

Your reference:
Our reference: NEG:MJB:280512

25 May 2009

The Board of Directors
Triton Gold Limited
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WEST PERTH WA 6005

Dear Sirs,

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SOLICITOR'S REPORT ON MINING TENEMENTS

1. Introduction

This solicitor's report on mining tenements ("**Report**") has been prepared by Frichot & Frichot (the "**Firm**") for inclusion in a prospectus produced in connection with the listing on the Australian Securities Exchange ("**ASX**") of Triton Gold Limited (ACN 126 042 215) ("**Company**") to be dated on or about 26 June 2009 ("**Prospectus**").

The Firm has been instructed by the Company to report on a number of mining tenements located in Western Australia which the Company has an interest in (collectively referred to in this Report as the "**Mining Tenements**").

In addition, the Company has contractual rights in relation to obtaining interests in mining tenements staked in East-Central Alaska ("**Alaska Mining Tenements**"), which grant the Company rights on the terms and conditions contained therein to obtain an interest in such mining tenements at some time in the future. The material contracts concerning those mining tenements are summarised later in this Prospectus and further details of the relevant mining tenements can be viewed on the Company's website.

A schedule (together with notes to the schedule) of the Mining Tenements is attached to and forms part of this Report ("**Schedule**"). Part I of the Schedule contains a complete list of the Mining Tenements including any endorsements, conditions, registrations and restrictions affecting the Mining Tenements. Part II of the Schedule contains a summary of the status of any native title claims existing over the Mining Tenements.

2. Executive Summary

As at the date of this Report:

- 2.1 based on the assumptions referred to in this Report, the Mining Tenements were valid so far as Native Title was concerned;
- 2.2 the Mining Tenements were otherwise validly granted and in good standing;
- 2.3 the contractual interests in the Mining Tenements in Alaska have been validly granted and are enforceable, the Mining Tenements in Alaska are in good standing and comply with the applicable laws relating thereto;
- 2.4 the Company is otherwise in compliance with its relevant and applicable statutory and other legal obligations; and
- 2.5 apart from the risks identified and referred to in this Report and the Prospectus generally, our enquiries have not identified any matter that gives rise to actual or potential liability to which the Company is or may be subject.

3. The Firm's Role

This Report summarises the Firm's legal due diligence findings with respect to the Mining Tenements ("**Mining Tenement Due Diligence**"). The function of the Mining Tenement Due Diligence is to confirm that the Company has:

- 3.1 good title to the Mining Tenements; and
- 3.2 complied with material applicable laws (with the exception of environment laws) relating to the Mining Tenements.

This Report also outlines the Due Diligence performed in relation to the Company's material contracts concerning the mining tenements in Alaska, and the relevant rights and regimes relating to such mining tenements in that jurisdiction.

The Mining Tenement Due Diligence is not concerned with business, geological, financial or taxation due diligence or an evaluation of business risks and taxation or financial issues.

Further, the Firm has reviewed all material agreements relating to the Mining Tenements and the Company ("**Material Contracts**") and summarised the terms of these agreements. The summaries of the Material Contracts can be located in section 9 of the Prospectus entitled Summary of Material Contracts.

4. Searches

For the purposes of completing its Mining Tenement Due Diligence, the Firm has conducted searches and made the following enquiries in relation to the Mining Tenements, namely:

4.1 AUSTRALIAN TENEMENTS:

4.1.1 Western Australian Department of Mines and Petroleum

The Firm has reviewed searches of those Mining Tenements in the register maintained by the Western Australian Department of Mines and Petroleum ("**DMP**") pursuant to the *Mining Act 1978 (WA)* ("**Mining Act**") on 4 May 2009.

4.1.2 Quick Appraisal Searches

The Firm conducted and reviewed TENGRAPH quick appraisal searches of the Mining Tenements obtained online from the DMP website on 5 May 2009.

4.1.2.1 National Native Title Tribunal

The Firm has obtained extracts of registered native title claims and native title determinations that apply to the Mining Tenements as determined by the National Native Title Tribunal ("**NNTT**") on 4 May 2009.

4.1.2.2 Aboriginal Heritage and Sacred Site Searches

The Firm has conducted searches of the online register of Aboriginal heritage and sacred sites maintained by the Western Australian Department of Indigenous Affairs ("**DIA**") to search for any DIA Surveys conducted and any Aboriginal sites established pursuant to the *Aboriginal Heritage Act 1972* located on the Mining Tenements on 4 May 2009.

4.2 ALASKAN MINING TENEMENTS:

Currently the Company's interest in the Alaska Mining Tenements is purely contractual pursuant to an agreement dated 13 June 2008 between Tushtena Resources Inc ("**Tushtena Inc**") and the Company through its wholly owned subsidiary Australian Mineral Fields (Alaska) Limited ("**Tushtena Property Option Agreement**"). See Section 9 of the Prospectus for the summary of the Tushtena Property Option Agreement.

Searches of the State of Alaska Land Administration System (online) maintained by the State of Alaska Department of Natural Resources identify the Alaskan mining tenements as active and registered with the State of Alaska Department of Natural Resources as of 8 May 2009. However, no comprehensive standing searches have been conducted by the Firm in relation to the mining tenements staked in Alaska.

A summary of the mining tenements and a general overview of the relevant law and applicable mining regime can be found below at clause 18 of this Report. Alaskan Lawyer Joan Travostino a partner of Law Firm K & L Gates (Anchorage), has assisted the Firm by providing information of a factual and advisory nature relating to the Alaskan mining tenements together with her opinion about the standing of the Alaskan mining tenements based upon such information. This has been incorporated into clause 18 of this Report.

The Company's rights in respect of the Mining Tenements depends on the enforceability of the relevant Material Contracts and the parties to such Material Contracts complying with and fulfilling the terms and conditions of the Material Contracts.

On the basis of the searches conducted and the Firm's review of the Material Contracts, and subject to the enforceability of the Material Contracts, the Firm considers that this Report provides an accurate statement as to the status of the Mining Tenements and the interests of the Company therein as at the date of this Report.

On the basis of the searches conducted and the Firm's review of the Material Contracts, and subject to the enforceability of the Material Contracts, the Firm considers that this Report provides an accurate statement as to the status of the Alaska Mining Tenements as of 8 May 2009 and the interests of the Company therein as at the date of this Report.

This Report does not incorporate any information made available after the dates specified in this Report or if no date is specified, after the date of this Report.

5. Opinion

As a result of the Mining Tenement Due Diligence, but subject to the assumptions and qualifications set out at clauses 6 and 7 respectively of this Report, the Firm is of the view that, as at the date of this Report:

- 5.1** The details of the Mining Tenements included in this Report are accurate as to the status of the Mining Tenements and the Company's interest in the Mining Tenements;
- 5.2** Under the terms and conditions of the relevant Material Contracts, the Company has the right to acquire an interest in the Mining Tenements on the terms and conditions specified in such Material Contracts, subject to the matters referred to in this Report and the Schedule;
- 5.3** The Mining Tenements are validly granted and in good standing, unless it is specified in the Schedule that:
 - 5.3.1** title to a Mining Tenement has not been granted or an application for extension of a term of a Mining Tenement is pending;

- 5.3.2 rents due under the Mining Act in respect of the Mining Tenements have not been paid; or
- 5.3.3 expenditure requirements under the Mining Act have not been met or exemptions not obtained. The Firm cannot comment on the likely success of any applications for expenditure exemptions that have been applied for but not granted as at the date of this Report;
- 5.4 Mining Tenements granted prior to 1 January 1994 were either valid when granted or if invalid (by reason of the *Racial Discrimination Act 1975* (Cth), which is unlikely) were validated by the *Titles Validation Act 1995* (WA) which was enacted pursuant to the *Native Title Act 1993* (Cth) as amended by the *Native Title Amendment Act 1998* (Cth) (which together are referred to as the "NTA");
- 5.5 Mining Tenements granted since 23 December 1996 are valid assuming the applicable processes prescribed by the NTA were complied with by the Western Australian State Government (the Firm as part of the Mining Tenement Due Diligence has not checked this);
- 5.6 The valid grant of any current applications for Mining Tenements which may affect native title will require compliance with the applicable processes of the NTA; and
- 5.7 This Report provides an accurate statement as to third party interests, including encumbrances, in relation to the Mining Tenements which are apparent from our searches and the material provided to us by the Company.

6. Assumptions

The Firm has made the following assumptions in conducting its Mining Tenement Due Diligence, namely:

- 6.1 the authenticity of all signatures, seals, duty stamps and other markings on documents made available to the Firm;
- 6.2 the due and proper execution of, and proper authority to execute, all documents;
- 6.3 all documents comprise the entire document and continue unamended (other than where noted) and in full force and effect;
- 6.4 the accuracy, completeness and conformity to originals of all documents made available to the Firm by the Company or by any of its agents, officers or representatives;
- 6.5 all facts stated in documents, responses to requests for further information and other material upon which the Firm has relied in producing this Report, are and continue to be correct and no relevant matter has been misstated or withheld from the Firm (whether deliberately or inadvertently);
- 6.6 the constitutional validity, legality and effective passing, introduction and implementation of all relevant legislation, regulations, codes, by-laws, orders in council and other relevant statutory instruments;
- 6.7 the accuracy and completeness of all the Mining Tenement searches and other information and responses which have been obtained from the relevant governmental or other regulatory departments or authorities or agents. The Firm cannot comment on any obligations of the Company that may arise from agreements that are not registered as a dealing, encumbrance or otherwise noted on the searches of the Mining Tenements obtained from the DMP;
- 6.8 that the details revealed by searches of public registers maintained by governmental or other regulatory departments or authorities have been properly and accurately recorded in those registers by those authorities or departments. It must be noted that many public and governmental registers do not have adequate recording procedures in place and delays occur between filing and notification on a publicly available register; and
- 6.9 that there were no other documents or materials other than those which were disclosed to the Firm and which the Firm was instructed to review by the Company relating to the matters which the Firm examined.

7. Qualifications

While the status of the Mining Tenements is dealt with in detail in the Schedule the Firm points out by way of summary that:

- 7.1 the holding of the Mining Tenements is subject to compliance with the terms and conditions of the Mining Act;
- 7.2 with respect to any application for the grant of a Mining Tenement, the Firm expresses no opinion as to whether such application will ultimately be granted and that reasonable conditions will be imposed upon grant, although the Firm has no reason to believe that any application will be refused or that unreasonable conditions will be imposed;
- 7.3 where compliance with the requirements necessary to maintain a Mining Tenement in good standing is not disclosed on the face of the searches referred to in this Report, the Firm expresses no opinion on such compliance;
- 7.4 reference in the Schedule to any area of land has been taken from details shown on searches obtained from the DMP. It is not possible to verify the accuracy of those areas without conducting a survey;
- 7.5 where Ministerial consent to any agreement or dealing is being sought or will be sought in the future, the Firm expresses no opinion as to whether such consent will be granted, or the consequences of consent being refused, although the Firm has no reason to believe that any application for consent will be refused;
- 7.6 in relation to each native title claim outlined in this Report, the Firm does not express an opinion on the merits of such a native title claim;

- 7.7 it is essential to recognise that the accuracy and utility of this Report depends substantially on the quality of the material provided to us from the Company as well as numerous outside sources. Only to a limited extent can information be verified by searches of public and statutory registers or other independent sources;
- 7.8 in providing this Report, the Firm only holds itself out as having legal skills and expertise with respect to laws of the Commonwealth of Australia and its States and Territories, and this Report is given on the basis that it will be construed in accordance with those laws. The Firm expresses no opinion about the laws of any other jurisdiction or any factual matters (except as expressly provided in this Report); and
- 7.9 the Firm was instructed on legal aspects only of the Mining Tenement Due Diligence. The Firm specifically disclaims any skills or expertise in any other capacity, whether financial, statistical, accounting, geological, operational or otherwise.

8. AUSTRALIAN MINING TENEMENTS:

The Company is involved in the following projects within Western Australia, namely, Sunday, Fraser Range North, Salmon Gums, Cundelee, Windarra, the Boats, Laverton Regional, Tyson, Woodline Well and Pool Well (collectively referred to in this Report as the "**Western Australian Projects**").

Numerous licence types can be applied for and granted in Western Australia pursuant to the Mining Act, namely, Prospecting Licences, Exploration Licences and Mining Leases, Retention Licences and General Purpose Leases.

The Mining Tenements comprised in the Western Australian Projects consist of Prospecting Licences, Exploration Licences, Mining Leases as well as applications for Exploration Licences pursuant to the Mining Act, and one State Agreement pursuant to the *Poseidon Nickel Agreement Act 1971 (WA)* ("**Poseidon Nickel Agreement**").

8.1 Prospecting Licence

Part IV Division 1 of the Mining Act deals with Prospecting Licences. A Prospecting Licence which was granted or applied for before 10 February 2006 remains in force for a period of four (4) years and then expires. Prospecting Licences applied for after 10 February 2006 will be granted for a period of four (4) years and may be extended at the discretion of the Minister of Industry and Resources ("**Minister**").

A Prospecting Licence may not exceed two hundred (200) hectares in area, the holder of a Prospecting Licence is entitled to prospect for minerals in the prescribed manner within the area of the licence with total extraction, excavation or removal of minerals being limited to five hundred (500) tonnes over the term of the licence unless application is made and subsequently granted by the Minister.

Sections 49(1) and 75(7) of the Mining Act confer on the holder of a Prospecting Licence which is in force, the right to apply for and, subject to the Mining Act, have granted, one or more Mining Leases over any part of the land the subject of that licence. Section 49(2) of the Mining Act provides that if an application for a Mining Lease is made, this application will have the effect of keeping the underlying Prospecting Licence alive beyond its expiry date until such time as the Mining Lease application has been determined. There is no limit on the number of Prospecting Licences a person may hold (section 40(3) of the Mining Act).

8.2 Exploration Licence

Part IV Division 2 of the Mining Act deals with Exploration Licences. An Exploration Licence which was granted or applied for before 10 February 2006 remains in force for a period of five (5) years and may, in prescribed circumstances, at the discretion of the Minister, be extended over the whole or part of the Exploration Licence by a further period or periods of one (1) or two (2) years upon application.

An Exploration Licence applied for after 10 February 2006 will, once granted, remain in force for a period of five (5) years and may, in prescribed circumstances, at the discretion of the Minister, be extended over whole or part of the Exploration Licence for a further period of five (5) years, followed by two (2) year periods.

In either case (pre or post 10 February 2006), the prescribed circumstances include where the Minister is satisfied that planned exploration could not be carried out due to delay in obtaining necessary approvals or due to the land being unworkable for at least a significant part of one (1) year of the term, or where the Minister is satisfied that work carried out justifies further exploration.

At the end of the third and fourth years of the term of an Exploration Licence which has been granted or applied for before 10 February 2006, the holder must relinquish an area which constitutes not less than half of the area of the licence as at each relinquishment date.

In respect of an Exploration Licence applied for after 10 February 2006, the holder must relinquish an area which constitutes not less than forty percent (40%) of the area of the licence at the end of five (5) years and the earlier relinquishments are not required.

No legal or equitable interest in or affecting an Exploration Licence can be transferred or otherwise dealt with during the first year of its term without the prior written consent of the Minister. No fee is payable for obtaining such a consent from the Minister. In determining a request for consent the Minister will consider whether the exploration program planned for the first twelve (12) months following grant of the licence and lodged by the tenement holder at the time of applying for the licence has been complied with.

Section 56C of the Mining Act requires that Exploration Licences be described by reference to graticular blocks, these graticular blocks range in area from approximately two point eight square kilometres (2.8 km²) to three point three square kilometres (3.3 km²) depending upon the location of the block within the State.

Sections 67(1) and 75(7) of the Mining Act confer on the holder of an Exploration Licence which is in force the right to apply for and, subject to the Mining Act, have granted one (1) or more Mining Leases over any part of the land the subject of that licence. Section 67(2) of the Mining Act provides that if an application for a Mining Lease is made this application

will have the effect of keeping the underlying Exploration Licence alive beyond its expiry date until such time as the Mining Lease application has been determined.

8.3 Mining Lease

Part IV Division 3 of the Mining Act deals with Mining Leases. Holders of both Prospecting Licences and Exploration Licences can apply to convert their licences into a Mining Lease over the land the subject of the licence.

Sections 85 of the Mining Act authorises the holder of a Mining Lease to mine for and dispose of any minerals on the land in respect of which the lease was granted. Further, a Mining Lease entitles the holder to do all acts and things necessary to effectively carry out mining operations. Importantly, the lessee owns all minerals mined (section 85(2)).

The rights conferred by a Mining Lease are exclusive, thus if a Mining Lease is granted over the land no other mining tenement may be granted (except a miscellaneous licence (Section 91(8))).

A Mining Lease can be held over a maximum area of ten square kilometres (10 km²) and will remain in force for a period of twenty one (21) years with the holder being entitled to renew the Mining Lease for successive periods of twenty one (21) years. The twenty one (21) year period commences from the date of notification by the Minister.

No legal or equitable interest in or affecting a Mining Lease can be transferred or otherwise dealt with, or sub-lease entered, without the prior consent of the Minister.

8.4 General Purpose Lease

Part IV Division 4 of the Mining Act deals with General Purpose Leases. A General Purpose Lease can be granted for one (1) or more purposes ancillary to mining purposes, such as for location of treatment plants, tailing dams or any other specified purpose directly connected with mining operations. A General Purpose Lease does not entitle the holder to carry out any exploration or mining.

A General Purpose Lease will either be granted for a term that coincides with the associated Mining Lease upon which mining operations are occurring, or a date that is twenty one (21) years from the date upon which the General Purpose Lease commenced, whichever is the later. Further, a General Purpose Lease may be renewed for a successive period of twenty one (21) years.

8.5 General Conditions

Mining Tenements of the nature as described above in paragraphs 8.1 to 8.5 are always granted subject to various general conditions prescribed by the Mining Act including but not limited to, the payment of rent, compliance with minimum expenditure requirements, meeting reporting requirements, environmental conditions, as well as any conditions that may be imposed by the Minister in respect of a particular mining tenement.

Further, the Mining Tenements are also subject to general conditions pursuant to statutory requirements of certain other Acts including the *Aboriginal Heritage Act 1972 (WA)* ("**Heritage Act WA**"), *Environmental Protection Act 1986 (WA)*, *Rights in Water and Irrigation Act 1914 (WA)* and *Conservation and Land Management Act 1984 (WA)*. The standard general conditions that apply to the Mining Tenements are not detailed in the Schedule.

If a tenement holder fails to comply with the annual minimum expenditure requirement it can apply to the DMP for an exemption from expenditure. If an exemption application is refused or if a tenement holder fails to comply with any other term or condition of grant of a tenement then it is open to the Minister to impose a fine or seek an order for forfeiture of the tenement.

In certain circumstances, a third party can object to an application for exemption from expenditure and/or institute plaintiff proceedings in the Warden's Court. Plaints or applications for forfeiture by a third party, if successful, can result in either the imposition of a fine or an order for forfeiture. An order for forfeiture will only be made by the Warden in circumstances where the Warden considers that the circumstances are sufficiently serious as to warrant forfeiture.

Further, a person who wishes to object to the granting of an application for a mining tenement is able to do so by lodging a notice of objection with the mining registrar. The Warden may then give any such person an opportunity to be heard when considering whether to grant the application.

The Company has advised that it has made applications for exemption from expenditure for the previous year in relation to the Salmon Gums project mining tenements.

The Company has advised that none of the Mining Tenements are currently the subject of an objection by a third party.

8.6 Specific Conditions

Specific conditions applicable to the Mining Tenements comprised in the Western Australian Projects are detailed in the Notes to Part I of the Schedule.

8.7 Encumbrances

Encumbrances applicable to the Mining Tenements comprised in the Western Australian Projects are detailed in the Notes to Part I of the Schedule.

8.8 Compliance

The Company's interest in, or rights in relation to, the granted Mining Tenements are subject to the holder continuing to comply with the respective terms and conditions of the relevant Mining Tenements and the provisions of the Mining Act, and any regulations made thereto.

The Firm has sought and received confirmation from the Company that except where indicated to the contrary in the Schedule the various conditions in respect of each granted Mining Tenement have been met in all material respects.

8.9 State Agreements

State Agreements are contracts made pursuant to *the Government Agreements Act 1979 (WA)* between the Government of Western Australia and proponents of major resources projects which are ratified by an Act of the Western Australian Parliament. They specify the rights, obligations, terms and conditions of a particular project and establish a framework for ongoing relations and cooperation between the State and the project proponent.

State Agreements have been used by Western Australian governments to foster major developments, including mineral, petroleum, wood processing and related downstream processing projects, together with associated infrastructure investments. Such projects require long term certainty, extensive or complex land tenure and are often located in relatively remote areas of the State requiring significant infrastructure development, thus a State Agreement provides certainty and clarity for both the State and the project proponent relating to a particular project.

The Windarra Nickel Project is a historical mine site previously operated by Western Mining Resources Ltd (now BHP Billiton) during 1973 – 1991. Approval for this nickel mining operation was first granted under the Poseidon Nickel Agreement. Mining Lease M261/SA which was created pursuant to the Poseidon Nickel Agreement is currently held by Poseidon Nickel Ltd.

The Poseidon Nickel Agreement regulates the rights, obligations, terms and conditions, restrictions and requirements for development of the project and any tenements created pursuant to it.

The Company has acquired the gold rights to numerous tenements held by Poseidon Nickel Ltd under the Gold Rights Transfer Agreement, including Mining Lease M261/SA. The summary of the Gold Rights Transfer Agreement is located in section 9 of the Prospectus.

9. Private Land and Access

Some of the Mining Tenements comprised in the Western Australian Projects encroach upon leasehold land or private land which is classified "private land" for the purposes of the Mining Act. These are noted in the Schedule.

Under the Mining Act, a granted tenement will not give access to an area of that tenement that is thirty metres (30m) from the natural surface of private land without the consent of the private land owner and occupier. Without the consent of the private land owner and occupier the tenement can still be granted, but access will be limited to the area that is below a depth of thirty metres (30m) from the natural surface of the land and the tenement register will be engrossed accordingly. The consent is commonly given under the terms of an access agreement whereby the tenement holder also agrees to pay compensation to the owner and occupier for any damage or disturbance caused to the surface of the land.

The Company has advised that except where indicated to the contrary in the Schedule it is not aware of any of the Mining Tenements comprised in the Western Australian Projects having access agreements over private land with private land owners.

10. Aboriginal Sites and Heritage

Commonwealth and State legislation provide protection for the preservation of places, areas and objects of significance to Aboriginal people in accordance with Aboriginal tradition.

In Western Australia, the Heritage Act WA applies and makes it an offence to, amongst other things, alter or damage an Aboriginal site or object on or under an Aboriginal site. An Aboriginal site is defined to include any sacred, ritual or ceremonial site which is of importance and special significance to persons of Aboriginal descent. There is no requirement or need for a site to be registered in any public manner or, indeed, be in any way acknowledged as an Aboriginal site for it to qualify as an Aboriginal site for the purpose of the Heritage Act WA.

The Aboriginal and Torres Strait Islander Heritage Act 1984 (Cth) ("**Commonwealth Heritage Act**") also applies and is aimed at the preservation and protection from desecration of significant Aboriginal areas and significant Aboriginal objects. An area or object is found to be desecrated if it is used or treated in a manner inconsistent with Aboriginal tradition.

To ensure that it does not contravene the Heritage Act WA or Commonwealth Heritage Act whilst carrying out its operations the Company needs to conduct Heritage Surveys to determine if any Aboriginal sites exist within the area of a particular tenement. If so, the Company needs to ensure that any interference with such Aboriginal sites is in strict conformity with the provisions of the Heritage Act WA or Commonwealth Heritage Act.

The DIA searches have revealed that several Aboriginal sites are located within the boundaries of numerous individual Mining Tenements comprised in the Western Australian Projects.

The Company has advised that except where indicated to the contrary in the Schedule it is not aware of any of the Mining Tenements comprised in the Western Australian Projects being affected by registered Aboriginal sites and heritage.

11. State Register of Heritage Places

The Heritage Council of Western Australia maintains a State Register of Heritage Places. Sites listed on the State Register of Heritage Places are considered to be places of cultural heritage significance. Any proposals for the development of such a place will be referred to the Heritage Council of Western Australia for advice.

The Company has advised that except where indicated to the contrary in the Schedule it is not aware of any of the Mining Tenements comprised in the Western Australian Projects being on sites listed on the State Register of Heritage Places.

12. Restrictions on Grant of Mining Tenements in National Parks and Nature Reserves

The Western Australian State Government has a policy that prohibits mineral and petroleum exploration and mining in all national parks and nature reserves. The Government has authorised the progression and grant of any applications which were made prior to

10 February 2001 (being the date the current Western Australian State Government was elected into office) but these are subject to careful assessment and, if granted, are usually subject to stringent conditions. Mining tenement applications made after 10 February 2001 which lie entirely within a national park or nature reserve will be refused, and those which are only partially within a national park or nature reserve will have the area of the national park or nature reserve excised.

The Company has advised that except where indicated to the contrary in the Schedule it is not aware of any of the Mining Tenements comprised in the Western Australian Projects being situated entirely or partially within a national park or nature reserve.

13. Restrictions on Grant of Mining Tenements in Other Environmentally Sensitive Areas

Restrictions can apply over mining tenements that are granted over other types of environmentally sensitive areas such as Australia Nature Conservation Agency wetlands of national significance, Conservation Park and Conservation Flora and Fauna reserve land. The terms of grant of mining tenements over these types of land will contain stringent conditions relating to ground disturbing activities and access to and from the area. The conditions involve obtaining the written consent of the relevant Government department/officer prior to the commencement of any exploration in the designated area(s). In order to obtain such written permission, detailed written exploration programmes must be submitted to the relevant Government department/officer which must include details of proposed rehabilitation after exploration. Permission from the relevant Government department/officer may commonly include additional conditions to prevent damage to the environmentally sensitive areas. In all such cases there is a requirement to provide brief reports at mutually agreed intervals (of not greater than twelve (12) months) to the relevant Government department/officer detailing the progress of the exploration and rehabilitation programmes.

The Company has advised that except where indicated to the contrary in the Schedule it is not aware of any of the Mining Tenements comprised in the Western Australian Projects being situated entirely or partially over other types of environmentally sensitive areas such as Australia Nature Conservation Agency wetlands of national significance, Conservation Park and Conservation Flora and Fauna reserve land.

14. Native Title - Legislation

The Racial Discrimination Act 1975 (Cth) ("**RDA**") made racial discrimination in Australia unlawful. The RDA is binding on the State of Western Australia.

On 3 June 1992 the High Court of Australia held in *Mabo v Queensland (no.2)* (1992) 175 CLR 1 ("**Mabo**") that the common law of Australia recognises a form of native title. In order to uphold a native title claim the person making the claim must show that they have maintained a continuous connection with the land in accordance with traditional laws and customs.

A native title claim will not be recognised if the native title has been extinguished, which can occur either by voluntary surrender to the Crown, death of the last survivor of a community entitled to native title, abandonment of the land in question by that community or the granting of an "inconsistent interest" in the land by the Crown. Examples of an inconsistent interest would be the granting of a freehold or some types of leasehold interest in the land. The grant of a lesser form of interest in the land will not extinguish native title unless it is wholly inconsistent with native title. Native title rights will co-exist with such interest to the extent that they are not inconsistent with that interest. The principles concerning extinguishment have been developed in subsequent High Court and Federal Court decisions such as *Western Australia v Ward* (2002) 191 ALR 1 at 19 ("**Ward**").

The majority of the High Court in *Ward* concluded, amongst other things, that native title has been wholly extinguished in respect of the land the subject of freehold, public works or other previous "exclusive possession" acts, and in respect of minerals and petroleum which are vested in the Crown, as well as various other grants and vestings, and native title has been partially extinguished as a result of the grant of "non-exclusive possession" pastoral leases and Mining Leases, and also as a result of the creation of certain reserves.

Consequently, the grant of a mining tenement only partially extinguishes native title rights and interests. Under section 44H of the NTA and at common law, the rights held under mining tenements will prevail over any inconsistent native title rights. In the case of Exploration Licences, recent court decisions have held that there is considerable scope for the co-existence of native title rights and the Exploration Licence holder's rights.

In response to the *Mabo* decision the Commonwealth Parliament enacted the NTA. Amongst other things, the NTA regulates the recognition and protection of native title, confirms the validity of titles granted by the Federal Government prior to the commencement of the NTA on 1 January 1994, specifies the procedures to be complied with for certain future acts which affect native title and specifies the procedures pursuant to which Aboriginal people can claim native title and by which people determined to hold native title can claim compensation.

The NTA was extensively amended in 1998. These amendments include the validation of any titles that may have been invalidly granted over pastoral leases and certain other leasehold interests during the period 1 January 1994 to 23 December 1996. Other significant amendments include a revised threshold test for the acceptance of native title claims, confirmation of extinguishment of native title by the grant of "exclusive possession" pastoral leases and certain other leasehold interests, and provisions intended to deal with overlapping claims.

The Western Australian Parliament has enacted the *Titles (Validation) and Native Title (Effect of Past Acts) Act 1995* which adopts the NTA in Western Australia.

The Firm has not researched the historic underlying land tenure in respect of the Mining Tenements in order to determine the extent of extinguishment (if any) for the purposes of this Report.

15. Native Title - Claims

A person or persons claiming to hold native title may lodge an application for determination of native title (being a native title claim) with the Federal Court. Applications which are lodged with the Federal Court will be referred to the NNTT for the purposes of registration of the claim.

If the Native Title Registrar is satisfied that a claim meets the registration requirements set out in the NTA ("**Registration Test**") it will be entered on the Register of Native Title Claims maintained by the NNTT ("**Register**"). Claimants that have registered claims are afforded certain procedural rights under the NTA including the "right to negotiate" which is discussed further at 16.2 below.

Claims which fail to meet the Registration Test are recorded in the Schedule of the Applications Received maintained by the NNTT. These claims may be entered on the Register at a later date if additional information is provided by the claimant that satisfies the Registration Test. Claims which are deregistered will lose the right to negotiate from the date of deregistration but will still remain on foot in the Federal Court until such time as they are determined by the Court.

The Firm has not undertaken searches to determine whether any unregistered claims affect the Mining Tenements.

Some of the Mining Tenements relate to land which is currently the subject of one or more registered native title claims. These claims are identified in Part II of the Schedule.

The Firm has not undertaken the considerable historical, anthropological and ethnographic work that would be required to determine the likelihood that existing claims may be successful, or the possibility of any further native title claims being made in the future.

In any event, the existence of native title is not the main issue for the Company. The main issue is the existence of a registered native title claim. That effectively requires the Company to observe the provisions of the NTA in proceeding with its applications for mining tenements. The reason for this is that an act which affects native title rights such as the grant of a mining tenement may be invalid unless there has been compliance with the NTA. Until the native title claim has been determined by the Federal Court the existence of native title will be uncertain. A cautious approach would be to assume that native title exists over all claimed land other than freehold, "exclusive possession" leasehold or vested reserve until the claim has been determined.

16. Native Title – Validity of Titles

16.1 Granted Tenements

The grant of a mining tenement is an act that is capable of affecting, and which may affect, native title. The future act processes of the NTA provide a mechanism for achieving the valid grant of a mining tenement in terms of native title. The validity of a mining tenement granted in Western Australia is dependent upon the date of its grant.

16.1.1 Mining Tenements Granted Before 1 January 1994

Mining tenements granted prior to 1 January 1994 are either valid as at the date of grant or they were subsequently validated by the combined operation of the NTA and the *Titles (Validation) and Native Title (Effect of Past Acts) Act 1995* to the extent that the grant may have been invalid as a result of the existence of native title.

The following Mining Tenements in relation to the Western Australian Projects were granted before 1 January 1994:

Tenement	Holder
M 37/389	Glenn William Baker; and Hannans Reward Ltd
AM 70/261	Poseidon Nickel Ltd

16.1.2 Mining Tenements Granted Between 1 January 1994 and 23 December 1996

Tenements granted between 1 January 1994 and 23 December 1996 (being the date that the High Court handed down its decision in *Wik Peoples v Queensland* (1996) 141 ALR 129 at 232) will either be valid as at the date of grant, or invalid because they fail to comply with certain provisions of the NTA or for any other reason because of native title. The combined operation of the NTA and the *Titles (Validation) and Native Title (Effect of Past Acts) Amendment Act 1999* will have validated such invalid acts, if certain statutory criteria were met.

None of the Mining Tenements were granted between 1 January 1994 and 23 December 1996.

16.1.3 Mining Tenements Granted Since 23 December 1996

Mining tenements granted since 23 December 1996 may be invalid if they were granted over land other than freehold, "exclusive possession" leasehold or vested reserve and the applicable processes prescribed by the NTA were not complied with. The Firm understands that it has been the practice of the Western Australian Government since 23 December 1996 to comply with these processes subject to certain cases between July 2000 and February 2001 where the Minister granted mining tenements over enclosed or improved pastoral leasehold land relying on the decision in *Ward* (this point has since been overruled by the High Court).

In summary, on the basis that the procedural requirements of the NTA were complied with prior to their grant, each of the Mining Tenements granted during this time are valid so far as native title is concerned.

The following Mining Tenements in relation to the Western Australian Projects were granted since 23 December 1996 but were not granted between July 2000 and February 2001:

Tenement	Holder
P37/7145, P37/7146, P37/7147, P37/7148, P37/7149, P37/7150, P37/7151, P37/7152, P37/7153, P37/7154, P37/7155, P37/7158, P37/7159, P37/7160, P37/7161, P37/7162	Glenn William Baker; and Hannans Reward Ltd
P37/7163, P37/7164, P37/7166, P37/7167	Glenn William Baker Robert Anthony Majstrovich Hannans Reward Ltd Neelesh Bhasin

E63/1092, E63/1093, E63/1094, E63/1095, E63/1096	Australian Mineral Fields (Project A) Pty Ltd; and Teck Cominco Australia Pty Ltd
E28/1663, E28/1664, E28/1665	Australian Mineral Fields (Project A) Pty Ltd
E28/1604	Teck Cominco Australia Pty Ltd
E38/1587, E38/1450, E39/930, E38/1752, P38/3272, P38/3273/ P38/3274, E38/1622, E38/2060, M38/1243, M38/1244, M38/1245, P39/4493, P39/4494, P39/4495	Poseidon Nickel Ltd

None of the Mining Tenements in relation to the Western Australian Projects were granted between July 2000 and February 2001.

16.2 Future Mining Tenement Grants

The valid grant of any current application for a mining tenement that may affect native title requires full compliance with the provisions of the NTA. The primary procedure prescribed under the NTA is the "right to negotiate" process.

The right to negotiate process involves the publishing or advertising of a notice of the proposed grant of a tenement followed by a six (6) month period of negotiation between the State Government, the tenement applicant and the relevant registered native title claimant. If an agreement is not reached enabling the grant to transpire, the matter may be referred to NNTT for arbitration. The NNTT then has a further six (6) months to reach a decision. The decision of the NNTT may be reviewed by the relevant Federal Minister.

The right to negotiate process is not required to be followed in respect of a proposed future act in instances where the expedited procedure applies. Under the NTA, a future act is an act attracting the expedited procedure if:

- 16.2.1** the act is not to interfere directly with the carrying on of the community or social activities of the person(s) who are the holders of native title in relation to the land;
- 16.2.2** the act is not likely to interfere with areas or sites of particular significance, in accordance with the traditions of the people who are the holders of the native title in relation to the land; and
- 16.2.3** the act is not likely to involve major disturbance to any land or waters concerned or create rights whose exercise is likely to involve major disturbance to any land.

When the proposed future act is considered to be one that attracts the expedited procedure, persons have until three (3) months after the notification date to take steps to become a native title party in relation to the relevant act (i.e. the proposed granting of a Prospecting Licence or Exploration Licence). The future act may be done unless, within four (4) months after the notification day, a native title party lodges an objection with the NNTT against the inclusion of a statement that the proposed future act is an act attracting the expedited procedure.

If there are no native title parties or no objections lodged within the four (4) month period, the act may be done. If one or more native title parties object to the statement, the NNTT must determine whether the act is an act attracting the expedited procedure. If the NNTT determines that it is, the State may do the future act (i.e. grant the Prospecting Licence or Exploration Licence).

The right to negotiate process does not have to be pursued in cases where an indigenous land use agreement ("ILUA") is negotiated with the relevant Aboriginal people and registered with the NNTT. In such cases, the procedure prescribed by the ILUA must be followed to obtain the valid grant of the mining tenement. These procedures will vary depending upon the terms of the relevant ILUA. Similarly, if any other type of agreement is reached between a mining company or other proponent and a native title group which allows the grant of future tenements, the right to negotiate process will not have to be followed with the native title group but the parties will be required to enter into a State Deed pursuant to the NTA which refers to the existence of that other ancillary agreement and confirms that the tenement can be granted. A State Deed is a standard form document and is available from the Department.

The Department has released a policy to facilitate the grant of Exploration Licence applications outside the right to negotiate procedure. The Department has indicated its intention to grant Exploration Licences where the applicant is willing to enter into a standard aboriginal heritage protection agreement ("AHPA"). AHPAs have been negotiated between the State, mining and exploration representative bodies, and Aboriginal representative bodies. The policy seems to be effective in achieving the grant of Exploration Licences.

The Company has advised the Firm that it has not negotiated any ILUA and except where indicated to the contrary in the Schedule it is not aware of any of the Mining Tenements comprised in the Western Australian Projects being subject to any ILUA.

The Company has advised the Firm of the following AHPA:

16.2.4 Fraser Range North Project

Ngadju People and Narnoobinya Family Group (executed by the Company through its wholly owned subsidiary Australian Mineral Fields (Project A) Pty Ltd on 15 November 2006 and by the Ngadju People on 5 June 2007 and by the Narnoobinya Family Group);

16.2.5 Cundeelee Project

Central East Goldfields People (executed by Teck Cominco Australia Pty Ltd on 30 May 2007 (however this land is also subject to interests from the Spinifex People));

16.2.6 Salmon Gums Project

Esperance Nyungars and Ngadju People (executed by the Company through its wholly owned subsidiary Australian Mineral Fields (Project A) Pty Ltd on 16 March 2007 and by the Ngadju People and by the Esperance Nyungars on 21 June 2007); and

16.2.7 Sunday Project

Two agreements with the Ngadju People (one executed by Hannans Reward Ltd and Glenn Baker on dates unknown, and the second executed by them as well as Robert Antony Majstrovich and Neelesh Bhasin).

The following Mining Tenements in relation to the Western Australian Projects are current applications:

Tenement	Holder
E39/1325, E39/1326	Tyson Resources Pty Ltd

16.3 Renewals

As with the grant of mining tenements, renewals of mining tenements granted prior to 1 January 1994, to the extent the renewals were invalid due to native title, have been validated by legislation. Renewals granted between 1 January 1994 and 23 December 1996 have been similarly validated provided certain statutory criteria have been met.

Renewals made after 23 December 1996 of tenements validly granted before that date will not be subject to the right to negotiate process provided:

- 16.3.1 the area to which the earlier right is made is not extended;
- 16.3.2 the term of the new right is not longer than the term of the earlier right; and
- 16.3.3 the rights to be created are not greater than the rights conferred by the earlier grant.

It is assumed that the right to negotiate applies to second and subsequent renewals but this matter is yet to be determined by the courts. Other than as stated above, renewals of mining tenements are subject to the same right to negotiate process as is described above.

17. Native Title – Risk Factors

The existence of native title and/or native title claims in relation to the land the subject of the Mining Tenements may have an adverse impact on the activities of the Company and its ability to fund those activities. It is impossible at this stage to quantify the impact that these matters may have, but the main risks include:

- 17.1 delays in obtaining the grant of renewals or conversions of the Mining Tenements, or further applications, as a result of the right to negotiate process as this process can take as long as two (2) years. Further, if the parties to the right to negotiate process cannot reach agreement then the matter may be referred to the NNTT for arbitration. The NNTT may determine that the application cannot be granted or only granted on conditions unacceptable to the Company;
- 17.2 compensation may be payable by the Company as a result of agreements made pursuant to the right to negotiate or alternative process or as a result of a compensation order made by the Federal Court in the event native title has been determined to exist. The amount of such compensation is not quantifiable at this stage;
- 17.3 if native title is found to exist the nature of the native title may be such that consent to mining is required from the native title holders which is withheld or only granted on conditions unacceptable to the Company; and
- 17.4 the risk that Aboriginal sites and objects exist on the land the subject of the Mining Tenements, the existence of which may preclude or limit mining activities in certain areas of the Mining Tenements. Further, the disturbance of such sites and objects is likely to be an offence under the applicable legislation, exposing the Company to fines and other penalties.

18. ALASKAN MINING TENEMENTS:

The Company through its wholly-owned subsidiary Australia Mineral Fields (Alaska) Limited is a party to the Tushtena Property Option Agreement which involves the staking of areas for the purpose of exploration in Alaska. Australian Mineral Fields (Alaska) Limited recently submitted to the State of Alaska an amendment to its Articles of Incorporation to change its name to Triton Gold (Alaska) Ltd.

As noted in section 9 of the Prospectus, the Tushtena Property Option Agreement grants the Company an option to acquire up to an eighty five percent (85%) interest in certain mineral exploration properties known as the Tushtena Property in East-Central Alaska.

The following is a list of the Alaska Mining Tenements the Company may acquire an interest in:

Tenement (ADL number)	Holder
612877, 612871, 612872, 612875, 612876, 612869, 612870, 612873, 612874, 612878, 612883, 612879, 612880, 612884, 612885, 612881, 612882, 612886, 612887, 612891, 612892, 612894, 612895, 612889, 612890, 612893, 612888, 612896, 612899, 612897, 612898, 612900, 612901, 612862, 612863, 612865, 612866, 612864, 612867, 612868	Tushtena Resources Inc

In Alaska, approximately ninety two percent (92%) of the ninety one (91) million acres of land belonging to the State is open to mineral entry and the acquiring of mineral rights by staking mining locations. Alaska mining laws provide for non-exclusive access to State-owned lands for prospecting, an exclusive right to develop a discovery, and security of tenure. A mining location may be staked for any locatable mineral, including all metallic and most non-metallic industrial minerals.

There are three (3) general classes of mining locations under Alaska mining laws, namely mining claims, leasehold locations, and prospecting sites. The majority of mining locations in the State of Alaska are mining claims. The Company has under the Tushtena Property Option Agreement an option to acquire mining claims. Once a discovery is made, ie locatable minerals have been found and the evidence is of such a character that an ordinarily prudent person would be justified in expending further time, labor and money upon the property with a reasonable expectation of developing a paying mine, a locator may stake a valid mining claim. A mining claim gives an owner an immediate property right to mine a mineral deposit, subject to obtaining the appropriate environmental protection permits from local, state and federal governments.

Mining claims on land belonging to the State of Alaska and open to mineral entry may be staked in one of two ways:

- 18.1** for a meridian, township, range, section, and claim system location claim ("**MTRSC Claim**"), the locator locates a claim based on the ground location of a complete quarter section or quarter-quarter section of a township on a rectangular survey system approved by the commissioner of the Alaska Department of Natural Resources; or
- 18.2** for a traditional claim, the locator must stake a ground location in which the inferred lines between the four posted corners of the claim run in the cardinal directions, and the distance between any two adjacent posts may not exceed one thousand three hundred and twenty (1,320) feet.

The State of Alaska has adopted through regulation, financial incentives to encourage locators to use the MTRSC claim location system because it is easier to administer and reduces disputes between locators as to what land is open to mining. The mining claims on which the Company has an option to acquire are MTRSC claims. Within forty five (45) days after staking and posting a location, the locator must record a certificate of location in the recording district where the claim is located. Discovery, physical staking and posting, and recording are the three (3) steps for a valid mining claim.

Once a locator has a valid mining claim, the locator has additional performance and payment obligations to maintain the mining claims in good standing. Mining claim holders must perform annual labor on the holder's claims, and must make annual rental payments for each claim.

The annual labor year runs from noon on September 1 through noon on September 1 of the following year and the term "labor" includes geological, geochemical, geophysical, and airborne surveys conducted by qualified experts and verified by a detailed report filed in the recording district office in which the claim, leasehold location, or mining lease is located.

Annual labor must be performed or improvements made on or for the benefit or development of each mining claim on state land, except that where adjacent claims are held in common, the expenditure may be made on any one claim may satisfy the annual labor requirements for the claims held in common, provided that the total amount of labor is enough for the obligations for all adjacent claims. Labor performed must satisfy the current annual rates. The labor rates are:

- 18.3** One hundred United States Dollars (US\$100) for a quarter-quarter section MTRSC claim;
- 18.4** Four hundred United States Dollars (US\$400) for a quarter section MTRSC claim; and
- 18.5** One hundred United States Dollars (US\$100) for each partial or whole forty (40) acres of each mining claim not established using the MTRSC system.

If excess work is performed in any one (1) year, the excess value may be applied against labor required to be done during the subsequent year or years, for as many as four (4) years. In lieu of performing the annual labor, the holder of a claim, may make a cash payment to the state equal to the value of the labor required by Alaska Statutes 38.05.210(a). Within ninety (90) days after the close of the labor year, the owner of the claim, or some other person having knowledge of the facts, must record a signed statement in the relevant recording district, setting forth the labor performed during the previous year, any labor in excess of that required for the preceding year, and any payment of cash in lieu of annual labor. The State of Alaska Land Administration System (online) maintained by the State of Alaska Department of Natural Resources shows that all Alaska Mining Tenements had timely recorded annual labor affidavits for the year ending 1 September 2008.

The annual rental for a mining claim, payable to the State of Alaska, is based on the number of years since the claim was first located. The current rental rates are:

Number of Years Since First Located	Rental Amount per Quarter Section MTRSC Location	Rental Amount per Quarter-Quarter Section MTRSC Location	Rental Amount per Traditional Mining Claim or Leasehold Location
0-5	\$100	\$25	\$25
6-10	\$220	\$55	\$55
11 or more	\$520	\$130	\$130

Annual rental payments are billed to the locator of record, are due on September 1 of each year, and must be paid on or before November 30 of each year. If the locator fails to make timely payment, the claims are deemed abandoned and the locator of the abandoned location or a successor in interest may not relocate the location until one (1) year after the abandonment. The State of Alaska Land Administration System (online) maintained by the Stet of Alaska Department of Natural Resources shows that all the Alaska Mining Tenements had timely paid annual rental payments for the year beginning 1 September 2008.

In 1989, the Alaska Legislature enacted a production royalty law which requires the holder of a mining claim to pay a royalty on all revenues received from minerals produced on state land. The production royalty is three percent (3%) of net income and is subject to an exploration incentive credit. Regulations implement the production royalty requirements and provide for combined reporting and paying of production royalties for mining operations that include more than one mining claim.

The failure by a locator to properly record a certificate of location or a statement of annual labor, pay any required annual rental due, or pay any required production royalty as required constitutes abandonment of all rights acquired under the mining claim involved,

and the claim is subject to relocation by others unless the abandonment is cured under the relevant statutory procedure. The locator or claimant of an abandoned location or a successor in interest may not relocate the claim until one year after abandonment.

Various permits are required before the holder of mining claims may conduct mineral exploration, development activities, or mining operations on state lands. If the holder wishes to use the state's surface estate for a millsite, tailings disposal, or another use necessary for mining development, the holder must apply for a millsite permit. If the mineral exploration or development activities would require a land use permit, the holder must either acquire the land use permit or file a plan of operations for approval. Additionally, a miner may not engage in mining operations until the commissioner of the Department of Natural Resources has approved a reclamation plan for the mining operation and the miner has posted a reclamation bond. Other required permits may include, but are not limited to, Waste Management permits and bonding, Sewage Treatment System approval, Air Quality permits (state and federal), Fish Habitat and Fishway permits, Water Rights, Right of Way/Access permits, Dam Safety certification, Cultural Resource Protection, Monitoring Plans for surface, groundwater, and wildlife, US EPA Section 402 NPDES Water Discharge permits, US EPA Safe Drinking Water Act UIC permit, US ACOE Section 404 Dredge and Fill permit, US ACOE Section 10 Rivers and Harbors Act permit, US ACOE Section 106 Historical and Cultural Resources Protection, NMFS Threatened and Endangered Species Act consultation, NMFS Essential Fish Habitat, NMFS and USFWS Fish and Wildlife Coordination Act, USFWS Threatened and Endangered Species Act consultation, USFWS Bald Eagle Protection Act clearance, USFWS Migratory Bird protection, and state certification of NPDES and ACOE permits. An environmental impact statement will be required before development, and the miner must comply with the requirements of the National Environmental Policy Act.

There can be no assurance that all permits or property rights required for the construction of mining facilities and the conduct of mining operations will be obtainable on reasonable terms, or that the issuance of such permits will not be challenged by third parties. The Company may be adversely impacted by a failure to obtain, or delays in obtaining, the necessary permits, challenges to the issuance of the permits, or a failure to comply with the terms of the permits or property rights that the Company obtains. Failure to comply with applicable laws and regulations may result in civil or criminal fines or penalties, or agency enforcement actions. These enforcement actions could result in the enjoining or curtailing of operations or a requirement of corrective measures, which could result in the Company incurring significant expenditures. Future laws or permitting requirements are unpredictable, and may be more stringent than the current legal and regulatory regime, and therefore may result in additional expenditures, increased delays in development of the property, or restrictions of the Company's operations.

There are two aspects to title validity in Alaska, these being "good standing" and "title". Upon review of the information reported by the State of Alaska Division of Mining, the Alaska Mining Tenements appear to be in good standing and as at the date of the Report there appears to be no standing restrictions on the Company's ability to acquire its interest in the Alaska Mining Tenements. However, the Firm cannot comment on issues relating to title of the Alaska Mining Tenements due to there being two sources of challenge to the validity of a claim in the mining claim location system in Alaska, being, the State of Alaska and third parties. The State can challenge a claim or void a claim based on its review of compliance with State of Alaska statutes and regulations and a third party can challenge a claim based on their view of whether the owner has complied with State of Alaska law and regulation, and whether something has occurred between private parties regarding ownership of a claim. These issues can arise or be discovered at any time during the life of a tenement and can retrospectively affect the validity of ownership. Therefore, the Firm has been unable to ascertain if any lien or other event is currently affecting the validity of title to the Alaska Mining Tenements, which if present may have the affect of restricting the Company's ability to acquire its interest in the Alaska Mining Tenements in the future.

19. Consent:

This Report is given solely for the benefit of the Company and the directors of the Company in connection with the issue of the Prospectus and is not to be relied upon or disclosed to any other person or used for any other purpose or quoted or referred to in any public document or filed with any government body/department or other person without the prior written consent of the Firm.

Yours sincerely,
FRICHOT & FRICHOT



SCHEDULE - PART I – MINING TENEMENTS

Tenement Number and Type	Holder/Applicant	Shares Held	Grant Date / Application lodgement Date	Expiry Date	Area	Annual Rent (Next Rental Year)	Minimum Annual Expenditure	Relationships	Encumbrances/ Dealings	Native Title Claims	Notes
WESTERN AUSTRALIAN PROJECTS											
Sunday											
M 37/389	Baker Hannans	10/ 96 86/ 96	12/02/1993	21/02/2014	24.65000 HA	\$374.00	\$10,000.00	P37/4447 – Converted P37/4447 - s49	Bond PE9327 (\$25,000.00)	-	4, 9, 10, 11, 12, 13, 14, 19, 20, 107, 122, 123, 124, 125, 126, 127, 128
P 37/7145	Baker Hannans	10/ 100 90/ 100	22/07/2008	21/07/2012	112.00000 HA	\$246.40	\$4,480.00	-	Nil	-	7, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 108
P 37/7146	Baker Hannans	10/ 100 90/ 100	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 107
P 37/7147	Baker Hannans	10/ 100 90/ 100	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 107
P 37/7148	Baker Hannans	10/ 100 90/ 100	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 107
P 37/7149	Baker Hannans	10/ 100 90/ 100	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 107
P 37/7150	Baker Hannans	10/ 100 90/ 100	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 107
P 37/7151	Baker Hannans	10/ 100 90/ 100	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 7, 9, 10, 11, 12, 13, 14, 15, 16, 17, 107
P 37/7152	Baker Hannans	10/ 100 90/ 100	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 107, 109, 110, 130
P 37/7153	Baker Hannans	10/ 96 86/ 96	22/07/2008	21/07/2012	200.00000 HA	\$440.00	\$8,000.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 107, 110, 128,
P 37/7154	Baker Hannans	10/ 96 86/ 96	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 110
P 37/7155	Baker Hannans	10/ 96 86/ 96	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 110

Tenement Number and Type	Holder/Applicant	Shares Held	Grant Date / Application lodgement Date	Expiry Date	Area Size	Annual Rent (Next Rental Year)	Minimum Annual Expenditure	Relationships	Encumbrances/ Dealings	Native Title Claims	Notes
P 37/7158	Baker Hannans	10/ 96 86/ 96	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 107, 110, 4
P 37/7159	Baker Hannans	10/ 96 86/ 96	22/07/2008	21/07/2012	97.00000 HA	\$213.40	\$3,880.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 107, 128, 4
P 37/7160	Baker Hannans	10/ 96 86/ 96	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 107, 4
P 37/7161	Baker Hannans	10/ 96 86/ 96	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 7, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 39, 107, 111, 112, 113, 114, 115, 116, 117, 118, 119, 4
P 37/7162	Baker Hannans	10/ 96 86/ 96	22/07/2008	21/07/2012	120.00000 HA	\$264.00	\$4,480.00	-	Nil	-	4, 7, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 39, 107, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 4
P 37/7163	Baker Majstrovich Hannans Bhasin	5/ 100 2/ 100 90/ 100 3/ 100	24/06/2008	23/06/2012	121.00000 HA	\$266.20	\$4,840.00	-	Nil	-	4, 7, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 39, 107, 108, 111, 112, 113, 114, 115, 116, 117, 118, 119, 121, 4, 167
P 37/7164	Baker Majstrovich Hannans Bhasin	5/ 100 2/ 100 90/ 100 3/ 100	24/06/2008	23/06/2012	122.00000 HA	\$268.40	\$4,880.00	-	Nil	-	4, 7, 9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 39, 107, 108, 121, 4, 167
P 37/7166	Baker Majstrovich Hannans Bhasin	5/ 100 2/ 100 90/ 100 3/ 100	22/07/2008	21/07/2012	109.00000 HA	\$239.80	\$4,360.00	-	Nil	-	9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 108
P 37/7167	Baker Majstrovich Hannans Bhasin	5/ 100 2/ 100 90/ 100 3/ 100	22/07/2008	21/07/2012	180.00000 HA	\$396.00	\$7,200.00	-	Nil	-	9, 10, 11, 12, 13, 14, 15, 16, 17, 27, 108
Cundeelee											
E 28/1604	Project A	100/ 100	22/08/2008	21/08/2013	70 BL	\$7,969.50	\$70,000.00	-	Nil	WC99/30 Central East Goldfields People	2, 8, 10, 11, 12, 13, 14, 15, 16, 27, 131, 168

Tenement Number and Type	Holder/Applicant	Shares Held	Grant Date / Application lodgement Date	Expiry Date	Area Size	Annual Rent (Next Rental Year)	Minimum Annual Expenditure	Relationships	Encumbrances/ Dealings	Native Title Claims	Notes
Fraser Range North											
E 28/1663	Project A	100/ 100	28/06/2007	27/06/2012	172 BL	\$19,582.20	\$172,000.00	-	Bond 287754 (\$25,000.00)	WC99/2 Ngadju WC97/40 Narnoobinya Family Group	2, 4, 5, 8, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 166
E 28/1664	Project A	100/ 100	28/06/2007	27/06/2012	70 BL	\$7,969.50	\$70,000.00	-	Nil	WC99/2 Ngadju WC97/40 Narnoobinya Family Group	2, 8, 10, 11, 12, 13, 14, 15, 28
E 28/1665	Project A	100/ 100	28/06/2007	27/06/2012	23 BL	\$2,618.55	\$23,000.00	-	Nil	WC99/2 Ngadju WC97/40 Narnoobinya Family Group	2, 8, 10, 11, 12, 13, 14, 15
Salmon Gums											
E 63/1092	Project A Teck	50/ 100 50/ 100	29/01/2008	28/01/2013	132 BL	\$15,028.20	\$132,000.00	-	Partial Surrender 311181	WC99/2 Ngadju WC96/64 The Esperance Nyungars	2,3,7,8,10,11,12,13, 14,15,21,22,23,24,25,26, 27,38,39,40,50,51,57,58, 59,60,61,62,63,64,65,66, 73,74,75,76,77,78,79,80, 128, 132, 169
E 63/1093	Project A Teck	50/ 100 50/ 100	29/01/2008	28/01/2013	200 BL	\$22,770.00	\$200,000.00	-	Private Land 303969 Private Land 309031	WC99/2 Ngadju WC96/64 The Esperance Nyungars	2, 3, 6, 8, 10, 11, 12, 13, 14, 15, 29, 30, 31, 32, 33, 38, 39, 128, 133
E 63/1094	Project A Teck	50/ 100 50/ 100	29/01/2008	28/01/2013	75 BL	\$8,538.75	\$75,000.00	-	Partial Surrender 311182	WC96/64 The Esperance Nyungars	2,3,7,8,10,11,12,13,14 15,21,24,25,26,27,34,39, 46,50,57,58,59,60,61,62, 63,64,65,66,80,81,82,83, 84,85,86,87,88,89,90,91, 128, 134, 169
E 63/1095	Project A Teck	50/ 100 50/ 100	29/01/2008	28/01/2013	121 BL	\$13,775.85	\$121,000.00	-	Private Land 303970 Private Land 309031 Partial Surrender 311183	WC96/64 The Esperance Nyungars	2,3,5,6,7,8,10,11,12, 13,14,15,21,26,27,34,46, 50,51,52,53,54,55,56,57,5 8,59,60,61,62,63,64,65,66, 67,68,69,70,71,72, 128, 135, 169
E 63/1096	Project A Teck	50/ 100 50/ 100	29/01/2008	28/01/2013	121 BL	\$13,775.85	\$121,000.00	-	Partial Surrender 311184	WC96/64 The Esperance Nyungars	2,3,5,6,7,8,10,11,12,13,14 15,21,26,39,46,57,58,59, 60,61,62,63,64,65,66,93,9 4,95,96,97,98,99, 100, 128, 136, 168, 169

Tenement Number and Type	Holder/ Applicant	Shares Held	Grant Date / Application lodgement Date	Expiry Date	Area Size	Annual Rent (Next Rental Year)	Minimum Annual Expenditure	Relationships	Encumbrances/ Dealings	Native Title Claims	Notes
Windarra											
ML261SA AM70/261	Poseidon	100/ 100	11/12/1985	10/12/2027	6,038.00000 HA	Not payable for this legislation type	Not required for this legislation type-	-	Bond 250763 (\$3,500,000.00)	-	1, 4, 7, 27, 108, 150, 157, 158, 159, 160, 161, 162, 163, 165, 166, 170
G 38/21 AM70/261	Poseidon	100/ 100	28/12/1994	27/12/2015	9.00000 HA	-	-	-	-	-	1, 4, 7, 27, 108, 150, 157, 158, 159, 160, 161, 162, 163, 165, 166, 170
Laverton Regional											
E38/1587	Poseidon	100/ 100	9/01/2007	08/01/2012	12 BL	\$2,125.20	\$20,000.00	-	Nil	-	1, 7, 10, 11, 12, 13, 14, 15, 16, 17, 128, 137, 138, 139, 140, 4, 166
E38/1450	Poseidon	100/ 100	22/04/2004	21/04/2009 (2 year Extension Application lodged)	14 BL	\$3,364.90	\$50,000.00	-	Partial Surrender 891H/067 Partial Surrender 289083 Extension of Term 317695	-	1, 7, 10, 11, 12, 13, 14, 15, 16, 17, 27, 86, 107, 141, 142, 143, 144, 145, 164, 166, 167, 171
E39/930	Poseidon	100/ 100	3/05/2004	2/05/2009 (2 year Extension Application lodged)	18 BL	\$4,326.30	\$50,000.00	-	Partial Surrender 925H/067 Partial Surrender 302531 Extension of Term 317864	-	1, 7, 10, 11, 12, 13, 14, 15, 16, 17, 119, 142, 143, 144, 166, 171
E38/1752	Poseidon	100/ 100	14/09/2005	13/09/2010	4 BL	\$708.40	\$21,667.00	-	Partial Surrender 302532	-	1, 10, 11, 12, 13, 14, 15, 16, 17, 137, 140, 153, 155, 166, 167
P38/3272	Poseidon	100/ 100	14/09/2005	13/09/2009	140.00000 HA	\$308.00	\$5,600.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 16, 17, 137, 140, 166
P38/3273	Poseidon	100/ 100	14/09/2005	13/09/2009	143.00000 HA	\$314.60	\$5,720.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 16, 17, 137, 140, 166
P38/3274	Poseidon	100/ 100	14/09/2005	13/09/2009	119.00000 HA	\$261.80	\$4,760.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 16, 17, 137, 140, 166, 167
E38/1622	Poseidon	100/ 100	3/10/2006	02/10/2011	11 BL	\$1,948.10	20,000.00	-	Nil	-	1, 7, 10, 11, 12, 13, 14, 15, 16, 17, 27, 107, 119, 137, 140, 148, 152 167

Tenement Number and Type	Holder/Applicant	Shares Held	Grant Date / Application lodgement Date	Expiry Date	Area Size	Annual Rent (Next Rental Year)	Minimum Annual Expenditure	Relationships	Encumbrances/ Dealings	Native Title Claims	Notes
The Boats											
E38/2060	Poseidon	100/ 100	1/10/2008	30/09/2013	1 BL	\$274.12	\$10,000.00	-	Nil	-	1, 7, 10, 11, 12, 13, 14, 15, 16, 17, 166
Pool Well											
M38/1243	Poseidon	96/96	14/11/2008	13/11/2029	198.4974 HA	\$2,977.04	\$19,900.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 17, 150, 151, 152, 153, 154, 155, 166
M38/1244	Poseidon	96/96	14/11/2008	13/11/2029	186.13230 HA	\$2,797.52	\$18,700.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 17, 150, 151, 152, 153, 154, 155, 156
M38/1245	Poseidon	96/96	14/11/2008	13/11/2029	112.21390 HA	\$1,690.48	\$11,300.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 17, 150, 151, 152, 153, 154, 155, 156
Woodline Well											
P39/4493	Poseidon	100/ 100	1/12/2006	30/11/2010	121.00000 HA	\$266.20	\$4,840.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 16, 17, 137, 140, 166
P39/4494	Poseidon	100/ 100	1/12/2006	30/11/2010	121.00000 HA	\$266.20	\$4,840.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 16, 17, 137, 140, 166
P39/4495	Poseidon	100/ 100	1/12/2006	30/11/2010	117.00000 HA	\$257.40	\$4,680.00	-	Nil	-	1, 10, 11, 12, 13, 14, 15, 16, 17, 137, 140, 166
Tyson											
EA39/1325	Tyson	100/ 100	N/A	N/A	26 BL	N/A	N/A	N/A	N/A	-	1, 7, 27, 128, 166
EA39/1326	Tyson	100/ 100	N/A	N/A	11 BL	N/A	N/A	N/A	N/A	-	1, 7, 108, 166

Key to Abbreviations -

General:
References to Numbers in the "Notes" column refers to the notes following this table.
All Native Title Claims listed in the Schedule have been accepted and entered on the Register of Native Title Claims. Please refer to Part II of the Schedule for the status of the Native Title claims.
Unless otherwise indicated, capitalised terms have the same meanings as defined in the Prospectus.
All figures are presented in Australian Dollars (AUD\$).

Tenement Types:

E - Exploration Licence
EA - Exploration Licence Application
M - Mining Lease
MA - Mining Lease Application
P - Prospecting Licence
PA - Prospecting Licence Application
AM - Mining Lease Special Agreement
G - General Purpose Lease

Parties:

Baker - Glenn William Baker
Majstrovich - Robert Anthony Majstrovich
Hannans - Hannans Reward Ltd
Bhasin - Neelesh Bhasin
Project A - Australian Mineral Fields (Project A) Pty Ltd
Tyson - Tyson Resources Pty Ltd
Teck - Teck Cominco Australia Pty Ltd
Poseidon - Poseidon Nickel Ltd

Area:

HA - Hectares
BL - Graticular Blocks

Notes -

All the Mining Tenements are subject to the standard endorsements and conditions imposed by DMP.

1. This Mining Tenement is subject to Gold Rights Transfer Agreement as described in Section 9 of the Prospectus.
2. This Mining Tenement is subject to Tropicana Gold Belt Alliance Agreement as described in Section 9 of the Prospectus.
3. This Mining Tenement encroaches upon private land.
4. This Mining Tenement encroaches upon a pastoral lease.
5. This Mining Tenement encroaches upon a proposed nature reserve.
6. Conservation of Flora and Fauna affects a portion of this Mining Tenement.
7. A Road Reserve affects a portion of this Mining Tenement.
8. A portion of this Mining Tenement is Vacant Crown Land.
9. This Mining Tenement is subject to the Letter Agreement as described in Section 9 of the Prospectus
10. The licensee's attention is drawn to the provisions of the Aboriginal Heritage Act 1972 and any Regulations thereunder.
11. The licensee's attention is drawn to the Environmental Protection Act 1986 and the Environmental Protection (Clearing of Native Vegetation) Regulations 2004, which provides for the protection of all native vegetation from damage unless prior permission is obtained.
12. All surface holes drilled for the purpose of exploration are to be capped, filled or otherwise made safe immediately after completion.
13. All costeans and other disturbances to the surface of the land made as a result of exploration, including drill pads, grid lines and access tracks, being backfilled and rehabilitated to the satisfaction of the Environmental Officer, Department of Industry and Resources (DoIR). Backfilling and rehabilitation being required no later than 6 months after excavation unless otherwise approved in writing by the Environmental Officer, DoIR.
14. All waste materials, rubbish, plastic sample bags, abandoned equipment and temporary buildings being removed from the mining tenement prior to or at the termination of exploration program.
15. Unless the written approval of the Environmental Officer, DoIR is first obtained, the use of drilling rigs, scrapers, graders, bulldozers, backhoes or other mechanised equipment for surface disturbance or the excavation of costeans is prohibited. Following approval, all topsoil being removed ahead of mining operations and separately stockpiled for replacement after backfilling and/or completion of operations.
16. The licensee notifying the holder of any underlying pastoral or grazing lease by telephone or in person, or by registered post if contact cannot be made, prior to undertaking airborne geophysical surveys or any ground disturbing activities utilising equipment such as scrapers, graders, bulldozers, backhoes, drilling rigs, water carting equipment or other mechanised equipment.
17. The Licensee or transferee, as the case may be, shall within thirty (30) days of receiving written notification of:
 - 17.1 the grant of the Licence; or
 - 17.2 registration of a transfer introducing a new Licensee,advise, by registered post, the holder of any underlying pastoral or grazing lease details of the grant or transfer.
18. The construction and operation of the project and measures to protect the environment being carried out generally in accordance with the document titled:
 - 18.1 "Programme of Works for Exploration on Exploration Licences 28/1663, 28/1664 and 28/1665" (Exp 8275) dated 23 January 2008 signed by Richard May and retained on Department of Industry and Resources File No. T4459/200601Where a difference exists between the above document(s) and the conditions in Notes 19 and 20, then the conditions referred to in such Notes shall prevail.
19. The development and operation of the project being carried out in such a manner so as to create the minimum practicable disturbance to the existing vegetation and natural landform.
20. All topsoil and vegetation being removed ahead of all mining operations and being stockpiled appropriately for later respreading or immediately respread as rehabilitation progresses.
21. No excavation, excepting shafts, approaching closer to the Coolgardie to Esperance Highway, Highway verge or the road reserve than a distance equal to twice the depth of excavation and mining on the Coolgardie to Esperance Highway or Highway verge being confined to below a depth of 30 metres from the natural surface, and on any other road or road verge, to below a depth of 15 metres from the natural surface.
22. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing exploration activities on Resting Place Reserve 2787, Water Tank Reserves 19875, 21360 and 21361, Recreation Showground & Racecourse Reserve 20252, Water Reserves 13209 and 19748, Hall Site Reserve 20394, Landscape Protection and Water Reserve 20064, Water Tank Site Reserves 20620 and 20616, Agricultural School and Research Station Reserve 19549, Water Reserve 13328, Preservation of Natural Vegetation Reserve 44410, Salmon Gums Catchment Area (CMT3), Rifle Range Reserve 20487 and Dowak Townsite Boundary.
23. No interference with Geodetic Survey Stations Ravensthorpe 13, Norseman 60, 61, 61T & 144, Salmon Gums and Salmon Gums T mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
24. Mining within a radius of 150 metres of any Australian Telecommunications Commission microwave repeater station being confined to below a depth of 60 metres from the natural surface.
25. No interference with the Australian Telecommunications Commission microwave repeater station ray-line.
26. No mining within 25 metres of either side of the Goldfields Gas/Petroleum pipeline (PL 59).
27. DIA Heritage Survey(s) completed over all and/or a portion of the Mining Tenement.
28. No interference with Geodetic Survey Station SSM – R 462 and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
29. The Land the subject of this licence affects Rare Flora sites 21291, 21292, 21845, 25286, 25287, 25313, 25314, declared under the Wildlife Conservation Act 1950. The licensee is advised to contact the Department of Environment and Conservation for information on the management of Declared Rare Flora (or Priority Listed Flora) present within the tenement area.
30. The grant of this licence does not include the land the subject of prior Exploration Licence 74/278. If the prior licence expires, is surrendered or forfeited that land may be included in this licence, subject to the provisions of the Third Schedule of the Mining Regulations 1981 titled "Transitional provisions relating to Geocentric Datum of Australia".
31. No interference with Geodetic Survey Stations Ravensthorpe 12, 14 and 14T and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
32. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing exploration activities on Resting Place Reserve 2786, Water Tank Reserve 20619 Agricultural School and Research Station Reserve 19549, Recreation & Parklands Reserve 26912 and Conservation of Flora and Fauna Reserve 43221.
33. Certain conditions apply in respect to the area of land designated PNP's 36 and 37 (Proposed National Park) in TENGRAPH.

34. This Mining Tenement encroaches upon a cemetery.
35. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing exploration activities on Resting Place Reserve 2786, Water Tank Reserve 20619 Agricultural School and Research Station Reserve 19549, Recreation & Parklands Reserve 26912 and Conservation of Flora and Fauna Reserve 43221.
36. No interference with Geodetic Survey Stations Ravensthorpe 11T, 11, 24 and 55 and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
37. This Mining Tenement encroaches upon a Purchase Lease.
38. This Mining Tenement encroaches upon a proposed National Park.
39. A State onshore pipeline affects a portion of this Mining Tenement.
40. Certain conditions apply in respect to the area of land designated PNP 36 (Proposed National Park) in TENGRAPH.
41. The grant of this licence does not include the land the subject of prior Exploration Licence 74/203. If the prior licence expires, is surrendered or forfeited that land may be included in this licence, subject to the provisions of the Third Schedule of the Mining Regulations 1981 titled "Transitional provisions relating to Geocentric Datum of Australia".
42. In areas of native vegetation within the tenement, no exploration activities commencing until the licensee provides a plan of management to prevent the spread of dieback disease (*Phytophthora* sp) to the Director, Environment, DoIR for assessment and until his written approval has been received. All exploration activities shall then comply with the commitments made in the management plan.
43. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing exploration activities on Parklands Reserve 31739, Government Requirements Reserve 31751 and Cascade Townsite Boundary Reserve.
44. No interference with Geodetic Survey Stations Ravensthorpe 17, 19, 57 and 57T and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
45. This Mining Tenement encroaches upon a DieBack Risk Zone.
46. This Mining Tenement encroaches upon Parklands.
47. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing exploration activities on Parkland Reserve 31739, Park Reserve 31751 and Conservation of Flora and Fauna Reserve 31745.
48. No interference with Geodetic Survey Stations Ravensthorpe 53T and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
49. The Land the subject of this licence affects a Rare Flora site/s (including Rare Flora Site/s 3642, 21393 and 21392) declared under the Wildlife Conservation Act 1950. The licensee is advised to contact the Department of Environment and Conservation for information on the management of Declared Rare Flora (or Priority Listed Flora) present within the tenement area.
50. This Mining Tenement encroaches upon Railway Purposes.
51. This Mining Tenement encroaches upon a rifle range.
52. No mining within 30 metres of either side and to a depth of 15 metres of the Rail Corridor Land (RCL 3 and 4) as shown in TENGRAPH without the prior written approval of the Minister responsible for the Mining Act 1978.
53. No surface excavation approaching closer to the boundary of the Safety Zone established by Condition 52 hereof than a distance equal to three times the depth of the excavation without the prior written approval of the State Mining Engineer, DoCEP.
54. Mining below 15 metres from the natural surface of the land in the Safety Zone established in Condition 52 hereof being approved by the State Mining Engineer, DoCEP in consultation with the operator of the railway on corridor land.
55. No interference with the drainage pattern, and no parking, storage or movement of equipment or vehicle used in the course of mining within the Safety Zone established by Condition 52 hereof without the prior approval of the operator of the railway on corridor land.
56. The licensee not excavating, drilling, installing, erecting, depositing or permitting to be excavated, drilled, installed, erected or deposited within the Safety Zone Established in Condition 52 hereof, any pit, well, pavement, foundation, building or other structure or installation, or material of any nature whatsoever without the prior written consent of the State Mining Engineer, DoCEP.
57. No explosives being used or stored within one hundred and fifty (150) metres of the rail corridor land without the prior written consent of the Director, Dangerous Goods Safety Branch, DoCEP.
58. The rights of ingress to and egress from the rail corridor land being at all times preserved to the employees, contractors and agents of the operator of the railway on corridor land, and the Public Transport Authority of WA.
59. Such further conditions as may from time to time be imposed by the Minister responsible for the Mining Act 1978 for the purpose of protecting the rail corridor land.
60. No surface excavation approaching closer to the boundary of the Safety Zone established by Condition 26 hereof than a distance equal to three times the depth of the excavation without the prior written approval of the State Mining Engineer, DoCEP
61. No interference with the drainage pattern, and no parking, storage or movement of equipment or vehicle used in the course of mining within the Safety Zone established by Condition 26 hereof without the prior approval of the operator of the railway on corridor land.
62. The licensee not excavating, drilling installing, erecting, depositing or permitting to be excavated, drilled, installed, erected or deposited within the Safety Zone Established in Condition 26 hereof, any pit, well, pavement, foundation, building or other structure or installation, or material of any nature whatsoever without the prior written consent of the State Mining Engineer, DoCEP.
63. No explosives being used or stored within one hundred and fifty (150) metres of the rail corridor land without the prior written consent of the Director, Dangerous Goods Safety Branch, DoCEP.
64. Mining on the Safety Zone established in Condition 26 hereof being confined to below a depth of 50 metres from the natural surface unless otherwise approved by the State Mining Engineer, DoCEP.
65. The rights of ingress to & egress from the pipeline easement established in note 26 hereof being at all times preserved for employees, contractors & agents of the operators of the Gas/Petroleum pipeline.
66. Such further conditions as may from time to time be imposed by the Minister responsible for the Mining Act 1978 for the purpose of protecting the Gas/Petroleum pipeline.
67. Certain conditions apply in respect to the area of land designated PNP 73 (Proposed National Park) in TENGRAPH.
68. The Land the subject of this licence affects Rare Flora sites 1065, 6234, 6324, 6325, 9029, 17599, 21293, 21294, 21296, 25281, 25285, 25283, and 25315 declared under the Wildlife Conservation Act 1950. The licensee is advised to contact the Department of Environment and Conservation for information on the management of Declared Rare Flora (or Priority Listed Flora) present within the tenement area.
69. The grant of this licence does not include the land the subject of prior Exploration Licence 63/521. If the prior licence expires, is surrendered or forfeited that land may be included in this licence, subject to the provisions of the Third Schedule of the Mining Regulations 1981 titled "Transitional provisions relating to Geocentric Datum of Australia".
70. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing exploration activities on Water Reserves 3582, 13436, 15525, 19231 and 20243, Water Tank Reserve 21356, Public Utility Reserve 21044, Gravel Reserve 29327, Parklands Reserve 31739.

72. No interference with Geodetic Survey Stations Ravensthorpe 56 and 56T, Esperance 104, 105, 105T, 106 and 107 and Symons and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
73. No mining within 30 metres of either side and to a depth of 15 metres of the Rail Corridor Land (RCL 5) as shown in TENGRAPH without the prior written approval of the Minister responsible for the Mining Act 1978.
74. No surface excavation approaching closer to the boundary of the Safety Zone established by Condition 73 hereof than a distance equal to three times the depth of the excavation without the prior written approval of the State Mining Engineer, DoCEP.
75. Mining below 15 metres from the natural surface of the land in the Safety Zone established in Condition 73 hereof being approved by the State Mining Engineer, DoCEP in consultation with the operator of the railway on corridor land.
76. No interference with the drainage pattern, and no parking, storage or movement of equipment or vehicle used in the course of mining within the Safety Zone established by Condition 73 hereof without the prior approval of the operator of the railway on corridor land.
77. The licensee not excavating, drilling installing, erecting, depositing or permitting to be excavated, drilled, installed, erected or deposited within the Safety Zone Established in Condition 73 hereof, any pit, well, pavement, foundation, building or other structure or installation, or material of any nature whatsoever without the prior written consent of the State Mining Engineer, DoCEP.
78. This Mining Tenement encroaches upon Recreation showgrounds and racecourse.
79. This Mining Tenement encroaches upon preservation of natural vegetation.
80. This Mining Tenement encroaches upon landscape protection and water.
81. This Mining Tenement encroaches upon a rubbish disposal site.
82. The land the subject of this Licence affects Rare Flora sites 9023 and 9024 declared under the Wildlife Conservation Act 1950. The Licensee is advised to contact the Department of Environment and Conservation for information on the management of Declared Rare Flora (or Priority Listed Flora) present within the tenement area.
83. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing exploration activities on Salmon Gums Catchment Area (CMT 3), Landscape Protection and Water Reserve 20064 and 37143, Water Tank Reserves 21357, 21358, 21359 and 21362, Agricultural School and Research Station Reserve 19549, Railway Purposes Reserve 36667, Resting Place for Travellers & Stock Reserve 8102, Water Reserve 3043, Parkland Reserve 24007, Hall Site & Recreation Reserve 18877, Water Supply Purposes Reserve 21954, Water Supply (Tank No. 14) Reserve 20851, Water Reserve 13328, Rubbish Disposal Site Reserve 34614, Salmon Gums and Red Lake Townsites.
84. No exploration activities on Cemetery Reserve 20647 and such activities within a distance of 140 metres laterally from the Reserve being confined to below a depth of 50 metres from the lowest part of the surface of the land with rights of ingress to and egress from the said Reserve being at all times preserved to the public.
85. No interference with Geodetic Survey Stations Salmon Gums, Norseman 143 & Ravensthorpe 15 and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
86. No interference with the use of the Aerial Landing Ground and mining thereon being confined to below a depth of 15 metres from the natural surface.
87. No mining within 30 metres of either side and to a depth of 15 metres of the Rail Corridor Land (RCL4 and RCL5) as shown in TENGRAPH without the prior written approval of the Minister responsible for the Mining Act 1978.
88. No surface excavation approaching closer to the boundary of the Safety Zone established by Condition (87) hereof than a distance equal to three times the depth of the excavation with the prior written approval of the State Mining Engineer, DoCEP.
89. Mining below 15 metres from the natural surface of the land in the Safety Zone established in Condition (87) hereof being approved by the State Mining Engineer, DoCEP in consultation with the operator of the railway on corridor land.
90. No interference with the drainage pattern, and no parking, storage or movement of equipment or vehicles used in the course of mining within the Safety Zone established by Condition (87) hereof without the prior approval of the operator of the railway on corridor land.
91. The licensee not excavating, drilling, installing, erecting, depositing or permitting to be excavated, drilled, installed, erected or deposited within the Safety Zone established in Condition (87) hereof, any pit, well, pavement, foundation, building or other structure or installation, or material of any nature whatsoever without the prior written consent of the State Mining Engineer, DoCEP.
92. The land the subject of this licence affects Rare Flora sites 6322, 6323, 6558, 9817 and 25284 declared under the Wildlife Conservation Act 1950. The licensee is advised to contact the Department of Environment and Conservation for information on the management of Declared Rare Flora (or Priority Listed Flora) present within the tenement area.
93. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing any exploration activities on Water Tank Site No. 9 Reserve 19967 and No. 13 Reserve 19965, Water Tank Reserves 20621 and 21363, Water Reserves 13975 and 13983, Recreation Reserve 31739, Use and Benefit of Aborigines Reserves 48332, 48333, 48334 and 48335 and Conservation of Flora & Fauna Reserves 16801 and 27985.
94. No interference with Geodetic Survey Stations Ravensthorpe 16A, Esperance 98, 166, 166T, 167, 168, 168T, 169, 169T and 170 and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
95. No mining within 30 metres of either side and to a depth of 15 metres of the Rail Corridor Land (RCL No. 3) as shown in TENGRAPH without the prior written approval of the Minister responsible for the Mining Act 1978.
96. No surface excavation approaching closer to the boundary of the Safety Zone established by Condition (95) hereof than a distance equal to three times the depth of the excavation without the prior written approval of the State Mining Engineer, DoCEP.
97. Mining below 15 metres from the natural surface of the land in the Safety Zone established in Condition (95) hereof being approved by the State Mining Engineer, DoCEP in consultation with the operator of the railway on corridor land.
98. No interference with the drainage pattern, and no parking, storage or movement of equipment or vehicles used in the course of mining within the Safety Zone established by Condition (95) hereof without the prior approval of the operator of the railway on corridor land.
99. The Licensee not excavating, drilling, installing, erecting, depositing or permitting to be excavated, drilled, installed, erected or deposited within the Safety Zone established in Condition (95) hereof, any pit, well, pavement, foundation, building, or other structure or installation, or material of any nature whatsoever without the prior written consent of the State Mining Engineer, DoCEP.
100. Certain conditions apply in respect to the area of land designated PNP 73 and 74 (Proposed National Park) in TENGRAPH.
101. The land the subject of this licence affects a Rare Flora site 6264 declared under the Wildlife Conservation Act 1950. The licensee is advised to contact the Department of Environment and Conservation for information on the management of Declared Rare Flora (or Priority Listed Flora) present within the tenement area.

102. The grant of this licence does not include the land the subject of prior Exploration Licence 63/521. If the prior licence expires, is surrendered or forfeited that land may be included in this licence, subject to the provisions of the Third Schedule of the Mining Regulations 1981 titled "Transitional provisions relating to Geocentric Datum of Australia".
103. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing any exploration activities on Water Reserves 15229 and 17779, Historical Site Reserve 21040, Water Tank Reserves 20113 and 20117, School Site Reserve 28512, Government Requirements Reserve 13981, Use & Benefit of Aboriginal Inhabitants Reserve 24952, Resting Place for Travellers & Stock Reserve 2780, Conservation of Flora & Fauna Reserve 27985 and Scaddan Townsite.
104. No exploration activities on Cemetery Reserve 16595 and such activities within a distance of 140 metres laterally from the Reserve being confined to below a depth of 50 metres from the lowest part of the surface of the land with rights of ingress to and egress from the said Reserve being at all times preserved to the public.
105. No interference with any Geodetic Survey Stations Esperance 83, 83T, 83T1, 161, 162, 163, 164, 84, 84T, 96, 97, 99, 100, 102, 101, 158, 158T, 159, 159T, 160, 160T, 165, 165T, Scaddan and Scaddan T and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
106. This Mining Tenement encroaches upon a school site.
107. This Mining Tenement encroaches upon a historical site.
108. This Mining Tenement encroaches upon an Indigenous owned lease
109. The grant of this licence does not include land the subject of Mining Lease 37/389.
110. The rights of ingress to and egress from Miscellaneous Licences 37/106 being at all times preserved to the licensee and no interference with the purpose or installations connected to the licences.
111. No mining within 25 metres of either side of the Gas pipeline licence 36 as shown in TENGRAPH.
112. No surface excavation approaching closer to the boundary of the Safety Zone established by Condition 112 hereof than a distance equal to three times the depth of the excavation without the prior written approval of the State Mining Engineer, DoCEP.
113. No interference with the drainage pattern, and no parking, storage or movement of equipment or vehicle used in the course of mining within the Safety Zone established by Condition 112 hereof without the prior approval of the operator of the railway on corridor land.
114. The licensee not excavating, drilling, installing, erecting, depositing or permitting to be excavated, drilled, installed, erected or deposited within the Safety Zone Established in Condition 112 hereof, any pit, well, pavement, foundation, building or other structure or installation, or material of any nature whatsoever without the prior written consent of the State Mining Engineer, DoCEP.
115. No explosives being used or stored within one hundred and fifty (150) metres of the rail corridor land without the prior written consent of the Director, Dangerous Goods Safety Branch, DoCEP.
116. Mining on the Safety Zone established in Condition 111 hereof being confined to below a depth of 50 metres from the natural surface unless otherwise approved by the Director Petroleum DoIR.
117. The rights of ingress to and egress from the pipeline easement established in condition 112 hereof being at all times preserved to the employees, contractors and agents of the operator of the gas pipeline.
118. Such further conditions as may from time to time be imposed by the Minister responsible for the Mining Act 1978 for the purpose of protecting the rail corridor land.
119. No interference with the optic fibre cable or the installations in connection therewith, and the rights of ingress to and egress from the facility being at all times preserved to the owners thereof.
120. No interference with Geodetic Survey Station Laverton 39 and Laverton 39T and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
121. The prior written consent of the Minister responsible for the Mining Act 1978 being obtained before commencing any prospecting activities on Quarry Reserve 30029.
122. No development or productive mining or construction activity being commenced until the tenement holder has submitted a plan of the proposed operations and measures to safeguard the environment to the Director, Environment, DoIR for assessment, and until his written approval has been obtained.
123. The construction and operation of the project and measures to protect the environment being carried out generally in accordance with the document titled:
123.1 "Sunday South Lease, Leonora WA, Notice of Intent" dated 22 December 1992;
123.2 Letter received in Mining Engineering Division on 8 January 1993,
and retained on Department of Minerals and Energy File No. 2350/92.
Where a difference exists between the above documents and the conditions at Notes 19, 20, 124, 125, 126 and 127, then the conditions referred to in such Notes shall prevail.
124. At the completion of operations, all buildings and structures being removed from site or demolished and buried to the satisfaction of the State Mining Engineer.
125. All rubbish and scrap is to be progressively disposed of in a suitable manner.
126. At the completion of operations, or progressively where possible, all access roads and other disturbed areas being covered with topsoil, deep ripped and revegetated with local native grasses, shrubs and trees to the satisfaction of the State Mining Engineer.
127. Any alteration or expansion of operations within the lease boundaries beyond that outlined in the above document(s) not commencing until a plan of operations and a program to safeguard the environment are submitted to the State Mining Engineer for his assessment and until his written approval to proceed has been obtained.
128. 0-5 Aboriginal heritage and/or sacred sites registered with the DIA affect a portion of this Mining Tenement.
129. 6-10 Aboriginal heritage and/or sacred sites registered with the DIA affect a portion of this Mining Tenement.
130. 11-15 Aboriginal heritage and/or sacred sites registered with the DIA affect a portion of this Mining Tenement.
131. 16 - 20 Aboriginal heritage and/or sacred sites registered with the DIA affect a portion of this Mining Tenement.
132. Mining Tenement underexpended by \$131,992.00 for year end 28/01/2009.
133. Mining Tenement underexpended by \$30,831.00 for year end 28/01/2009.
134. Mining Tenement underexpended by \$79,029.00 for year end 28/01/2009.
135. Mining Tenement underexpended by \$23,583.00 for year end 28/01/2009.
136. Mining Tenement underexpended by \$83,820.00 for year end 28/01/2009.
138. No interference with Geodetic Survey Station Laverton 9A and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
139. Mining on a strip of land 20 metres wide with any pipeline as the centerline being confined to below a depth of 31 metres from the natural surface and no mining material being deposited upon such strip and the rights of ingress to and egress from the facility being at all times preserved to the owners thereof.
140. Consent to mine on Water Reserve 3 granted subject to:
140.1 Written notification, where practicable, of the time frame, type and extent of proposed ground disturbing activities being forwarded to the Department of Water Kalgoorlie office seven days prior to commencement of those activities.

- 140.2 Any significant waterway (flowing or not) wetland or its fringing vegetation that may exist on site not being disturbed or removed without prior written approval from the Department of Water.
- 140.3 The rights of ingress to and egress from the Licence being at all reasonable times preserved to officers of the Department of Water for inspection and investigation purposes.
- 140.4 The storage and disposal of hydrocarbons, chemicals and potentially hazardous substances being in accordance with the Department of Water's Guidelines and Water Quality Protection Notes.
- 140.5 All proposed exploration activities within Public Drinking Water Source Areas complying with the Department of Water's Water Quality Protection Note Land Use Compatibility in Public Drinking Water Source Areas.
- 140.6 All Mining Act tenement activities within Public Drinking Water Source Areas being prohibited unless the prior written approval of the Department of Water is first obtained.
- 140.7 All Mining Act tenement activities being prohibited within 2 kilometres of the maximum storage level of a reservoir including the reservoir itself, unless the prior written approval of the Department of Water is first obtained.
- 140.8 Storage and use of hydrocarbons and potentially hazardous substances requiring the prior written approval or appropriate permits from the Department of Water.
- 140.9 All hydrocarbon or other pollutant spillage being reported to the Department of Water. Remediation being carried out to the satisfaction of the Department of Water.
- 140.10 All Mining Act tenement activities being prohibited within a 300 metre radius of any observation well in a Public Drinking Water Source Priority P1, P2 & P3 Areas unless the written approval of the Department of Water is first obtained.
- 140.11 All Mining Act tenement activities being prohibited within a 500 metre radius in a P1 area or a 300 metre radius in a P2 or P3 area of any Public Drinking Water Source production well or dam, unless the written approval of the Department of Water is first obtained.
141. No interference with Geodetic Survey Station Laverton 1, 2, 4, 8, 25, 26, 41 and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
142. No mining within a radius of 30 metres of any well or bore.
143. No action being taken that will interfere with the natural drainage or adversely affect in quality or quantity the water in any water course, dam, waterhole, spring or subterranean source of supply.
144. Authorised officers of the Water and Rivers Commission being permitted at all reasonable times to enter onto the mining tenement for the purposes of inspection and for water source investigation as provided for in the Public Works Act, as amended.
145. The prior written consent of the Minister for State Development being obtained before commencing mining on Crown Reserve 5483 (Travellers & Stock), Crown Reserve 31668 (Water), Crown Reserve 45177 (Heritage Trail).
146. The rights of ingress to and egress from Miscellaneous Licence 39/81 & 39/87 being at all times preserved to the licensee and no interference with the purpose or installations connected to the licence.
147. No excavation, excepting shafts, approaching closer to the Leonora-Laverton Highway, Highway verge or the road reserve than a distance equal to twice the depth of the excavation and mining on the Leonora-Laverton Highway or Highway verge being confined to below a depth of 30 metres from the natural surface.
148. The prior written consent of the Minister for State Development being obtained before commencing mining on Travellers and Stock Reserve 5483.
149. The rights of ingress to and egress from Miscellaneous Licence 38/121 being at all times preserved to the licensee and no interference with the purpose or installations connected to the licence.
150. Survey.
151. The lessee submitting a plan of proposed operations and measures to safeguard the environment to the Director, Environment, DoIR for his assessment and written approval prior to commencing any developmental or productive mining or construction activity.
152. No interference with Geodetic Survey Station Laverton 10, Laverton 25, Laverton 28 and Laverton 45 and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface. (*E 38/1622*)
153. The Lessee notifying the holder of any underlying pastoral or grazing lease by telephone or in person, or by registered post if contact cannot be made, prior to undertaking airborne geophysical surveys or any ground disturbing activities utilising equipment such as scrapers, graders, bulldozers, backhoes, drilling rigs, water carting equipment or other mechanised equipment. (*M 38/1243*)
154. Mining on any road, road verge or road reserve being confined to below a depth of 15 metres from the natural surface.
155. The grant of this licence does not include the land the subject of prior Exploration Licence 38/837. If the prior licence expires, is surrendered or forfeited that land may be included in this licence, subject to the provisions of the Third Schedule of the Mining Regulations 1981 titled "Transitional provisions relating to Geocentric Datum of Australia". (*E 38/1752*)
156. If the Goldfields Land and Sea Council (GLSC) sends a request by pre-paid to the Lessee's address within 90 days after the grant of the Lease, the Lessee shall within 30 days of the request execute in favour of the GLSC the revised GLSC Wongatha Interim Standard Heritage Agreement. (*M 38/1243*)
157. Compliance with the provisions of the Aboriginal Heritage Act, 1972 to ensure that no action is taken which is likely to interfere with or damage any Aboriginal site.
158. The terms, covenants and conditions of the Poseidon Nickel Agreement Act, 1971.
159. The Rights in Water and Irrigation Act, 1914, as amended.
160. All topsoil being removed ahead of mining operations and stockpiled for replacement in accordance with the directions of the District Mining Engineer.
161. No mining on Geodetic Survey Station Reserve 7180 without the prior written consent of the Minister for Minerals and Energy.
162. No interference with Geodetic Survey Station LA 1, LA 7, LA 13 and mining within 15 metres thereof being confined to below a depth of 15 metres from the natural surface.
163. No interference with the use of the Aerial Landing Ground and mining thereon being confined to below a depth of 15 metres from the natural surface.
164. No expenditure lodged.
165. This Mining Tenement encroaches upon a Historical trail.
166. This Mining Tenement encroaches upon a Water Reserve.
167. This Mining Tenement encroaches upon a Quarry.
168. This Mining Tenement is affected by an area designated for the use and benefit of Aboriginal inhabitants.
169. This Mining Tenement encroaches upon a Water Tank and/or Water.
170. This Mining Tenement is subject to and regulated by the Poseidon Nickel Agreement 1971 (WA)
171. An application for a two (2) year extension of term has been lodged with the Department for this Tenement.

SCHEDULE - PART II – NATIVE TITLE**Claims**

Tribunal Number	Federal Court Number	Application Name	Status	RNTC Status	In Mediation
WC99/30	WAD70/98	Central East Goldfields People	Active	Registered	Information not available.
WC99/2	WAD6020/98	Ngadju	Active	Registered	No
WC97/40	WAD6170/98	Narnoobinya Family Group	Active	Registered	Information not available.
WC96/64	WAD6097/98	The Esperance Nyungars	Active	Registered	Information not available.

Acknowledgements -

The Firm wishes to thank Alaskan Lawyer Joan Travostino a partner of Law Firm K & L Gates (Anchorage) as the Firm has relied upon and included information and opinion provided by Ms Travostino in relation to the Alaskan Mining Tenements in this Report. <http://www.klgates.com/Home.aspx>

Joan Travostino has given and as at the date hereof has not withdrawn her written consent before lodgement of this Prospectus with ASIC, to the inclusion of information in this Solicitor's Report on Mining Tenements she provided to the Firm relating to the Alaska Mining Tenements. Ms Travostino has read the relevant sections of the Solicitors Report on Mining Tenements which include the information she provided and accordingly consents to that information being included in the Solicitor's Report on Mining Tenements in the form and context in which it appears.