INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR GEOTHERMAL EXPLORATION LICENCE GEL 212

1.	21 October 2005	Memorandum entering GEL 212 on the public register, and notation of receipt of Security.
2.	21 October 2005	Geothermal Exploration Licence GEL 212 Interests: Scopenergy Limited 100% Granted with effect from 22 November 2005 and expiring on 21 November 2010.
3.	27 October 2005	Gazettal of Grant of GEL 212
4.	25 September 2008	Memorandum entering variation of work program on the public register.
5.	25 September 2008	Variation of work program.
6.	13 February 2009	Suspension of licence from and including 21 November 2008 until 23 July 2009. New expiry date of GEL 212 is now 23 July 2011
7.	13 February 2009	Memorandum entering suspension of licence on the public register.
8.	13 February 2009	Variation of licence conditions.
9.	13 February 2009	Memorandum entering variation of licence on the public register.
10.	19 February 2009	Gazettal of suspension of licence.
11.	22 June 2009	Variation of licence conditions.
12.	22 June 2009	Memorandum entering variation of licence conditions on the public register.
13.	1 September 2009	Memorandum entering revision to security arrangements on the public register.
14.	5 July 2011	Renewal of licence Expiry date of GEL 212 is now 23 July 2016

15.	5 July 2011	Memorandum entering renewal of licence, effective from 24 July 2011 on the public register
16.	18 February 2013	Surrender of licence with effect from 18 February 2013.
17.	18 February 2013	Memorandum entering surrender of licence on the public register.
18.	21 February 2013	Gazettal of surrender of licence.

PETROLEUM AND GEOTHERMAL ENERGY ACT 2000

Surrender of Geothermal Exploration Licences—GELs 170, 212 and 484

NOTICE is hereby given that I have accepted the surrender of the below-mentioned Geothermal Exploration Licences under the provisions of the Petroleum and Geothermal Energy Act 2000, pursuant to delegated powers dated 21 March 2012.

No. of Licences	Licensees	Date of Surrender	Reference
GEL 170	Scopenergy Limited	18 February 2013	27/2/293
GEL 212	Scopenergy Limited	18 February 2013	27/2/354
GEL 484	Osiris Energy Limited	18 February 2013	27/2/551

Dated 18 February 2013.

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

GEOTHERMAL EXPLORATION LICENCES
GELs 170, 212 and 484

Surrender of the abovementioned Geothermal Exploration Licences with effect from 18 February 2013 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: 18 February 2013

Ref: 27/2/293
27/2/345
27/2/551

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Petroleum and Geothermal Energy Act 2000

SURRENDER OF
GEOTHERMAL EXPLORATION LICENCES
GELs 170, 212 and 484

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 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 with effect from 18 February 2013, the surrender of the following Geothermal Exploration Licences:

1. GELs 170 and 212 in the name of Scopenergy Limited
2. GEL 484 in the name of Osiris Energy Limited.

Dated: 18 February 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
S.115

MEMORANDUM

RENEWAL OF
GEOTHERMAL EXPLORATION LICENCE
GEL 212

1. Renewal of this licence, effective from 24 July 2011 is hereby entered on the public register.

   Expiry date: 23 July 2016

2. Interests in the licence are:

   Scopenergy Limited 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: 5 July 2011

File: 27/2/354

Petroleum and Geothermal Energy Act 2000

FIRST RENEWAL OF GEOTHERMAL EXPLORATION LICENCE GEL 212

I, BARRY ALAN GOLDSTEIN, Executive 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:

Scopenergy Limited
ACN 095 747 729

(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 from 24 July 2011 and to expire on 23 July 2016.

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	• Geological and geophysical studies.
Two	• Geological and geophysical studies.
Three	• Geological and geophysical studies.
Four	• Geological and geophysical studies.
Five	• Drill one deep well or re-complete an existing suitable well.

2. 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 this 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 may, at his discretion, either cancel this licence or authorise such variation to these requirements as the Minister thinks fit.

3. The Licensee shall during periods determined by the Minister lodge and maintain with the Minister in the form acceptable to 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.

4. 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).

5. 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.

6. 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 Licensee under the *Petroleum and Geothermal Energy Act 2000* or *Mining Act 1971* and owners of land, arising out of proposed regulated activities to be carried out in the licence area.

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.

Date:.....5...July...2011.....

.....

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

Signed by the said LICENSEE

Date: 2nd June 2011

.....
Authorised Representative

K. Parker
.....
Name

Managing Director
.....
Position

Panax Geothermal Limited.
.....
Company

GEOTHERMAL EXPLORATION LICENCE

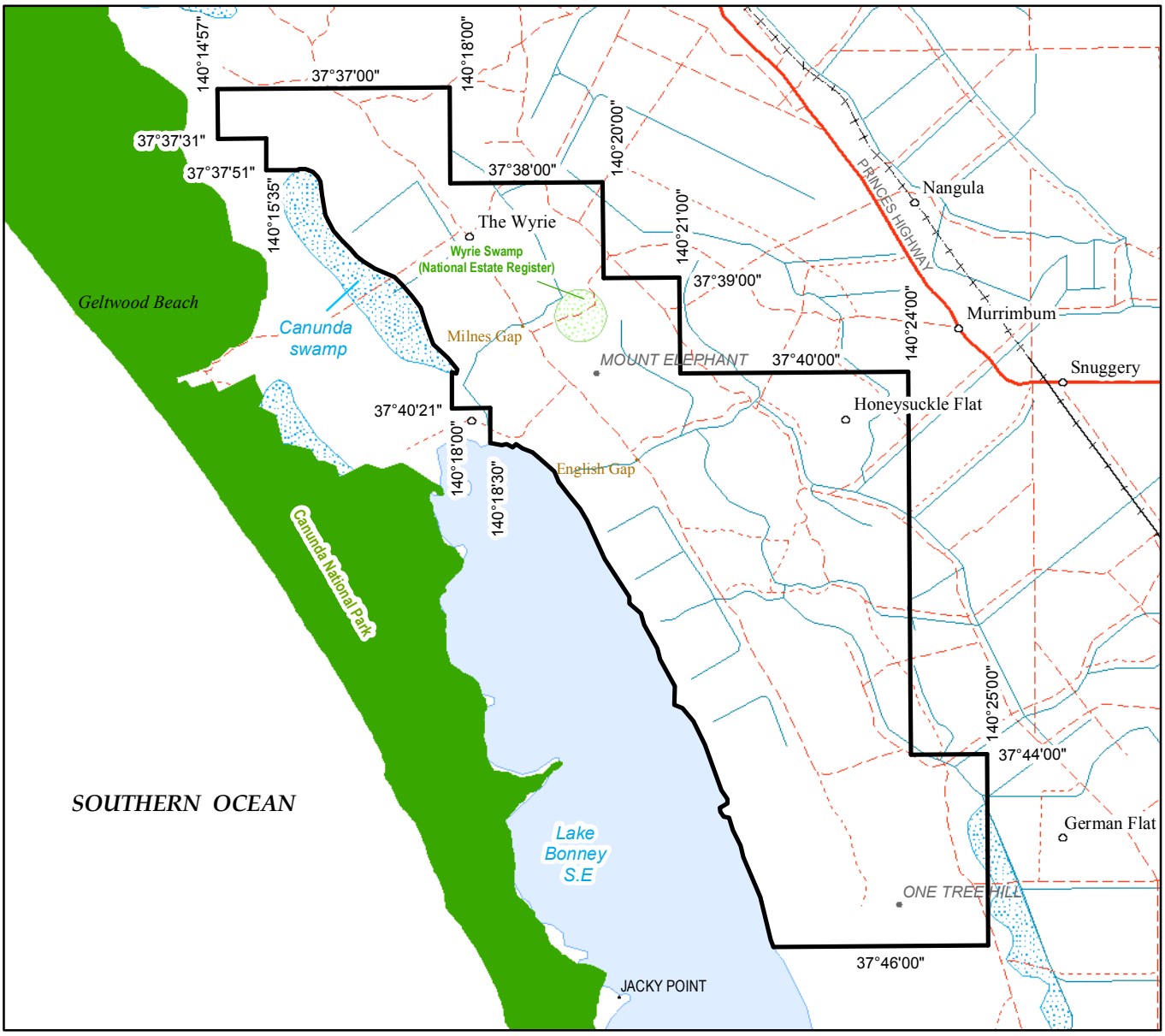
GEL 212

DESCRIPTION OF AREA

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

Commencing at a point being the intersection of latitude 37°37'00"S GDA94 and longitude 140°14'57"E GDA94, thence east to longitude 140°18'00"E GDA94,
south to latitude 37°38'00"S GDA94, east to longitude 140°20'00"E GDA94, south to latitude 37°39'00"S GDA94, east to longitude 140°21'00"E GDA94, south to latitude 37°40'00"S GDA94, east to longitude 140°24'00"E GDA94, south to latitude 37°44'00"S GDA94, east to longitude 140°25'00"E GDA94, south to latitude 37°46'00"S GDA94, west to the eastern boundary of Lake Bonney S.E, thence generally north-westerly along the boundary of the said lake to longitude 140°18'30"E GDA94, north to latitude 37°40'21"S GDA94, west to longitude 140°18'00"E GDA94, north to the southern boundary of Canunda swamp, thence beginning south-easterly along the boundary of the said swamp to latitude 37°37'51"S GDA94, west to longitude 140°15'35"E GDA94, north to latitude 37°37'31"S GDA94, west to longitude 140°14'57"E GDA94 and north to point of commencement.

AREA: **87** square kilometres approximately.



SCALE 1:125 000

2.5 1.25 0 2.5 5 7.5

Kilometres

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

GEOTHERMAL EXPLORATION LICENCE NO: 212

Government of South Australia
Primary Industries and Resources SA

SR 27/2/354 AREA: **87** sq km (approx)

Petroleum Act 2000
S.115

MEMORANDUM

GEOTHERMAL EXPLORATION LICENCES
GELs 170, 171, 172, 173, 184, 212, 220, 221, 223 and 484

1. Notation of revision to security arrangements is hereby entered on the public register of licences.

C. D. COCKSHELL
A/Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

Date: 1 September 2009

Ref:		
	27/2/293	27/2/370
	27/2/294	27/2/371
	27/2/295	27/2/354
	27/2/296	27/2/373
	27/2/310	27/2/551

Petroleum Act 2000
S.115

MEMORANDUM

GEOTHERMAL EXPLORATION LICENCES
GELs 170, 171, 172, 173,
184, 212, 223 & 484

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

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

Date: 22 June 2009

Ref:	27/2/293	27/2/310
	27/2/294	27/2/354
	27/2/295	27/2/373
	27/2/296	27/2/551

Petroleum Act 2000

VARIATION OF
GEOTHERMAL EXPLORATION LICENCE
GEL 212

I, BARRY ALAN GOLDSTEIN, Director Petroleum and Geothermal, Minerals and Energy Resources, Department of Primary Industries and Resources in the State of South Australia, pursuant to section 25 of the *Petroleum Act 2000* and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers dated 28 March 2002, Gazetted 11 April 2002, page 1573, hereby vary the conditions of Geothermal Exploration Licence GEL 212 held by -

Scopenergy Limited
ACN 095 747 729

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

" 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	• 3D modelling of geological and heat resources, including detailed 3D lithology; • Conceptual development planning, engineering and commercial scoping study; and • Measure detailed geothermal gradients in any accessible water wells. *Year 1 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*
Two	• Geological and geophysical review. *Year 2 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184, 212 and 223.*
Three	• Re-interpretation of 1,200 line km of 2D seismic data; • Review SEEBASE 3D geological model; • 159 station MT survey across Rivoli, St Clair, Tantanoola and Rendelsham Troughs; and • Drill narrow diameter holes to an aggregate depth of at least 1,800m and measure geothermal gradients. *Year 3 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184, 212 and 223.*

Four	• Drill 1 deep well; • Measure geothermal gradient; • Measurement of detailed geothermal gradients in relevant and accessible water wells; • Conduct infill geophysical surveys (if required); and • Geological and geophysical studies. *Year 4 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184, 212, 223 and 484.*
Five	• Geological and geophysical studies.

"

Dated: 22 June 2009

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

PETROLEUM ACT 2000

Suspension of Geothermal Exploration Licences—
GELs 170, 171, 172, 173, 194 and 212

PURSUANT to section 90 of the Petroleum Act 2000, notice is hereby given that the abovementioned Geothermal Exploration Licences have been suspended under the provisions of the Petroleum Act 2000, from and including 21 November 2008 until 23 July 2009, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573.

The expiry date of GELs 170, 171, 172, 173 and 184 is now determined to be 23 July 2010.

The expiry date of the GEL 212 is now determined to be 23 July 2011.

Dated 13 February 2009.

C. D. COCKSHELL,
Acting Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral
Resources Development

Petroleum Act 2000
S.115

MEMORANDUM

GEOTHERMAL EXPLORATION LICENCES
GELs 170, 171, 172, 173, 184, 212 and 223

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

C.D. COCKSHELL
A/Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

Date: 13 February 2009

Ref:		
	27/2/293	27/2/310
	27/2/294	27/2/354
	27/2/295	27/2/373
	27/2/296	

Petroleum Act 2000

VARIATION OF
GEOTHERMAL EXPLORATION LICENCE
GEL 212

I, CYRIL DAVID COCKSHELL, Acting Director Petroleum and Geothermal, Minerals and Energy Resources, Department of Primary Industries and Resources in the State of South Australia, pursuant to section 25 of the *Petroleum Act 2000* and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers dated 28 March 2002, Gazetted 11 April 2002, page 1573 hereby vary the conditions of Geothermal Exploration Licence GEL 212 held by-

Scopenergy Limited
ACN 095 747 729

Condition 1 of the 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	• 3D modelling of geological and heat resources, including detailed 3D lithology; • Conceptual development planning, engineering and commercial scoping study; and • Measure detailed geothermal gradients in any accessible water wells *Year 1 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212*
Two	• Geological and geophysical review *Year 2 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*
Three	• Re-interpretation of 1,200 line km of 2D seismic data; • Review SEEBASE 3D geological model; • 159 station MT survey across Rivoli, St Clair, Tantanoola and Rendelsham troughs; and • Drill narrow diameter holes to an aggregate depth of at least 1,800m and measure geothermal gradients. *Year 3 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*

Four	• Drill 1 deep well; • Measure geothermal gradient; • Measurement of detailed geothermal gradients in relevant and accessible water wells; • Conduct infill geophysical surveys (if required); and • Geological and geophysical studies. *Year 4 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184, 212 and 223.*
Five	• Geological and geophysical studies

"

Dated: 13 February 2009

C.D. COCKSHELL
A/Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

Petroleum Act 2000
S.115

MEMORANDUM

GEOTHERMAL EXPLORATION LICENCES
GELs 170, 171, 172, 173, 184 and 212

1. Suspension of licences from and including 21 November 2008 to 23 July 2009 is hereby entered on the public register.

2. The expiry date of GELs 170, 171, 172, 173 and 184 is now 23 July 2010.

3. The expiry date of GEL 212 is now 23 July 2011.

C.D. COCKSHELL
A/Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

Date: 13 February 2009

Ref:		
	27/2/293	27/2/296
	27/2/294	27/2/310
	27/2/295	27/2/373

Petroleum Act 2000
S.90

SUSPENSION OF
GEOTHERMAL EXPLORATION LICENCES
GELs 170, 171, 172, 173, 184 and 212

I, CYRIL DAVID COCKSHELL, Acting Director Petroleum and Geothermal, Minerals and Energy Resources, Department of Primary Industries and Resources, in the State of South Australia, pursuant to the provisions of the *Petroleum Act 2000* and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers dated 28 March 2002, Gazetted 11 April 2002, page 1573 –

(a) suspend geothermal exploration licences exploration licence GELs 170, 171, 172, 173, 184 and 212 for the period from and including 21 November 2008 to 23 July 2009.

1. No regulated activities are permitted to be carried out during the period of the suspension.

2. The expiry date of GELs 170, 171, 172, 173 and 184 is now 23 July 2010.

3. The expiry date of GEL 212 is now 23 July 2011.

Dated: 13 February 2009

C.D. COCKSHELL
A/Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

Petroleum Act 2000

VARIATION OF
GEOTHERMAL EXPLORATION LICENCE

I, BARRY ALAN GOLDSTEIN, Director Petroleum and Geothermal, Minerals and Energy Resources, Department of Primary Industries and Resources in the State of South Australia, pursuant to section 25 of the *Petroleum Act 2000* and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers dated 28 March 2002, Gazetted 11 April 2002, page 1573 hereby vary the conditions of Geothermal Exploration Licence GEL 212 held by -

Scopenergy Limited
ACN 095 747 729

Condition 1 of the 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	• 3D modelling of geological and heat resources, including detailed 3D lithology; and • Conceptual development planning, engineering and commercial scoping study; and • Measure detailed geothermal gradients in any accessible water wells. *Year 1 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212*
Two	• Geological and geophysical review. *Year 2 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*
Three	• Re-interpretation of 1,200 line km of 2D seismic data; and • Review SEEBASE 3D geological model; and • 159 Station MT survey across Rivoli, St Clair, Tantanoola and Rendelsham troughs; and • Drill narrow diameter holes to an aggregate depth of at least 1,800m and measure geothermal gradients. *Year 3 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*

Four	• Drill a deep appraisal well and conduct production testing. *Year 4 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*
Five	• Geological and geophysical studies. *Year 5 work program to be conducted anywhere within GEL 212.*

"

Dated: 25 September 2008

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

Petroleum Act 2000
S.115

MEMORANDUM

GEOTHERMAL EXPLORATION LICENCES
GELs 170, 171, 172, 173, 184 and 212

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

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

Date: 25 September 2008

Ref: 27/2/293
27/2/294
27/2/295
27/2/296
27/2/310
27/2/354

PETROLEUM ACT 2000

GEOTHERMAL EXPLORATION LICENCE

GEL 212

I, BARRY ALAN GOLDSTEIN, Director Petroleum, Minerals and Energy Division, Primary Industries and Resources, in the State of South Australia pursuant to the provisions of the *Petroleum Act 2000* and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegation dated 28 March 2002, (refer Government Gazette dated 11 April 2002 page 1573), HEREBY GRANT to:

Scopenergy Limited ACN: 45 095 747 729

(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 commencing on 22 November 2005 and expiring on 21 November 2010 but carrying the right of renewal under the *Petroleum 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	• 3D modelling of geological and heat resources, including detailed 3D lithology. • Conceptual development planning, engineering and commercial scoping study. • Measure detailed geothermal gradients in any accessible water wells. *Note: Year 1 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*

Two	• Reprocess available seismic data for detailed resolution of target areas; and/or • Conduct geophysical surveying. *Note: Year 2 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*
Three	• Drill narrow diameter holes to an aggregate of at least 3000 metres and measure detailed geothermal gradients. • Conduct 100km^2 3D Seismic Survey. *Note: Year 3 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*
Four	• Drill and complete 3 geothermal wells. • Log sedimentary remaining sequence. • Measure detailed temperature gradient. • Measure reservoir temperature. • Analysis of reservoir properties. • Analysis of reservoir fracturing. • Conduct production testing. *Note: Year 4 work program to be conducted anywhere within the boundaries of GELs 170, 171, 172, 173, 184 and 212.*
Five	• Geological and geophysical studies. *Note: Year 5 work program to be conducted within GEL 212.*

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 Act 2000*, that the report also includes an assessment of the potential economic consequences for other licensees under the *Petroleum Act 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 *2000* cannot transfer, limit or exclude liability under the *Petroleum 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: 21 Oct 05 2005

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

Signed by the said LICENSEE

Date: 18 October 2005

Authorised Representative	Witness
ROGER MARSHALL	JOHN LEACH
Name	Name
DIRECTOR	SECRETARY
Position	Position
SCOPENERGY LIMITED	SCOPENERGY LIMITED
Company	Company

SCOPENERGY LIMITED A.C.N. 095 747 729 Common Seal

GEOTHERMAL EXPLORATION LICENCE

GEL 212

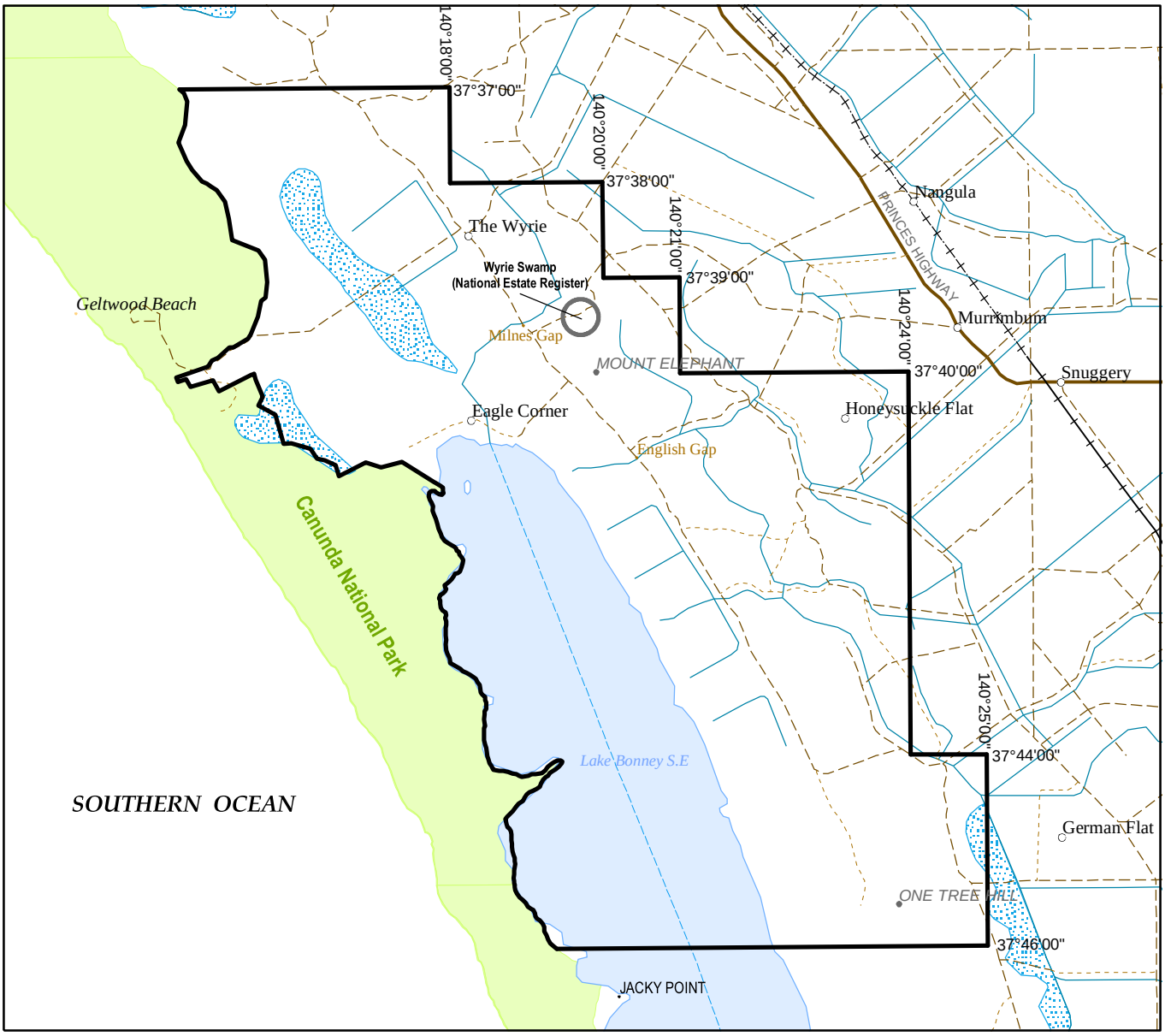
THE SCHEDULE

Description of Area

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

Commencing at a point being the intersection of longitude 140°18'00"E GDA94 and latitude 37°37'00"S GDA94, thence south to latitude 37°38'00"S GDA94, east to longitude 140°20'00"E GDA94, south to latitude 37°39'00"S GDA94, east to longitude 140°21'00"E GDA94, south to latitude 37°40'00"S GDA94, east to longitude 140°24'00"E GDA94, south to latitude 37°44'00"S GDA94, east to longitude 140°25'00"E GDA94, south to latitude 37°46'00"S GDA94, west to the eastern boundary of Canunda National Park, thence generally northwesterly along the boundary of the said National Park to latitude 37°37'00"S GDA94, and east to point of commencement.

AREA: **142** square kilometres approximately.



SCALE 1:125 000

2.5 1.25 0 2.5 5 7.5

Kilometres

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

GEOTHERMAL EXPLORATION LICENCE NO: 212

Government of South Australia

Primary Industries and Resources SA

SR 27/2/354

AREA: **142** sq km (approx)