

PETROLEUM AND GEOTHERMAL ENERGY ACT 2000

Surrender of Geothermal Exploration Licences—GELs 563,564 and 565

NOTICE is hereby given that I have accepted surrender of the abovementioned geothermal exploration licences under the provisions of the Petroleum and Geothermal Energy Act 2000, pursuant to delegated powers dated 21 March 2012.

No. of Licence	Licensee	Locality	Effective Date of Surrender	Reference
GEL 563				
GEL 564	Roxby Geothermal Pty Ltd	Arrowie Basin	29.4.2016	F2010/920
GEL 565				

Dated 3 May 2016.

B. GOLDSTEIN, Executive Director,
Energy Resources Division, Department of State Development,
Delegate of the Minister for Mineral Resources and Energy

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

GEOHERMAL EXPLORATION LICENCES
GELs 563, 564 and 565

Surrender of the abovementioned Geothermal Exploration Licences with effect from 29 April 2016 is hereby entered on the public register.



BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department of State Development
Delegate of the Minister for Mineral Resources and Energy

Date: 3 May 2016

Ref: F2010/000920

Petroleum and Geothermal Energy Act 2000

**SURRENDER OF
GEOHERMAL EXPLORATION LICENCES
GELs 563, 564 and 565**

I, BARRY ALAN GOLDSTEIN, Executive Director, Energy Resources Division, Department of State Development, in the State of South Australia, pursuant to the provisions of section 89(2) of the *Petroleum and Geothermal Energy Act 2000* and all other enabling powers, for and on behalf of Tom Koutsantonis, Minister for Mineral Resources and Energy (Minister), pursuant to delegated powers dated 21 March 2012, hereby accept the surrender of Geothermal Exploration Licences GELs 563, 564 and 565 in the name of Roxby Geothermal Pty Ltd (ACN 145 626 900) with effect from 29 April 2016.

Dated: 3 May 2016



BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department of State Development
Delegate of the Minister for Mineral Resources and Energy

PETROLEUM AND GEOTHERMAL ENERGY ACT 2000

*Suspension of Geothermal Exploration Licences—
GELs 563, 564 and 565*

PURSUANT to Section 90 of the Petroleum and Geothermal Energy Act 2000, notice is hereby given that the abovementioned Geothermal Exploration Licences have been suspended for the period from and including 18 May 2014 to 17 May 2015, under the provisions of the Petroleum and Geothermal Energy Act 2000, pursuant to delegated powers dated 21 March 2012.

The expiry date of GELs 563, 564 and 565 is now determined to be 17 May 2017.

Dated 22 May 2014.

B. A. GOLDSTEIN,
Executive Director,
Energy Resources Division,
Department for Manufacturing, Innovation,
Trade, Resources and Energy
Delegate of the Minister for Mineral
Resources and Energy

**Petroleum and Geothermal Energy Act 2000
S.115**

MEMORANDUM

**GEOHERMAL EXPLORATION LICENCES
GELs 563, 564 and 565**

1. Suspension of licences is hereby entered on the public register.



**BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy**

Date: 22 May 2014

Files: F2010/000920

Petroleum and Geothermal Energy Act 2000
S.90

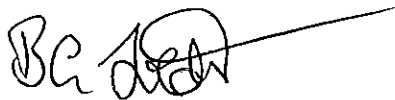
**SUSPENSION OF
GEOTHERMAL EXPLORATION LICENCES
GELs 563, 564 and 565**

I, BARRY ALAN GOLDSTEIN, Executive Director Energy Resources Division, Department for Manufacturing, Innovation, Trade, Resources and Energy, in the State of South Australia, pursuant to the provisions of the *Petroleum and Geothermal Energy Act 2000* and all other enabling powers, for and on behalf of Tom Koutsantonis, Minister for Mineral Resources and Energy (Minister), pursuant to delegated powers dated 21 March 2012 hereby -

(a) suspend geothermal exploration licences GELs 563, 564 and 565, for the period from and including 18 May 2014 to 17 May 2015.

1. No regulated activities are permitted to be carried out during this period of suspension.
2. The expiry date of GELs 563, 564 and 565 is now determined to be 17 May 2017.

Dated: 22 May 2014



BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

GEOHERMAL EXPLORATION LICENCES
GELs 563, 564 and 565

1. Variation of licence conditions is hereby entered on the public registers.



BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy

Date: 22 August 2013

Ref: F2010/000920

Petroleum and Geothermal Energy Act 2000
s25(4)

VARIATION OF
GEOHERMAL EXPLORATION LICENCES
GELs 563, 564 and 565

I, BARRY ALAN GOLDSTEIN, Executive Director, Energy Resources Division, Department for Manufacturing, Innovation, Trade, Resources and Energy, in the State of South Australia, pursuant to the provisions of the *Petroleum and Geothermal Energy Act 2000* and all other enabling powers, for and on behalf of Tom Koutsantonis, Minister for Mineral Resources and Energy (Minister), pursuant to delegated powers dated 21 March 2012 vary the conditions of the above-mentioned licences, held by -

Roxby Geothermal Pty Ltd
ACN 145 626 900

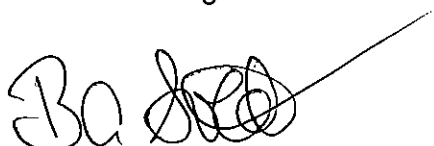
Condition 1 of each licence is omitted and the following substituted:

- “ 1. During the term of the licence, the Licensee shall carry out or cause to be carried out exploratory operations on the area comprised in the licence in accordance with such work programs as are approved by the Minister from time to time. Year one exploratory operations are guaranteed, and any subsequent licence year work program becomes guaranteed upon entry into any such licence year. These exploratory operations shall include but not necessarily be limited to:-

Year of Term of Licence	Minimum Work Requirements
One	<ul style="list-style-type: none">• Geological and geophysical review. <i>(To be conducted anywhere within the boundaries of GELs 563, 564 and 565)</i>
Two	<ul style="list-style-type: none">• Geological and geophysical review. <i>(To be conducted anywhere within the boundaries of GELs 563, 564 and 565)</i>
Three	<ul style="list-style-type: none">• Geological and geophysical review. <i>(To be conducted anywhere within the boundaries of GELs 563, 564 and 565)</i>
Four	<ul style="list-style-type: none">• Geological and geophysical review. <i>(To be conducted anywhere within the boundaries of GELs 563, 564 and 565)</i>
Five	<ul style="list-style-type: none">• Drill 5 shallow wells; and• 100 km 2D seismic; and• Geological and geophysical review. <i>(To be conducted anywhere within the boundaries of GELs 563, 564 and 565)</i>

”

Dated: 22 August 2013



BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy

PETROLEUM AND GEOTHERMAL ENERGY ACT 2000

Grant of Geothermal Exploration Licences—GELs 563, 564 and 565

NOTICE is hereby given that the undermentioned Geothermal Exploration Licences have been granted under the provisions of the Petroleum and Geothermal Energy Act 2000, pursuant to delegated powers dated 1 October 2009.

No. of Licence	Licensee	Locality	Expiry
GEL 563	Roxby Geothermal Pty Ltd	Olympic Dam—Port Augusta	17 May 2011
GEL 564			
GEL 565			

*Description of Area**GEL 563*

All that part of the State of South Australia, bounded as follows:

Commencing at a point being the intersection of latitude 31°39'30"S GDA94 and longitude 137°05'00"E GDA94, thence east to longitude 137°36'00"E GDA94, south to latitude 31°55'00"S GDA94, east to longitude 137°46'00"E GDA94, south to latitude 32°13'05"S GDA94, west to longitude 137°44'08"E GDA94, south to latitude 32°22'00"S GDA94, west to longitude 137°24'00"E GDA94, north to latitude 32°09'00"S GDA94, west to longitude 137°19'00"E GDA94, north to latitude 31°54'00"S GDA94, west to longitude 137°16'00"E GDA94, north to latitude 31°46'00"S GDA94, west to longitude 137°05'00"E GDA94, and north to the point of commencement, but excluding Lake Torrens National Park.

Area: 2 970 km² approximately.

GEL 564

All that part of the State of South Australia, bounded as follows:

Commencing at a point being the intersection of latitude 31°07'00"S GDA94 and longitude 136°50'00"E GDA94, thence east to longitude 137°20'45"E GDA94, south to latitude 31°27'00"S GDA94, east to longitude 137°36'00"E GDA94, south to latitude 31°39'30"S GDA94, west to longitude 137°05'00"E GDA94, north to latitude 31°36'00"S GDA94, west to longitude 137°00'00"E GDA94, north to latitude 31°29'00"S GDA94, west to longitude 136°58'00"E GDA94, north to latitude 31°22'00"S GDA94, west to longitude 136°50'00"E GDA94, and north to the point of commencement.

Area: 2 964 km² approximately.

GEL 565

All that part of the State of South Australia, bounded as follows:

Commencing at a point being the intersection of latitude 30°37'14"S GDA94 and longitude 137°12'24"E GDA94, thence east to longitude 137°19'00"E GDA94, south to latitude 30°41'30"S GDA94, east to longitude 137°26'00"E GDA94, south to latitude 30°52'00"S GDA94, east to longitude 137°31'00"E GDA94, south to latitude 30°58'00"S GDA94, east to longitude 137°36'00"E GDA94, south to latitude 31°04'55"S GDA94, west to longitude 137°20'45"E GDA94, south to latitude 31°07'00"S GDA94, west to longitude 136°51'00"E GDA94, north to latitude 30°41'30"S GDA94, east to longitude 137°12'30"E GDA94, and north to the point of commencement.

Area: 2 971 km² approximately.

Dated 18 May 2011.

B. A. GOLDSTEIN, Executive Director, Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

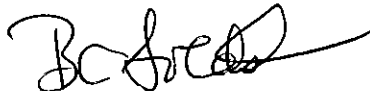
Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

GEOHERMAL EXPLORATION LICENCES
GELs 563, 564 and 565

1. These Licences granted to Roxby Geothermal Pty Ltd on 18 May 2011 are hereby entered on the public register.
2. Interest in the licences are:-

Roxby Geothermal Pty Ltd 100%



BARRY A. GOLDSTEIN
Executive Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development

Date: 18 May 2011

File: F2010/000920

PETROLEUM AND GEOTHERMAL ENERGY ACT 2000

GEOTHERMAL EXPLORATION LICENCE

GEL 563

I, BARRY ALAN GOLDSTEIN, Director Petroleum and Geothermal, Minerals and Energy Resources, Primary Industries and Resources, in the State of South Australia pursuant to the provisions of the *Petroleum and Geothermal Energy Act 2000* and all other enabling powers, for and on behalf of Tom Koutsantonis, Minister for Mineral Resources Development (Minister), pursuant to delegated powers dated 1 October 2009, HEREBY GRANT to:

Roxby Geothermal Pty Ltd
ACN 145 626 900

(hereinafter referred to as the Licensee) an Exploration Licence in relation to a source of geothermal energy in respect of the area set out below, to have effect for a period of five years and to expire on *17 May 2016* *By 18/5/11*, but carrying the right of two further renewal terms under the *Petroleum and Geothermal Energy Act 2000*.

DESCRIPTION OF AREA

The land comprised in this licence is that part of the State of South Australia described in the Schedule hereto:

CONDITIONS

1. During the term of the licence, the Licensee shall carry out or cause to be carried out, exploratory operations on the area comprised in the licence in accordance with such work programs as are approved by the Minister from time to time. Year one exploratory operations are guaranteed, and any subsequent licence year work program becomes guaranteed upon entry into any such licence year. These exploratory operations shall include but not necessarily be limited to:-

Year of Term of Licence	Minimum Work Requirements
One	<ul style="list-style-type: none">• Geological and geophysical review. (To be conducted anywhere within the boundaries of GELs 563, 564 and 565)
Two	<ul style="list-style-type: none">• Geological and geophysical review. (To be conducted anywhere within the boundaries of GELs 563, 564 and 565)
Three	<ul style="list-style-type: none">• Geological and geophysical review. (To be conducted anywhere within the boundaries of GELs 563, 564 and 565)
Four	<ul style="list-style-type: none">• Drill 5 shallow wells; and• Geological and geophysical review. (To be conducted anywhere within the boundaries of GELs 563, 564 and 565)
Five	<ul style="list-style-type: none">• 100 km 2D seismic; and• Geological and geophysical review. (To be conducted anywhere within the boundaries of GELs 563, 564 and 565)

2. The Licensee must take all reasonable precautions to minimise the risks of its activities resulting in a significant loss of petroleum reserves or a significant reduction in the recovery of petroleum reserves.
3. The Licensee must:
 - (a) upon commencement of regulated activities under this licence, maintain in force during the term of this licence public liability insurance to cover regulated activities under this licence (including sudden and accidental pollution) in the name of the Licensee for a sum not less than twenty million dollars (\$20,000,000.00) or such greater sum as specified by the Minister and make such amendments to the terms and conditions of the insurance as the Minister may from time to time require;
 - (b) maintain in force during the drilling of any well or operation in any well, control of well insurance in the name of the Licensee for a sum not less than ten million dollars (\$10,000,000.00) or such greater sum as specified by the Minister and make such amendments to the terms and conditions of the insurance as the Minister may from time to time require;
 - (c) upon request by the Minister, provide the Minister with a cover note or certificate of currency of each insurance policy referred to in paragraphs (a) and (b).
4. The Minister in specifying the levels of insurance accepts no liability for the completeness of their listing, the adequacy of the sum insured, the limit of liability, the scoped coverage, the conditions or exclusions of these insurances in respect to how they may or may not respond to any loss, damage or liability.
5. The Licensee will ensure, when preparing an Environmental Impact Report under Part 12 of the *Petroleum and Geothermal Energy Act 2000*, that the report also includes an assessment of the potential economic consequences for other licensees under the *Petroleum and Geothermal Energy 2000* or *Mining Act 1971* and owners of land, arising out of proposed regulated activities to be carried out in the licence area.
6. The Licensee must keep confidential any measurements made in a well which would enable the estimation of petroleum reserves ("Confidential Information") and must not disclose the Confidential Information without first obtaining the written consent of the licensee of the overlapping compatible licence, unless:
 - (a) it is a disclosure required under the Act, this licence or any other law;
 - (b) it is a disclosure which is for the purposes of prosecuting or defending any legal proceedings; or
 - (c) it is information which is or becomes public knowledge other than by breach of this licence condition.
7. A contract or agreement entered into by the licensee to transfer or accept liability for any well or facility constructed for the purpose of undertaking a regulated activity under the *Petroleum Act 1940* or the *Petroleum and Geothermal Energy Act 2000* cannot transfer, limit or exclude liability under the *Petroleum and Geothermal Energy Act 2000* unless written consent of the Minister is obtained.
8. In the event that the Licensee during any year of the term of this licence (a year being the period of twelve calendar months ending on the anniversary of the date upon which the licence comes into force) fails to comply with the work program requirements of this licence, it is an express term of this licence that the Minister then may use discretion to either cancel this licence or authorise such variation to these requirements as the Minister thinks fit.

9. The Licensee shall during periods determined by the Minister, lodge and maintain with the Minister, for the satisfaction of obligations arising under the Act or this licence, a security of \$50,000 (fifty thousand dollars) or such greater sum as specified by the Minister from time to time.

("the Security").

- 9.1 The Security shall be lodged in the form of either;

(a) cash; or

(b) an unconditional, irrevocable bank guarantee or letter of credit in a form, and from a financial institution, approved by the Minister,

- 9.2 Interest will not be payable by the Minister to the Licensee on any cash Security.

- 9.3 All charges incurred by the Licensee in obtaining and maintaining the Security, shall be met by the Licensee.

- 9.4 If upon expiry, this Licence is not renewed and the Minister is satisfied that there are no further obligations under this Licence or the Act, the Minister will return the Security to the Licensee.

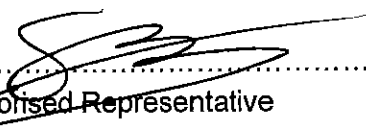
Date:..... 18 May 2011



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BARRY A. GOLDSTEIN
Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

Signed by the said LICENSEE

Date: *10 May 2011*


.....
Authorised Representative

Stephen Biggins

Name

Director

Position

Roxby Geothermal Pty Ltd

Company

GEOTHERMAL EXPLORATION LICENCE

GEL 563

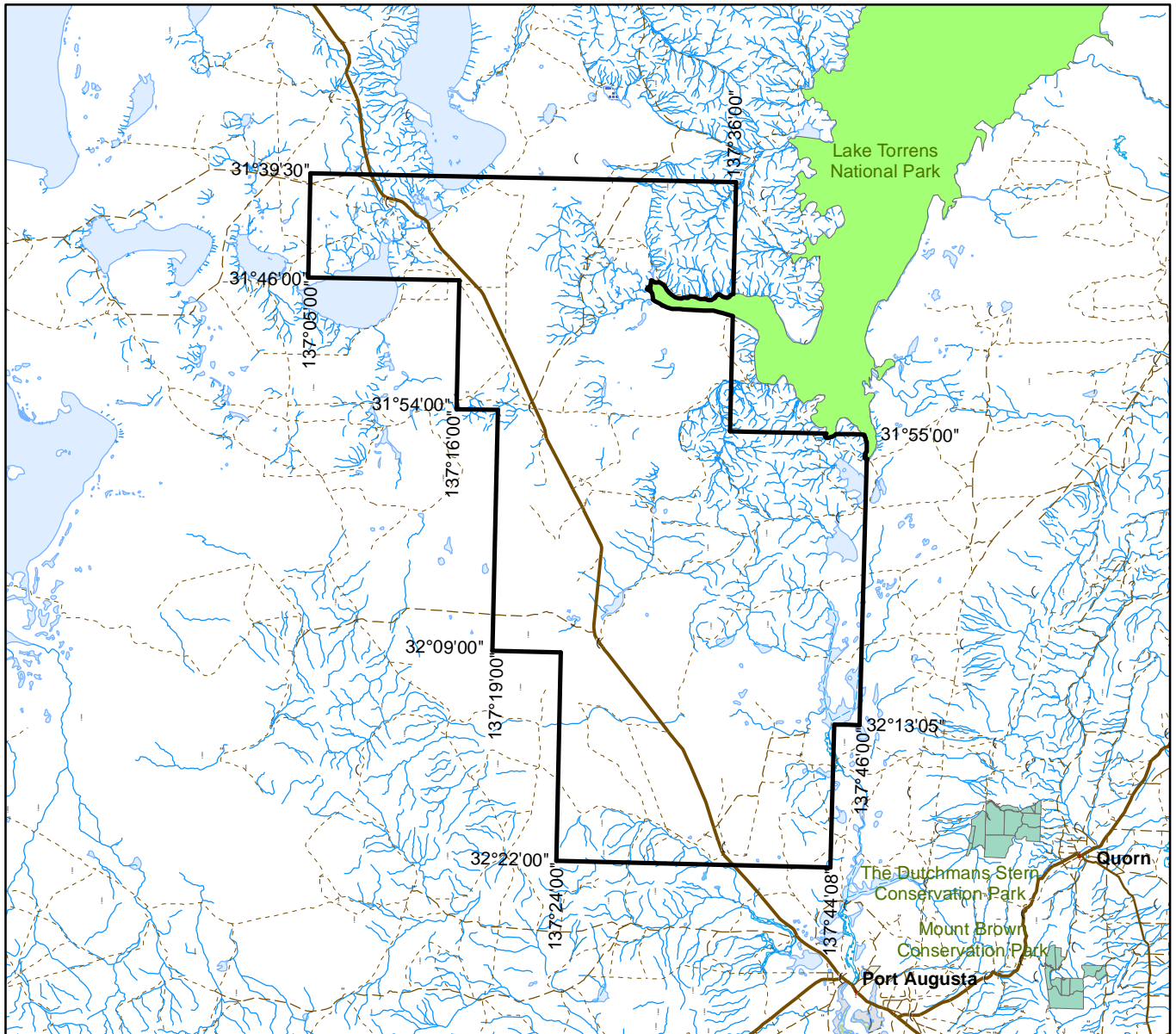
THE SCHEDULE

Description of Area

All that part of the State of South Australia, bounded as follows:-

Commencing at a point being the intersection of latitude 31°39'30"S GDA94 and longitude 137°05'00"E GDA94, thence east to longitude 137°36'00"E GDA94, south to latitude 31°55'00"S GDA94, east to longitude 137°46'00"E GDA94, south to latitude 32°13'05"S GDA94, west to longitude 137°44'08"E GDA94, south to latitude 32°22'00"S GDA94, west to longitude 137°24'00"E GDA94, north to latitude 32°09'00"S GDA94, west to longitude 137°19'00"E GDA94, north to latitude 31°54'00"S GDA94, west to longitude 137°16'00"E GDA94, north to latitude 31°46'00"S GDA94, west to longitude 137°05'00"E GDA94, and north to the point of commencement, but excluding Lake Torrens National Park.

AREA: **2970** square kilometres approximately.



Note: There is no warranty that the boundary of this licence is correct in relation to other features of the map. The boundary is to be ascertained by reference to the Geocentric Datum of Australia (GDA94) and the schedule.

THE PLAN HEREINBEFORE REFERRED TO

GEOHERMAL EXPLORATION LICENCE NO: 563