)

PARISH DENDRORUM KIMBLA WONGAWILLI BANKSIA CALDERWOOD

COUNTY CAMDEN

MAP SHEET No. 9029-2-S 9029-3-S & 9028-4-N

REDUCTION RATIO - NOT TO SCALE

PART TRANSFER CCL768 (ACT 1979)

MINING DIVISION SYDNEY

TRANSFEREE GUJARAT NRE PCL PTY LTD

APPLICATION DATE

MINING LEASE No. 1596 (ACT 1992)

STATUS

METHOD UNDERGROUND

SURFACE EXCEPTION / DEPTH RESTRICTION

VARIOUS RESTRICTIONS APPLY - SEE SHEETS FOR DETAILS

NOTES: MINING RIGHTS VIDE D7027 APPLY TO AREAS WITHIN THIS LEASE
D7027 TO BE READ IN CONJUNCTION WITH THIS PLAN

Asimuth SEE SHEET 1

Plans used in the course of this survey/compilation

Survey declared on this plan for index

I, Andrew J. Nesbitt
of SOUTHERN CROSS CONSULTING SURVEYORS
a Land and Mining Surveyor registered under the Surveying Act 2002.

hereby certify that the survey/compilation represented
in this plan is accurate and has been completed in
accordance with the Surveying Regulation 2006 and
the Surveyor General's Direction for Mining Surveys

and was completed on 25 October 2007

Signature: *Andrew J. Nesbitt*

Surveyors Reference: 21152 DWG0004K

Survey Cuts: *1000*

Plan Investigated: *12-12-07*

Plan Approved: *gpd* 12-12-07

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MINING LEASE CONDITIONS 2010

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Definition:

“Director-General” means the Director-General of the Department of Industry and Investment

MINING LEASE CONDITIONS 2010

1. Notice to Landholders

- (a) Within a period of three months from the date of grant/renewal of this lease or within such further time as the Minister may allow, the lease holder must serve on each landholder of the land a notice in writing indicating that this lease has been granted/renewed and whether the lease includes the surface. An adequate plan and description of the lease area must accompany the notice.
- (b) If there are ten or more landholders affected, the lease holder may serve the notice by publication in a newspaper circulating in the region where the lease area is situated. The notice must indicate that this lease has been granted/renewed; state whether the lease includes the surface and must contain an adequate plan and description of the lease area.

2. Environmental Harm

- (a) The lease holder must implement all practicable measures to prevent and/or minimise any harm to the environment that may result from the construction, operation or rehabilitation of any activities under this lease.
- (b) For the purposes of this condition:
 - (i) environment means components of the earth, including:
 - (A) land, air and water, and
 - (B) any layer of the atmosphere, and
 - (C) any organic or inorganic matter and any living organism, and
 - (D) human-made or modified structures and areas,and includes interacting natural ecosystems that include components referred to in paragraphs (A)–(C).
 - (ii) harm to the environment includes any direct or indirect alteration of the environment that has the effect of degrading the environment and, without limiting the generality of the above, includes any act or omission that results in pollution, contributes to the extinction or degradation of any threatened species, populations or ecological communities and their habitats and causes impacts to places, objects and features of significance to Aboriginal people.

3. Mining Operations Plan

- (a) Mining operations must not be carried out otherwise than in accordance with a Mining Operations Plan (MOP) which has been approved by the Director-General.
- (b) The MOP must:
 - (i) identify areas that will be disturbed by mining operations;
 - (ii) detail the staging of specific mining operations;
 - (iii) identify how the mine will be managed to allow mine closure;
 - (iv) identify how mining operations will be carried out in order to prevent and or minimise harm to the environment;
 - (v) reflect the conditions of approval under:
 - the *Environmental Planning and Assessment Act 1979*
 - the *Protection of the Environment Operations Act 1997*
 - and any other approvals relevant to the development including the conditions of this lease; and
 - have regard to any relevant guidelines adopted by the Director-General.
- (c) The leaseholder may apply to the Director-General to amend an approved MOP at any time.
- (d) It is not a breach of this condition if:
 - (i) the operations constituting the breach were necessary to comply with a lawful order or direction given under the *Mining Act 1992*, the *Environmental Planning and Assessment Act 1979*, *Protection of the Environment Operations Act 1997*, *Mine Health and Safety Act 2004 / Coal Mine Health and Safety Act 2002* and *Mine Health and Safety Regulation 2007 / Coal Mine Health and Safety Regulation 2006* or the *Occupational Health and Safety Act 2000*; and
 - (ii) the Director-General had been notified in writing of the terms of the order or direction prior to the operations constituting the breach being carried out.
- (e) A MOP ceases to have effect 7 years after date of approval or other such period as identified by the Director-General.

4. Environment Management Report

- (a) The lease holder must lodge Environmental Management Reports (EMR) with the Director-General annually or at dates otherwise directed by the Director-General.
- (b) The EMR must:
 - (i) report against compliance with the MOP;
 - (ii) report on progress in respect of rehabilitation completion criteria;
 - (iii) report on the extent of compliance with regulatory requirements; and
 - (iv) have regard to any relevant guidelines adopted by the Director-General;

5. Environmental Incident Report

- (a) The lease holder must report any environmental incidents. The report must:
 - (i) be prepared according to any relevant Departmental guidelines;
 - (ii) be submitted within 24 hours of the environmental incident occurring;
- (b) For the purposes of this condition, environmental incident includes:
 - (i) any incident causing or threatening material harm to the environment
 - (ii) any breach of Conditions 1 to 9 and 11 to 24;
 - (iii) any breach of environment protection legislation; or,
 - (iv) a serious complaint from landholders or the public.
- (c) For the purposes of this condition, harm to the environment is material if:
 - (i) it involves actual or potential harm to the health or safety of human beings or to ecosystems that is not trivial, or
 - (ii) it results in actual or potential loss or property damage of an amount, or amounts in aggregate, exceeding \$10,000, where loss includes the reasonable costs and expenses that would be incurred in taking all reasonable and practicable measures to prevent, mitigate or make good harm to the environment.

6. Additional Environmental Reports

Additional environmental reports may be required from time to time as directed in writing by the Director-General and must be lodged as instructed.

7. Rehabilitation

Any disturbance as a result of activities under this lease must be rehabilitated to the satisfaction of the Director-General.

8. Subsidence Management

- (a) The lease holder shall prepare a Subsidence Management Plan prior to commencing any underground mining operations which will potentially lead to subsidence of the land surface.
- (b) Underground mining operations which will potentially lead to subsidence include secondary extraction panels such as longwalls or miniwalls, associated first workings (gateroads, installation roads and associated main headings, etc), and pillar extractions, and are otherwise defined by the Applications for Subsidence Management Approvals guidelines (EDG17)
- (c) The lease holder must not commence or undertake underground mining operations that will potentially lead to subsidence other than in accordance with a Subsidence Management Plan approved by the Director-General, an approval under the *Coal Mine Health & Safety Act 2002*, or the document New Subsidence Management Plan Approval Process – Transitional Provisions (EDP09).
- (d) Subsidence Management Plans are to be prepared in accordance with the Guideline for Applications for Subsidence Management Approvals.
- (e) Subsidence Management Plans as approved shall form part of the Mining Operations Plan required under Condition 3 and will be subject to the Environmental Management Report process as set out under Condition 4. The SMP is also subject to the requirements for subsidence monitoring and reporting set out in the document New Approval Process for Management of Coal Mining Subsidence - Policy.

9. Working Requirement

The lease holder must:

- (a) ensure that at least **443** competent people are efficiently employed in relation to the mining process or mining operations on the lease area

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- (b) expend on operations carried out in the course of prospecting or mining the lease area, an amount of not less than **\$7,752,500** per annum whilst the lease is in force. The Minister may at any time or times, by instrument in writing served on the lease holder, increase or decrease the expenditure required or the number of people to be employed.

10. Blasting

(a) Ground Vibration

The lease holder must ensure that the ground vibration peak particle velocity generated by any blasting within the lease 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, unless determined otherwise by the Department of Environment, Climate Change and Water.

(b) Blast Overpressure

The lease holder must ensure that the blast overpressure noise level generated by any blasting within the lease 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, unless determined otherwise by the Department of Environment, Climate Change and Water.

11. Safety

Operations must be carried out in a manner that ensures the safety of persons or stock in the vicinity of the operations. All drill holes shafts and excavations must be appropriately protected, to the satisfaction of the Director-General, to ensure that access to them by persons and stock is restricted. Abandoned shafts and excavations opened up or used by the lease holder must be notified in writing to the Department and filled in or otherwise rendered safe to a standard acceptable to the Director-General.

12. Prevention of soil erosion and pollution

Prospecting operations must be carried out in a manner that does not cause or aggravate air pollution, water (including groundwater) pollution, soil contamination or erosion, unless otherwise authorised by a relevant approval, and in accordance with an accepted Mining Operations Plan.

13. Transmission lines, Communication lines and Pipelines

Operations must not interfere with or impair the stability or efficiency of any transmission line, communication line, pipeline or any other utility on the lease area without the prior written approval of the Director-General and subject to any conditions stipulated.

14. Roads and Tracks

- (a) The lease holder must pay to the relevant roads authority in control of the road or track the reasonable costs incurred by the roads authority in making good any damage to roads or tracks caused by operations carried out under this lease less any amount paid or payable from the Mine Subsidence Compensation Fund.
- (b) During wet weather the use of any road or track must be restricted so as to prevent damage to the road or track.
- (c) Existing access tracks should be used for all operations where reasonably practicable. New access tracks must be kept to a minimum and be positioned in order to minimise damage to the land, watercourses or vegetation.
- (d) Temporary access tracks must be rehabilitated and revegetated to the satisfaction of the Director-General as soon as reasonably practicable after they are no longer required under this lease.

15. Trees and Vegetation

- (a) The lease holder must not fell trees, strip bark or cut timber on any land subject of this lease without the consent of the landholder who is entitled to the use of the timber.
- (b) The lease holder must contact Forests NSW and obtain any required permit, licence or approval before taking timber from any Crown land within the lease area.

Note: Any clearing not authorised under the Act must comply with the requirements of the Native Vegetation Act 2003. Any clearing or taking of timber on Crown land is subject to the requirements of the Forestry Act 1916.

17. Resource Recovery

- (a) Notwithstanding any description of mining methods and their sequence or of proposed resource recovery contained within the Mining Operations Plan, if at any time the Director-General is of the opinion that minerals which the lease entitles the lease holder to mine and which are economically recoverable at the time are not being recovered from the lease area, or that any such minerals which are being recovered are not being recovered to the extent which should be economically possible or which for environmental reasons are necessary to be recovered, notice in writing to the lease holder may be given requiring the holder to recover such minerals.
- (b) The notice shall specify the minerals to be recovered and the extent to which they are to be recovered, or the objectives in regard to resource recovery, but shall not specify the processes the lease holder shall use to achieve the specified recovery.
- (c) The lease holder must, when requested by the Director-General, provide such information as the Director-General may specify about the recovery of the mineral resources of the lease area.

18. Indemnity

The lease holder must indemnify and keep indemnified the Crown from and against all actions, suits, 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 lease area or in connection with any of the operations notwithstanding that all other conditions of this lease 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.

19. Security

A security in the sum of **\$40,000,000** must be given and maintained with the Minister by the lease holder for the purpose of ensuring the fulfilment by the lease holder of obligations under this lease.

22. Prescribed Dam

- (a) Notwithstanding any Mining Operations Plan, the lease holder must not mine within any part of the lease area which is within the notification area of the **Upper Cordeaux No 2 Dam and Avon Dam** without the prior written approval of the Minister and subject to any conditions stipulated.
- (b) Where the lease holder desires to mine within the notification area he or she must:
 - (i) at least twelve (12) months before mining is to commence or such lesser time as the Minister may permit, notify the Minister of the desire to do so. A plan of the mining system to be implemented must accompany the notice; and
 - (ii) provide such information as the Minister may direct.
- (c) The Minister must not, except in the circumstances set out in sub-paragraph (ii), grant approval unless sub-paragraph (i) of this paragraph has been complied with. This sub-paragraph is complied with if:
 - (i) the Dams Safety Committee as constituted by Section 7 of *the Dams Safety Act 1978* and the owner of the dam have been notified in writing of the desire to mine referred to in paragraph (b).
 - (ii) the notifications referred to in clause (a) are accompanied by a description or plan of the area to be mined.
 - (iii) the Director-General has complied with any reasonable request made by the Dams Safety Committee or the owner of the dam for further information in connection with the mining proposal.
 - (iv) the Dams Safety Committee has made its recommendations concerning the mining proposal or has informed the Minister in writing that it does not propose to make any such recommendations; and
 - (v) where the Dams Safety Committee has made recommendations the approval is in terms that are:
 - in accordance with those recommendations; or

- where the Minister does not accept those recommendations or any of them - in accordance with a determination under subparagraph (ii) of this paragraph.

(vi) Where the Minister does not accept the recommendations of the Dams Safety Committee or where the Dams Safety Committee has failed to make any recommendations and has not informed the Minister in writing that it does not propose to make any recommendations, the approval shall be in terms that are, in relation to matters dealing with the safety of the dam:

- as determined by agreement between the Minister and the Minister administering the *Dams Safety Act 1978*; or
- in the event of failure to reach such agreement - as determined by the Premier.

(d) The Minister, on notice from the Dams Safety Committee, may at any time or times:

- (i) cancel any approval given where a notice pursuant to Section 18 of the *Dams Safety Act 1978* is given.
- (ii) suspend for a period of time, alter, omit from or add to any approval given or conditions imposed.

23. Suspension of Mining Operations

The holder of a mining lease may not suspend mining operations in the mining area other than in accordance with the consent of the Minister.

24. Cooperation Agreement

The lease holder must make every reasonable attempt, and be able to demonstrate their attempts, to enter into a cooperation agreement with the holder(s) of any overlapping title(s). The cooperation agreement should address but not be limited to issues such as:

- access arrangements
- operational interaction procedures
- dispute resolution
- information exchange
- well location

- timing of drilling
- potential resource extraction conflicts and
- rehabilitation issues.

25. Sydney Catchment Area

- (a) The lease holder must carry out mining operations in such a manner as to conform strictly to all the provisions of the Sydney Water Catchment Management Act 1998 and regulations made under this Act as replaced or amended from time to time applying to the protection of catchment areas within the Sydney drinking water inner catchment area (**Upper Nepean River Catchment Area and Metropolitan Special Area**).
- (b) The lease holder must have been granted a current consent by the Sydney Catchment Authority under the Sydney Water Catchment Management Regulation 2008 prior to entering or undertaking any mining operations in the **Upper Nepean River Catchment Area and Metropolitan Special Area**.
- (c) The lease holder must enter into and hold a current agreement or agreements with the Sydney Catchment Authority whilst undertaking mining operations within the **Upper Nepean River Catchment Area and Metropolitan Special Area** that addresses but is not limited to the following:
 - (i) Compensation
 - (ii) Land holder consent
 - (iii) Protection of SCA assets and infrastructure
 - (iv) Indemnity for loss and damage
 - (v) Protection of the surface of catchment area
 - (vi) Giving and maintaining of security

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Note: Exploration Reports (Geological and Geophysical)

The lease holder must lodge reports to the satisfaction of the Director-General in accordance with section 163C of the Mining Act 1992 and in accordance with clause 57 of the Mining Regulation 2010.

Reports must be prepared in accordance with Exploration Reporting: A guide for reporting on exploration and prospecting in New South Wales (Department of Industry and Investment, 2010).