

CONSERVATION COVENANT
(Section 77 Reserves Act 1977)

COU 5009824.9 COVENANT (ALL TYPE)
CPY-01/02.PCS-007.02/10/88.1K:51



DocID: 110111430

BETWEEN Sec 9(2)(a) [redacted]
Sec 9(2)(a) [redacted] ("the Landholders")
AND MINISTER OF CONSERVATION ("the Minister")

WHEREAS

A Section 77 of the Reserves Act 1977 provides that:

- i The Minister may agree with any owner or lessee of land that all or part of the land should be managed so as to preserve the natural environment or landscape amenity or wildlife or freshwater life or marine life habitat or historical value of the land.
- ii The terms of such agreement may be recorded in a Conservation Covenant which is registered against the title to the land or the lease so as to bind the land or the lease and its owner or lessee to the performance of the terms of the agreement, in perpetuity or for such other period as the parties may agree.

B The Landholders are registered as proprietors of the land firstly described in the schedule ("the land") Sec 9(2)(a) [redacted] to the said Sec 9(2)(a) [redacted]
Sec 9(2)(a) [redacted]

C The Landholders and the Minister have agreed that the land be managed with the following conservation objectives:

- i Protecting and enhancing the natural character of the land with particular regard to the natural functioning of ecosystems and to the native flora and fauna in their diverse communities and dynamic inter-relationships with their earth substrate and water courses and the atmosphere.
- ii Protecting the land as an area representative of a significant part of the ecological character of the Dunstan Ecological District as referred to in the draft survey report for the Protected Natural Areas Programme for the Lindis Pisa and Dunstan Ecological Districts dated February 1987.
- iii Maintaining the landscape values of the land as referred to in the "Application for exchange of property rights" submitted to the Commissioner of Crown Lands.
- iv Maintaining the historic values of the land as referred to in "The rich fields of

Sec 9(2)(a) [redacted]

Sec 9(2)(a) [redacted]

Released under the Official Information Act

Bendigo" by Jill Hamel February 1993.

NOW THEREFORE THIS DEED WITNESSES that in accordance with Section 77 of the Reserves Act 1977 the Landholders and the Minister **MUTUALLY COVENANT** that the land shall be managed for the purposes and objectives listed in recital C above, and in particular on the following conditions:

1 **THE** Landholders may graze the land to an extent consistent, in the opinion of the Minister, with the objectives of this Deed and will maintain all fences and gates on the land and its boundary in a good stockproof condition in order to facilitate proper grazing control.

The Minister may at any time monitor native vegetation in order to determine what trends are occurring in the condition of native vegetation.

The Minister may also at any time monitor historic sites.

2 **THE** Landholders will, so far as is practicable:

- a Keep the land free from gorse broom sweetbriar and all other noxious plants and in particular shall comply with the provisions of and any notices given under the Noxious Plants Act 1978 and the Biosecurity Act 1993.
- b Keep the land free from rabbits and vermin and in particular comply with the provisions of and any notices given under the Agricultural Pests Destruction Act 1967 and the Biosecurity Act 1993.
- c Keep the land free from rubbish and other unsightly or offensive material.

HOWEVER the Landholders may request assistance from the Minister in meeting these obligations if they impose a substantial burden in excess of the legal obligations that would have applied in the absence of this Deed.

3 (1) **SUBJECT** to the succeeding provisions of this clause the Landholders will not carry out or allow to be carried out without the Minister's prior approval:

- a The erection of any fence building structure or other improvements near historic sites on the land whether for the Landholders' purposes or for other private or public purposes.
- b Any cultivation earthworks or other soil disturbance on the land near historic sites.
- c Any tree planting on the land near historic sites.
- d Any prospecting or mining for minerals coal or other deposit on or under the land.

Sec 9(2)(a)

Sec 9(2)(a)

(2) **IN** this covenant "historic site" has the same meaning as the words "historic place" in the Historic Places Act 1993.

(3) **THE** Landholders at any time may remove some woody vegetation on the land secondly described in the schedule but only after receiving the Minister's prior approval.

(4) **THE** Minister will have regard to the objectives of this Deed when considering any request for approval under this clause and will not unreasonably decline approval.

4 **THE** Minister may exercise his right to object to any mining licence application which conflicts with the objectives of this Deed.

5 **THE** Landholders will permit members of the public access through the land on the existing formed Thomsons Gorge Road and from Thomsons Gorge Road up to Mt Moka and the special lease area more or less along the alignment of the existing track on or about the legal road line.

6 **THE** Landholders grant to the Minister and any officer or duly authorised agent of the Minister a right of access onto the land with or without vehicles motor vehicles machinery and implements of any kind for the purposes of examining and recording the condition of the land or for carrying out restoration protection or maintenance work on the land consistent with the objectives set out in this Deed; **HOWEVER** in exercising this right the Minister and officers or agents of the Minister will consult with the Landholders in advance and have regard to all reasonable requests.

7 **THE** Landholders will meet all survey costs required to complete the registration of this Deed.

8 (1) **THE** Landholders will notify the appropriate Fire Authority (District Council or Minister as the case may be - see section 2 Forest and Rural Fires Act 1977) in the event of wildfire threatening the land.

(2) **IF** the Minister is not the Fire Authority for the land under threat the Minister will render assistance to the Fire Authority in suppressing the fire if requested to do so or if a formalised fire agreement under section 14 of the Forest and Rural Fires Act 1977 is in place between the Minister and the Fire Authority.

(3) **THIS** assistance will be at no cost to the Landholders unless the Landholders are

Sec 9(2)(a)

Sec 9(2)(a)

responsible for the wildfire through wilful action or negligence (which includes the case where the wildfire is caused by the escape of a permitted fire due to non-adherence to the conditions of the permit).

9 **WITH** regard to that part of the land thirdly described in the schedule known as the Rise and Shine Creek area:

- a The Landholders will at all times allow the public to have foot access across that part of the land for the purpose of gaining access to historic mining sites located on it.
- b The Lessees and employees of the Department of Conservation may at any time remove woody vegetation around any historic site located on it.
- c The Minister may at any time erect interpretation signs on that part of the land but shall first consult the Lessees regarding the wording and position of the signs.
- d The Landholders will not use that part of the land for forestry and will not construct tracks on it.

10 **IT** is acknowledged that the principal historic values outside the Rise and Shine Creek area comprise three stone buildings near Ardgour Road, stone yards near Shepherds Creek, the hotel foundations and environs and the bakery in the Town of Bendigo, the dam and dam keeper's hut at the head of Aurora Creek, various mining sites in Perrys Creek and the environs, and stone yards near Devils Creek.

11 **THE** Minister may:

- a Provide to the Landholders from time to time and at any time upon request by the Landholders such technical advice or assistance as may be necessary or desirable to assist in meeting the objectives set out in this Deed.
- b Change individual conditions of this covenant by mutual agreement with the Landholders should there be any change in circumstances in the future.
- c Prepare in consultation with the Landholders a joint plan for the management of the land designed to implement the objectives of this Deed to the mutual satisfaction of the parties.

12 **FOR** the avoidance of doubt:

- a The covenants contained in this Deed shall bind the Landholders and the Landholders' heirs executors successors and assigns in perpetuity.
- b The Landholders will not be personally liable in damages for any breach of

covenant committed after they have parted with all interest in the land in respect of which such a breach occurs.

- c Where there is more than one owner of the leasehold or fee simple title to the land, the covenants contained in this Deed shall bind each owner jointly and severally.
- d Where the Landholders is a company the covenants contained in this Deed shall bind a receiver liquidator statutory manager or statutory receiver. Where the Landholders is a natural person this Deed shall bind the Official Assignee. In either case this Deed binds a mortgagee in possession.
- e The reference to any Act in this Deed extends to and includes any amendment to, or re-enactment of that Act.
- f Any notice required to be given in terms of this Deed shall be sufficiently given if made in writing and served as provided in Section 152 of the Property Law Act 1952 and shall be sufficiently given if actually received by the party to whom it is addressed or that party's solicitor.
- g Any notice required to be given by the Minister shall be sufficiently given if it is signed by the Conservator Department of Conservation Dunedin. Any notice required to be served upon the Minister shall be sufficiently served if delivered to the office for the time being of the Conservator Department of Conservation Dunedin.
- h Any dispute which arises between the Landholders and the Minister in any way relating to this Deed may be resolved by referring the dispute to an agreed third party for decision or by arbitration under the provisions of the Arbitration Act 1996. If the Arbitration Act 1996 is used and the parties fail to agree on the person to be appointed as arbitrator the appointment shall be made by the president for the time being of the Otago District Law Society.

DATED the 18th day of August 1999-2000

SCHEDULE

FIRSTLY All those parcels of land situated in the Otago Land District containing A 4180.6398 hectares more or less being Sections 1, 2, 24, 29, 34, 36 and 38 SO 24641 and being all the land comprised and described in Certificate of Title Register No. (Otago Registry) and being B 3781.8363 hectares more or less being Sections 3/9 inclusive 11/16 inclusive 23, 27, 28, 37 and 39 SO 24641 and being all the land comprised and described in Certificate of Title Register No. (Otago Registry)

SECONDLY Section 2 SO 24641 containing 68.0339 hectares more or less

THIRDLY Sections 11 and 12 SO 24641 containing 490.3886 hectares

SIGNED by Ian Whitwell an officer of the Department of Conservation pursuant to a designation given to him by the Director-General of Conservation and dated the 30th day of June 1989 acting for and on behalf of the Minister pursuant to section 117 of the Reserves Act 1977 in the presence of:

I. R. Whitwell

Witness: *[Signature]*
 Sec 9(2)(a)

Occupation: Sec 9(2)(a)

Address: *Dunedin*

Sec 9(2)(a)

SIGNED by the said
 Sec 9(2)(a)

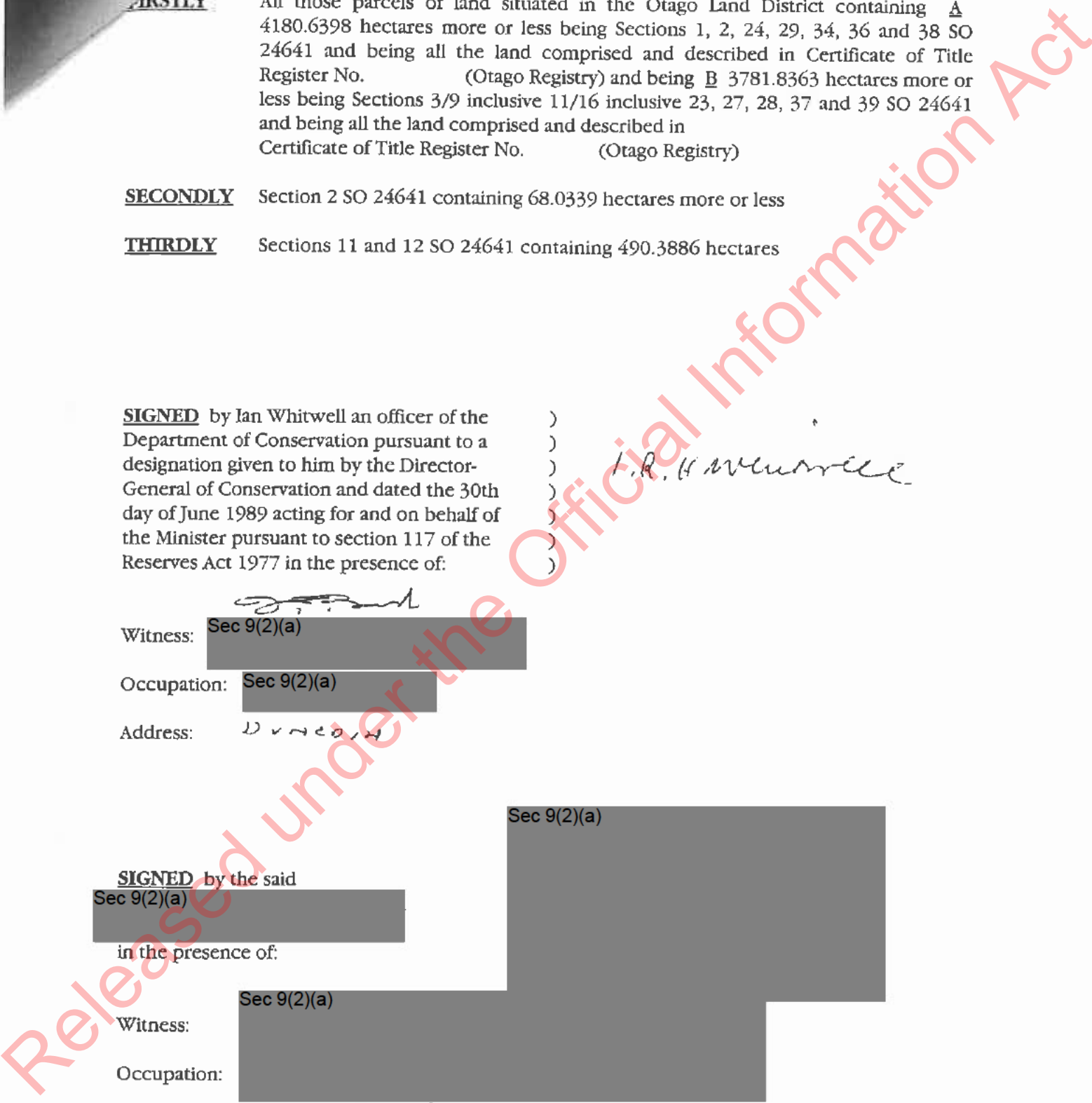
in the presence of:

Witness: Sec 9(2)(a)

Occupation: Sec 9(2)(a)

Address: *Waimate*

Sec 9(2)(a)





File: PAV-13-01-75 SSA1

18 October 2017

Sec 9(2)(a)

Bendigo Station
RD
CROMWELL

Dear Sec 9(2)(a)

LETTER OF AUTHORITY: APPROVAL FOR MINERAL EXPLORATION IN THE BENDIGO CONSERVATION COVENANT

Approval is granted to you under Section 77 of the Reserves Act 1977 to authorise Matakanui Gold Limited to excavate six 20-metre-long trenches as detailed in the Trench Sampling Programme, received at the Central Otago District Office on 20 September 2017 and subsequent refined proposal received on 15 October 2017, from Sec 9(2)(a) of Matakanui Gold Limited.

This approval is subject to the following conditions:

1. No historic sites identified in the Mamakau (Nichol & Wright) Consultancy 2006 archaeological survey report, the 'Rich Fields of Bendigo' by Jill Hamel 1993 (subsequently identified on the orthophotos provided with the Matakanui Gold Ltd Trench Sampling Programme, received 15 October 2017) or the NZ Archaeological Association Site Recording Scheme will be affected when undertaking the work.
2. At any time during the trench excavation works, in the event of any 'accidental discovery' of suspected archaeological material, including human remains, The Accidental Discovery Protocol (attached as Appendix A) must be followed and adhered to.
3. Appropriate trench warning signs are to be erected and all open trenches to be taped off using high visibility tape when unattended.
4. Any vegetation clearance required to enable vehicle access to the trench sampling sites shall be restricted to sweet briar or gorse only. No native vegetation is to be disturbed.
5. All machinery, tools and equipment must be steam cleaned so that it is free of weed seeds, plant fragments and mud prior to entering the land.
6. All work will be as detailed in the Trench Sampling Programme from Matakanui Gold Ltd received 15 October 2017.
7. No tracking, campsites or other soil disturbance shall be undertaken during the work.

8. Machinery and equipment used on site shall be maintained at all times to prevent leakage of oil and other contaminants on to the land.
9. Matakanui Gold Ltd. shall reinstate the land to the same or better condition it was before trench sampling work commenced.
10. A photographic record of rehabilitated trench sampling sites shall be provided to the Central Otago District Office within one month of the completion of works.

This approval is specific to the application set out in the refined Trench Sampling Programme received on 15 October 2017 from Matakanui Gold Ltd. It is not indicative of any associated concession or other statutory approval which may be required from the Department in respect to future exploration or mining in the Bendigo Conservation Covenant. Any change to the application will require that it be resubmitted to me for approval.

Please note that a copy of this letter will also be sent to Matakanui Gold Ltd for their signature of acceptance of the above-mentioned conditions.

Thank you for having regard to the interests of the Department.

Yours sincerely,



Mike Tubbs
Operations Manager, Central Otago District
Pursuant to delegated authority

Action Required

A representative from Matakanui Gold Limited is to sign this letter, return it to the Department prior to the commencement of trench sampling works, and keep a copy to confirm the conditions.

Representative from Matakanui Gold Limited

| Name | Signed | Date |
|-------------|--------|------------|
| Sec 9(2)(a) | | 19/10/2017 |

Appendix A

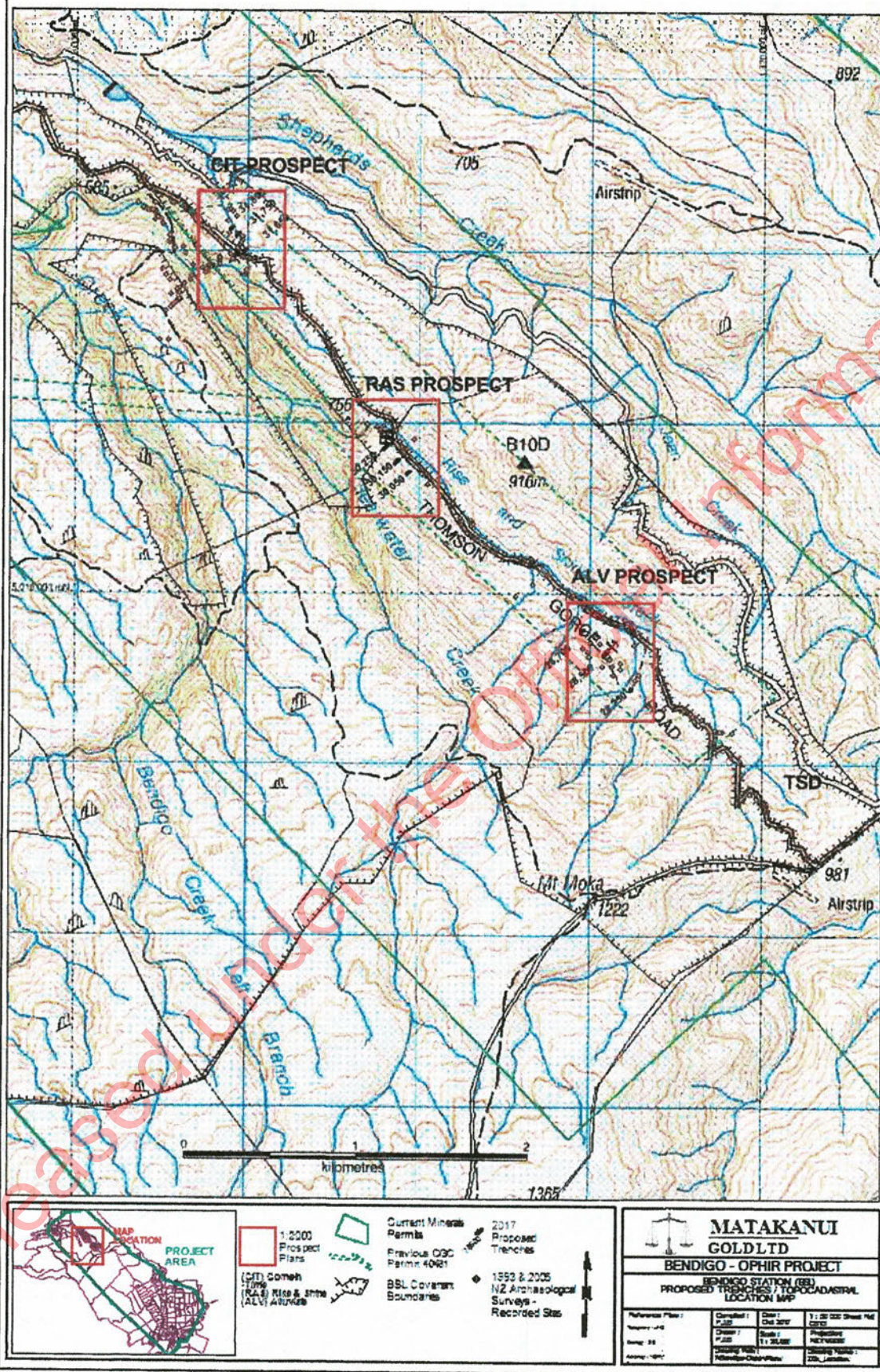
Department of Conservation Accidental Discovery Protocol for Archaeological Sites

If any archaeological site(s) are uncovered during physical works the Department of Conservation will require the site/project manager to adopt the following protocol. Evidence of archaeological sites can include New Zealand Protected Objects, oven stones, charcoal, shell midden, ditches, banks, pits, old building foundations, artefacts of Maori and European origin or human remains.

1. Work shall cease immediately at that place.
2. All machinery must be shut down, and the area secured.
3. The Site/Project Manager shall notify the Department of Conservation Central Otago District Office who will then contact Heritage New Zealand (if no general authority has been granted) and if necessary the appropriate consent process shall be initiated.
Contact: 03 440 2040 (Alexandra Office).
4. If the site is of Maori origin the Site/Project Manager shall notify Te Papatipu Rūnanga to determine what further actions are appropriate to safeguard the site or its contents.
5. If skeletal remains are uncovered the Site/Project Manager shall advise the Police, Heritage New Zealand, and the appropriate iwi contact.
6. Works affecting the archaeological site shall not resume until Heritage New Zealand, the Police (if skeletal remains are involved) and Te Papatipu Rūnanga have each given the appropriate approval for work to continue. This approval shall be transmitted to the Site/Project Manager by the Central Otago District Office unless otherwise arranged.

Note: The Site/Project Manager is someone who is on site throughout works, who can recognise an archaeological site.

Appendix B – Proposed Trench Sampling Site Locations



Department of Conservation Te Papa Atawhai
 Central Otago District Office
 PO Box 176, Alexandra 9320
www.doc.govt.nz
 docCM - 3193176



File: PAV-13-01-75 SSA1

6 March 2018

Sec 9(2)(a)

Bendigo Station
RD
CROMWELL

Dear Sec 9(2)(a)

LETTER OF AUTHORITY: APPROVAL FOR FURTHER MINERAL EXPLORATION IN THE BENDIGO CONSERVATION COVENANT

Approval is granted to you under Section 77 of the Reserves Act 1977 to authorise Matakanui Gold Limited to undertake drilling, of 60-metre-deep drill holes, at 50 sites as detailed in the Drilling Programme, received at the Central Otago District Office on 12 February 2018 from Sec 9(2)(a) of Matakanui Gold Limited.

This approval is subject to the following conditions:

1. No historic sites identified in the Mamakau (Nichol & Wright) Consultancy 2006 archaeological survey report, the 'Rich Fields of Bendigo' by Jill Hamel 1993 (subsequently identified on the orthophotos provided with the Matakanui Gold Ltd Drilling Programme, received 15 October 2017), the NZ Archaeological Association Site Recording Scheme and the Heritage Properties Ltd archaeological assessment conducted on the 13 February 2018 will be affected when undertaking the work.
2. All conditions outlined in the archaeological assessment and ecological and botanical report, commissioned by Matakanui Gold Ltd, shall be adhered to.
3. At any time during the drilling works, in the event of any 'accidental discovery' of suspected archaeological material, including human remains, The Accidental Discovery Protocol (attached as Appendix A) must be followed and adhered to.
4. Appropriate drill hole warning signs are to be erected and all open drill holes are to be taped off using high visibility tape when unattended.
5. Any vegetation clearance required to enable vehicle access to the drilling sites shall be restricted to sweet briar or gorse only. No native vegetation is to be disturbed.
6. All machinery, tools and equipment must be steam cleaned so that it is free of weed seeds, plant fragments and mud prior to entering the land.
7. All work will be as detailed in the Drilling Programme from Matakanui Gold Ltd received 15 October 2017 and 12 February 2018.

Department of Conservation Te Papa Ataurahi
Central Otago District Office
PO Box 176, Alexandra 9320
www.doc.govt.nz
docCM - 5432493

8. No tracking, campsites or other soil disturbance shall be undertaken during the work.
9. Machinery and equipment used on site shall be maintained at all times to prevent leakage of oil and other contaminants on to the land.
10. Matakanui Gold Ltd. shall reinstate the land to the same or better condition it was before drilling work commenced.
11. A photographic record of rehabilitated drill hole sites shall be provided to the Central Otago District Office within one month of the completion of works.

This approval is specific to the application set out in the Drilling Programme received on 15 October 2017 and 12 February 2018 from Matakanui Gold Ltd. It is not indicative of any associated concession or other statutory approval which may be required from the Department in respect to future exploration or mining in the Bendigo Conservation Covenant. Any change to the application will require that it be resubmitted to me for approval.

Please note that a copy of this letter will also be sent to Matakanui Gold Ltd for their signature of acceptance of the above-mentioned conditions.

Thank you for having regard to the interests of the Department.

Yours sincerely,

Mike Tubbs
Operations Manager/Pou Matarautaki - Central Otago District
Pursuant to delegated authority

Action Required

A representative from Matakanui Gold Limited is to sign this letter, return it to the Department prior to the commencement of the drilling works, and keep a copy to confirm the conditions.

Representative from Matakanui Gold Limited

Name
Sec 9(2)(a)

Signed

Date

8/03/2018

Appendix A

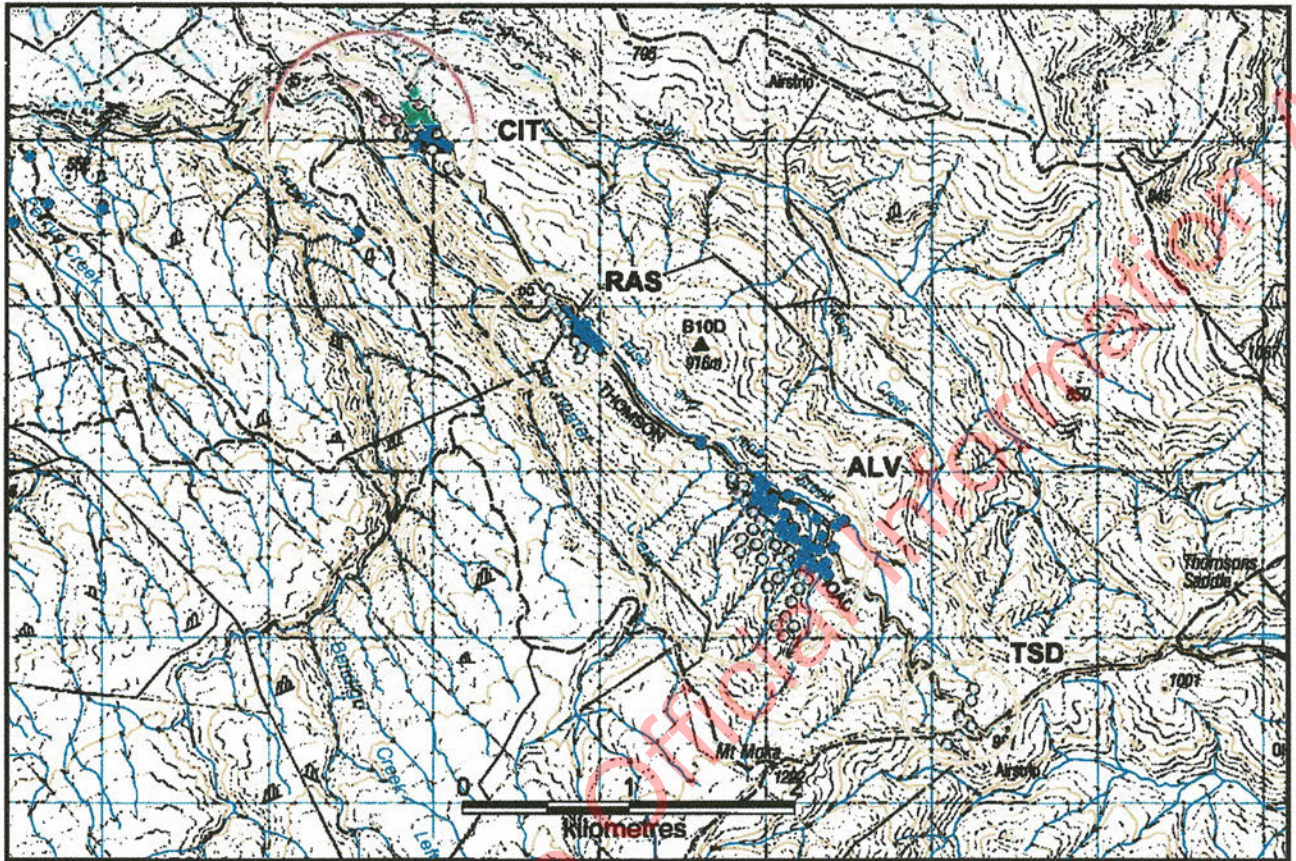
Department of Conservation Accidental Discovery Protocol for Archaeological Sites

If any archaeological site(s) are uncovered during physical works, the Department of Conservation will require the site/project manager to adopt the following protocol. Evidence of archaeological sites can include New Zealand Protected Objects, oven stones, charcoal, shell midden, ditches, banks, pits, old building foundations, artefacts of Maori and European origin or human remains.

1. Work shall cease immediately at that place.
2. All machinery must be shut down, and the area secured.
3. The Site/Project Manager shall notify the Department of Conservation Central Otago District Office who will then contact Heritage New Zealand (if no general authority has been granted) and if necessary the appropriate consent process shall be initiated.
Contact: 03 440 2040 (Alexandra Office).
4. If the site is of Maori origin the Site/Project Manager shall notify Te Papatipu Rūnanga to determine what further actions are appropriate to safeguard the site or its contents.
5. If skeletal remains are uncovered the Site/Project Manager shall advise the Police, Heritage New Zealand, and the appropriate iwi contact.
6. Works affecting the archaeological site shall not resume until Heritage New Zealand, the Police (if skeletal remains are involved) and Te Papatipu Rūnanga have each given the appropriate approval for work to continue. This approval shall be transmitted to the Site/Project Manager by the Central Otago District Office unless otherwise arranged.

Note: The Site/Project Manager is someone who is on site throughout works, who can recognise an archaeological site.

Appendix B – Proposed Drill Hole Sampling Site Locations



Previous 20th century drill site ●

Current proposed drill site ●



Ref: DOCCM-5708418

7 February 2019

Sec 9(2)(a)

Bendigo Station
RD3
CROMWELL

Dear Sec 9(2)(a)

LETTER OF AUTHORITY: APPROVAL FOR FURTHER MINERAL EXPLORATION IN THE BENDIGO CONSERVATION COVENANT

Approval is granted to you, under Section 77 of the Reserves Act 1977, to authorise Matakanui Gold Limited to undertake drilling of 50-metre-deep drill holes at 40-50 sites, and to construct temporary access tracks, as detailed in the Drilling Programme received at the Central Otago District Office on 21 December 2018 and further additional information received on 25 January 2019, from Sec 9(2)(a) of Matakanui Gold Limited.

This approval is subject to the following conditions:

1. No historic sites identified in the Mamakau (Nichol & Wright) Consultancy 2006 archaeological survey report, the 'Rich Fields of Bendigo' by Jill Hamel 1993 (subsequently identified on the orthophotos provided with the Matakanui Gold Ltd Drilling Programme, received 15 October 2017), the NZ Archaeological Association Site Recording Scheme and the Heritage Properties Ltd archaeological assessment conducted on the 14 December 2018, will be affected when undertaking the work.
2. All conditions and recommendations outlined in the archaeological assessment and ecological and botanical report, commissioned by Matakanui Gold Ltd, must be adhered to.
3. All necessary resource consents/council approvals, associated with the construction of temporary access tracks, must be obtained.
4. At any time during the drilling and access track works, in the event of any 'accidental discovery' of suspected archaeological material, including human remains, The Accidental Discovery Protocol (attached as Appendix A) must be followed and adhered to.
5. Construction of temporary access tracks shall be limited to only what is deemed necessary to achieve a safe gradient for vehicle and drill rig access.
6. Vegetation clearance required to enable vehicle and drill rig access to drilling sites shall be restricted to sweet briar or gorse where possible. No native vegetation is to be disturbed where practicable.

7. Other than required temporary access tracks, no campsites or other soil disturbance must be undertaken during the works.
8. Appropriate drill hole warning signs are to be erected and all open drill holes are to be taped off using high visibility tape when unattended.
9. All work will be as detailed in the Drilling Programme and Assessment of Environmental Effects, received from Matakanui Gold Ltd on 15 October 2017, 21 December 2018 and 25 January 2019.
10. All machinery, tools and equipment must be steam cleaned so that it is free of weed seeds, plant fragments and mud prior to entering the land.
11. All machinery, tools and equipment must be re-cleaned after it has operated in previous sections of the land where weed infestations are present.
12. Machinery and equipment used on site must be maintained at all times to prevent leakage of oil and other contaminants on to the land.
13. Immediately upon the completion of works, Matakanui Gold Ltd. must reinstate the land to the same or better condition it was before works commenced.
14. Rehabilitation of temporary access tracks must follow the existing contours of the land
15. A photographic record of rehabilitated drill hole sites and access track sites shall be provided to the Central Otago District Office within one month of the completion of works.

This approval is specific to the application set out in the Drilling Programme received on 21 December 2018, and additional Assessment of Environmental Effects received 25 January 2019, from Matakanui Gold Ltd. It is not indicative of any associated concession or other statutory approval which may be required from the Department in respect to future exploration or mining in the Bendigo Conservation Covenant.

This approval does not authorise works within the area identified as 'Upper Thomsons Area (UTS)', as it lies outside the Covenant boundaries. Any works undertaken in this area will require a separate approval from the Commissioner of Crown Lands, due to the lands pastoral lease status.

Any change to the application will require that it be resubmitted to me for approval.

Please note that a copy of this letter will also be sent to Matakanui Gold Ltd for their signature of acceptance of the above-mentioned conditions.

Thank you for having regard to the interests of the Department.

Yours sincerely,



Mike Tubbs
Operations Manager, Central Otago District
Pursuant to delegated authority

Action Required

A representative from Matakanui Gold Limited is to sign this letter, return it to the Department prior to the commencement of the drilling works, and keep a copy to confirm the conditions.

Representative from Matakanui Gold Limited

Name
Sec 9(2)(a)

[Redacted Name]

Signed
Sec 9(2)(a)

[Redacted Signature]

Date

12/02/2019

Released under the Official Information Act

Appendix A

Department of Conservation Accidental Discovery Protocol for Archaeological Sites

If any archaeological site(s) are uncovered during physical works, the Department of Conservation will require the site/project manager to adopt the following protocol. Evidence of archaeological sites can include New Zealand Protected Objects, oven stones, charcoal, shell midden, ditches, banks, pits, old building foundations, artefacts of Maori and European origin or human remains.

1. Work shall cease immediately at that place.
2. All machinery must be shut down, and the area secured.
3. The Site/Project Manager shall notify the Department of Conservation Central Otago District Office who will then contact Heritage New Zealand (if no general authority has been granted) and if necessary the appropriate consent process shall be initiated.
Contact: 03 440 2040 (Alexandra Office).
4. If the site is of Maori origin, the Site/Project Manager shall notify Te Papatipu Rūnanga to determine what further actions are appropriate to safeguard the site or its contents.
5. If skeletal remains are uncovered, the Site/Project Manager shall advise the Police, Heritage New Zealand, and the appropriate iwi contact.
6. Works affecting the archaeological site shall not resume until Heritage New Zealand, the Police (if skeletal remains are involved) and Te Papatipu Rūnanga have each given the appropriate approval for work to continue. This approval shall be transmitted to the Site/Project Manager by the Central Otago District Office unless otherwise arranged.

Note: The Site/Project Manager is someone who is on site throughout works, who can recognise an archaeological site.

Appendix B – Proposed Drill Hole Sampling Sites and Access Track Locations

MATAKANUI GOLD BENDIGO-OPHIR PROJECT 2019 DRILLING SITES & TRACKS UPDATE 31 Jan 19


















Updated track locations (with indicative extent of excavations) are modified from plans submitted with CODC RMA consent application as a consequence of the field visit on 25th January with CODC planner (Oli Monthule-McIntosh) and QV Valuer (Ken Taylor for Crown / LINZ Matakaniui Station landowner representative).

With RMA consent processing delays currently being experienced at CODC, MGL was recommended to utilize drill-rig capable slopes for access for pre-Winter programme completion. (Tracked drill rig slope capability from 2018 drilling is +/-20°).

Plans (local grid lines and NZTM coordinates) show target extent, track info, <150 mm (diameter), 40-60 metre (depth) indicative drillhole sites (indicative as exact positions are determined once programme commences, rig is on-site and follow-on sites are modified daily as results of prior drillholes are processed).

Zoomed detail plans are annotated with track type, slope angle and 2018 LiDAR 5.0 metre & 0.50 metre topographic contours and orthophotography.

Map Legend - Bendigo-Ophir Project 2019 Dunstan Range - Drillholes & Tracking

| | | | | | |
|---|---|---|--|---|---|
|  | Indicative 2019 Drill (DH) site |  | Formed Roads / Tracks |  | Extrapolated Fault zone |
|  | MGL 2018 Drill (DH) site |  | Existing Ridge / Farm Tracks |  | 2017 Prospect Inferred Resource Extent |
|  | 1986 - 2007 Drill (DH) site |  | Indicative 2019 Ridge DH Access Tracks |  | 2019 Prospect Exploration Focus |
|  | 1996 - 2017 Trench Site (Rehabilitated) |  | Indicative 2019 DH Track side-slope Excavation |  | 2018 LiDAR Derived topographic contours (0.50m) |
|  | Initial 2019 Indicative Tracks Pre-23/01/19 Field visit |  | Detour (washout Formed Road UTS only) |  | Mine shafts / trenches / adits / openpits |
| | | | |  | |
| | | | |  | Land Boundary |

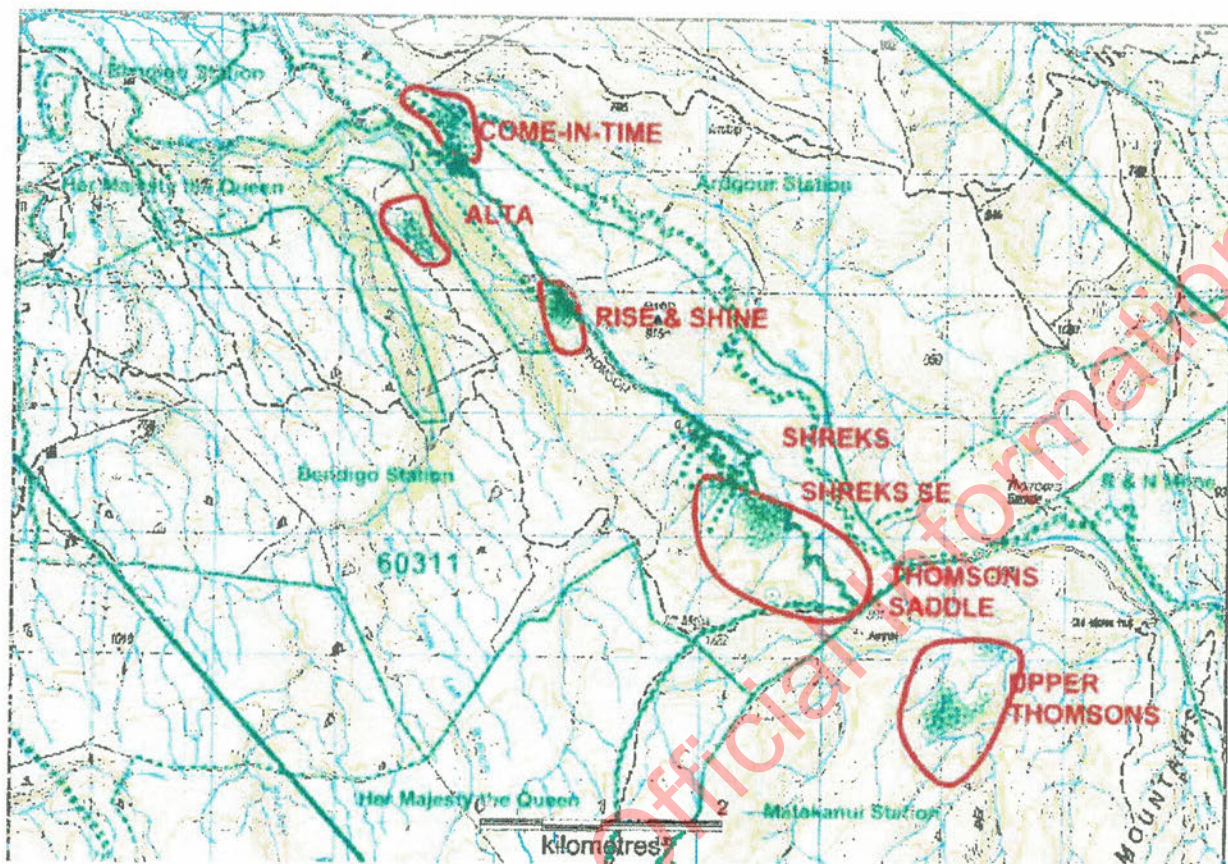
Department of Conservation *Te Papa Atawhai*

Central Otago District Office

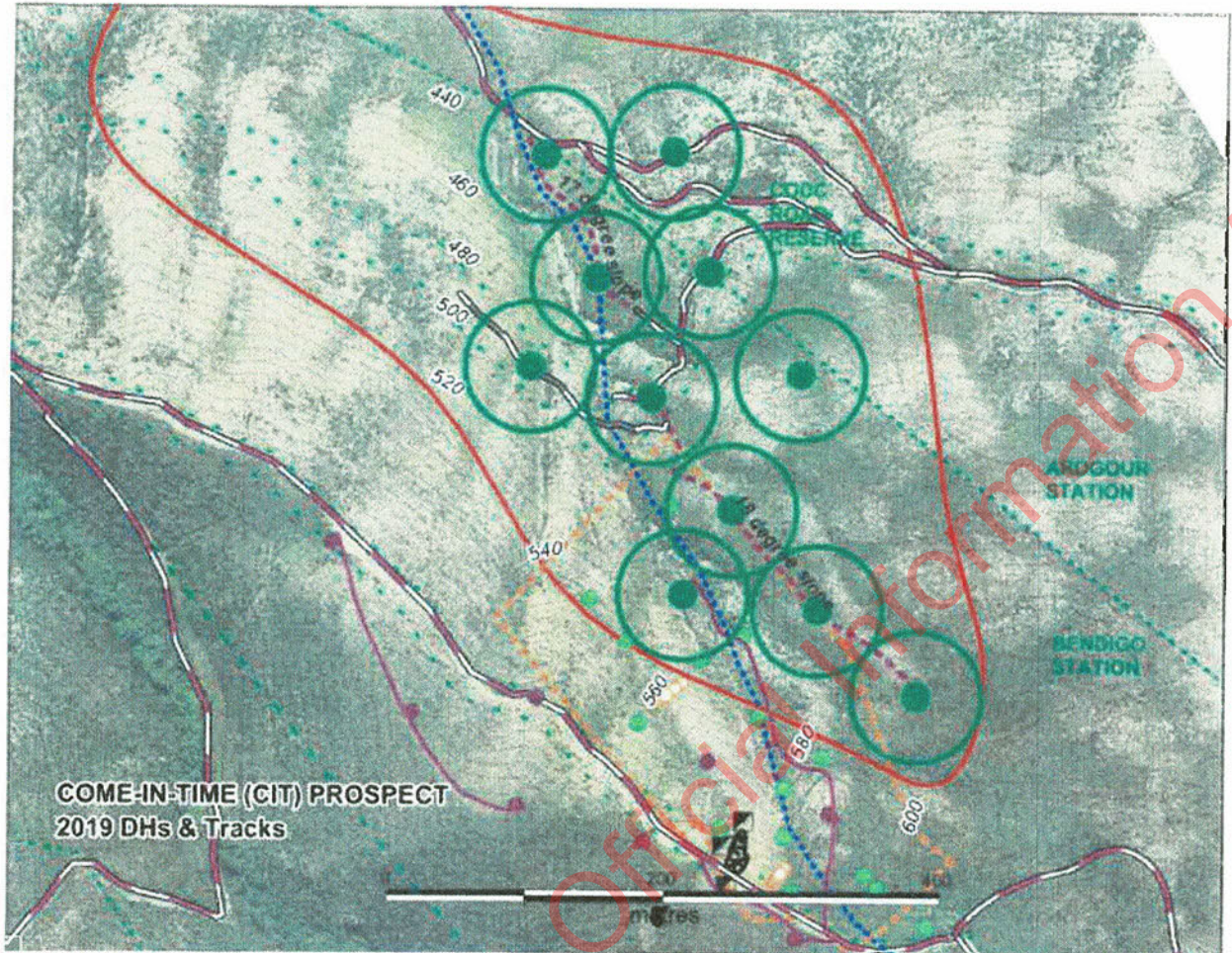
PO Box 176, Alexandra 9320

www.doc.govt.nz

2019 DRILLING / PROSPECTS / LAND OVERVIEW MAP



COME-IN-TIME (CIT) PROSPECT - BENDIGO & ARDGOUR STATIONS



ALTA (ALT) PROSPECT – BENDIGO STATION

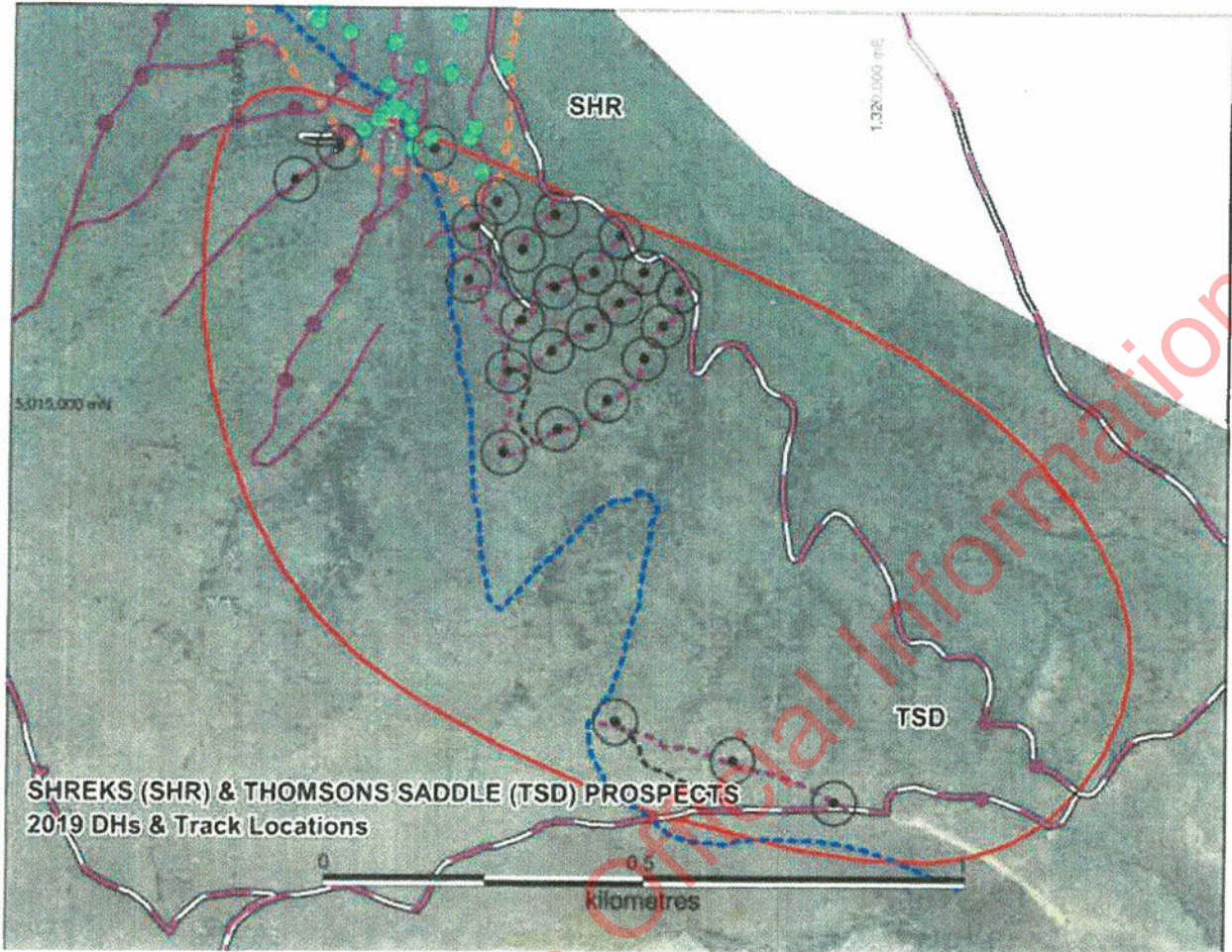


Released under the Official Information Act

RISE & SHINE (RAS) PROSPECT – BENDIGO STATION

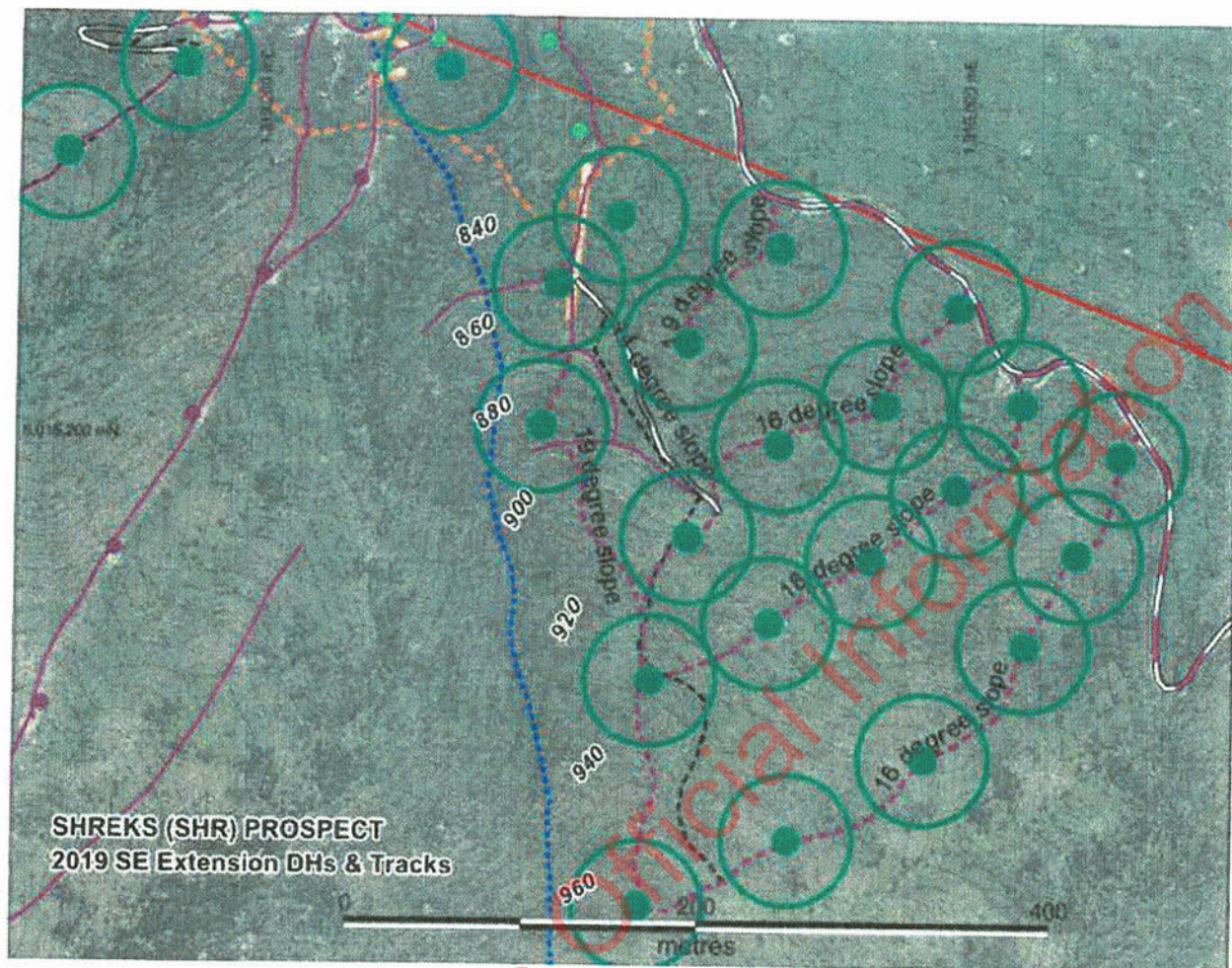


SHREKS (SHR) & THOMSONS SADDLE (TSD) PROSPECTS – BENDIGO STATION



Released under the Official Information Act

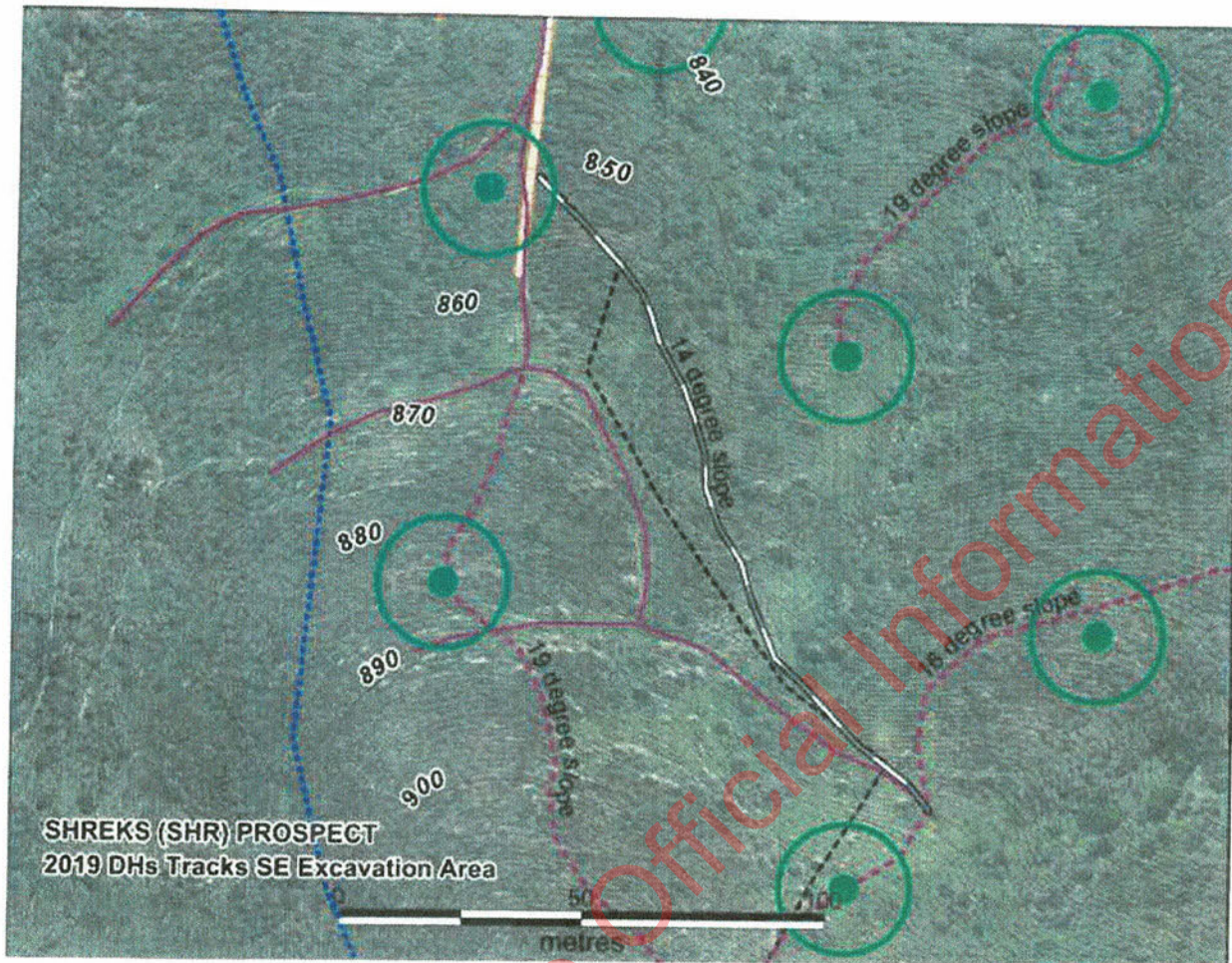
SHREKS (SHR) PROSPECT - South East - BENDIGO STATION



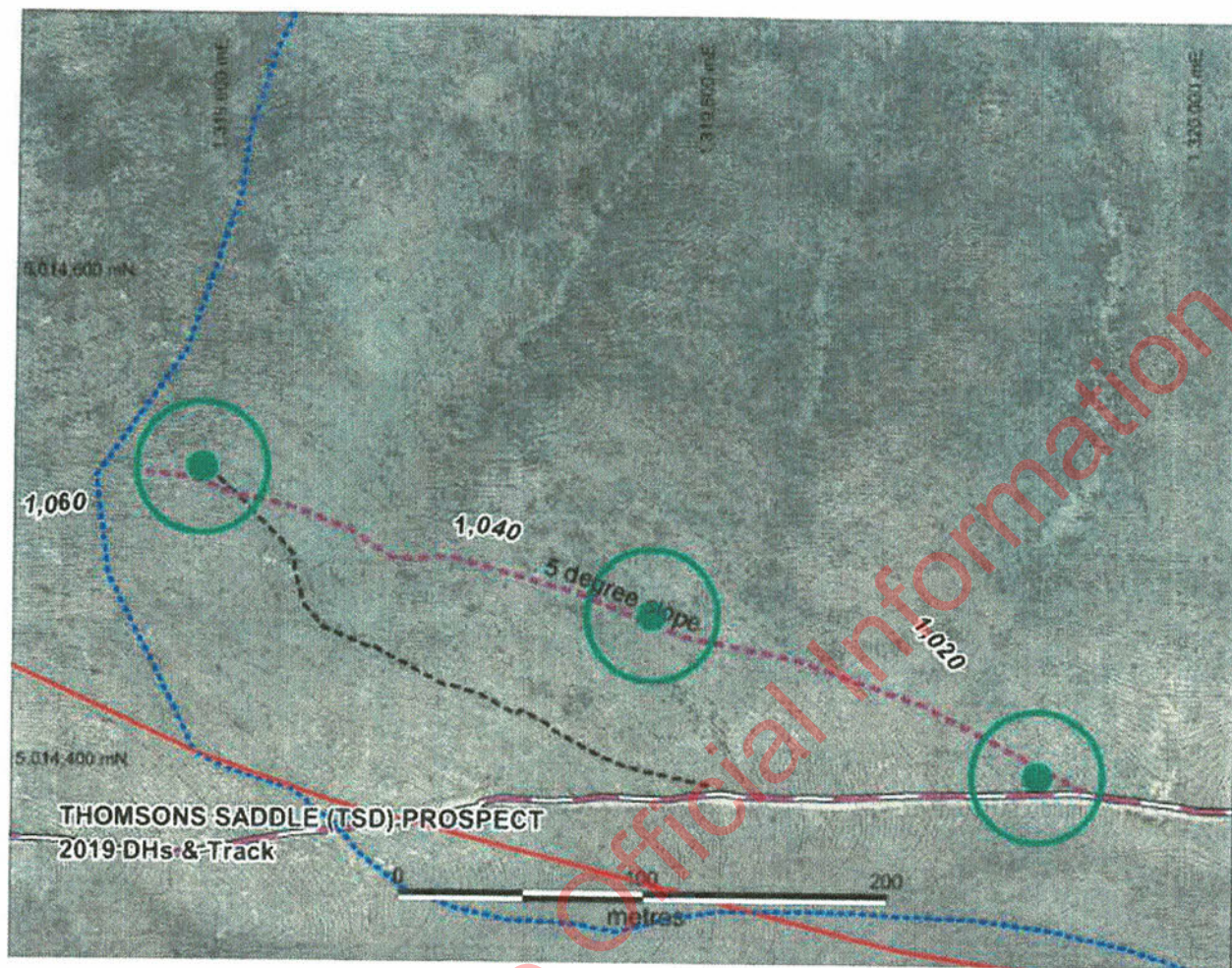
Act

Released under the Official Information Act

SHREKS (SHR) PROSPECT – South East - EXCAVATION AREA ZOOM – BENDIGO STATION



THOMSONS SADDLE (TSD) PROSPECT - BENDIGO STATION



Released under the Official Information Act



Ref: DOCCM-7183973

25 October 2022

Sec 9(2)(a)

Bendigo Station
RD3
CROMWELL

Tēnā koe Sec 9(2)(a)

**LETTER OF AUTHORITY: APPROVAL FOR FURTHER MINERAL EXPLORATION
WITHIN BENDIGO CONSERVATION COVENANT**

Approval is granted to you, subject to the conditions outlined in Appendix A of this letter, under Section 77 of the Reserves Act 1977, to authorise Matakanui Gold Limited to undertake the following mineral exploration drilling activities:

- 1) Drilling at 50 sites and to construct temporary drill pads within the target areas identified in the application as Shreks (SHR), Shreks East (SHE) and Thompson Saddle (TSD) – **Section 11 & 15 SO 24641.**
- 2) Construction of a single 800m temporary access track within the target area identified in the application as Shreks (SHR) - **Section 11 SO 24641** (as identified in the covenant document as the 'Rise and Shine Creek' area).
- 3) Construction of no more than 2km of temporary access tracks within the target areas identified in the application as Shreks (SHR), Shreks East (SHE) and Thompson Saddle (TSD) – **Section 15 SO 24641.**

The above activities were considered as described in the application received on 23 May 2022, subsequent emails dated 27 & 28 June 2022, 3 July 2022 and amended application received on the 4 October 2022.

In regards to the approval for activity (2), due to the apparent increasing nature of drilling activities within this area as a whole, the accumulating effects are now deemed to be greater than previously assessed. As such, this will be the final approval for construction of access tracking within the 'Rise and Shine Creek' area (Section 11 & 12 SO 24641). Any future written requests for approval by Matakanui Gold Ltd. to construct access tracks within this area will be declined.

In making my decision, consideration was given to both the specific mention of tracking in Condition 9(d) of the covenant document and the covenant document as a whole, including ensuring the objectives of the covenant are met and consideration of the reports that were referred to when the covenant was agreed.

Department of Conservation Te Papa Atawhai

Central Otago District Office
PO Box 176, Alexandra 9320
www.doc.govt.nz

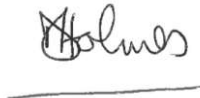
This approval is specific to the application that is described above. It is not indicative of any associated concession or other statutory approval which may be required from the Department in respect to future exploration or mining in the Bendigo Conservation Covenant.

Any change to the application will require that it be resubmitted to me for approval.

Please note that a copy of this letter will also be sent to Matakanui Gold Ltd for their signature of acceptance of the conditions.

Thank you for having regard to the interests of the Department of Conservation (Department).

Nāku noa, nā,



Nicola J Holmes
Pou Matarautaki Operations Manager, Central Otago District
Pursuant to delegated authority

Action Required

A representative from Matakanui Gold Limited is to sign this letter, return it to the Department prior to the commencement of the drilling works, and keep a copy to confirm the conditions.

Representative from Matakanui Gold Limited

| | | |
|--------------------------------|---------------------------|---------------------------|
| Name Sec 9(2)(a) | Signed Sec 9(2)(a) | Date 26/10/2022 |
| Position Sec 9(2)(a) | | |

Appendix A – Special Conditions

General

1. All necessary resource consents/council approvals, associated with the construction of temporary access tracks and drill pads, must be obtained and conditions adhered to.
2. All conditions and recommendations outlined in the 23 June 2022 archaeological assessment report and June 2021 ecological and botanical report, commissioned by Matakanui Gold Ltd, must be adhered to.
3. All machinery, tools and equipment must be steam cleaned so that it is free of weed seeds, plant fragments and mud prior to entering the land.
4. All machinery, tools and equipment must be re-cleaned after it has operated in previous sections of the land where weed infestations are present.
5. Machinery and equipment used on site must be maintained at all times to prevent leakage of oil and other contaminants on to the land.
6. Any vegetation removal and soil disturbance must be kept to a minimum. No native vegetation is to be disturbed.
7. Prior to construction of temporary access tracks and drill pads a suitably qualified and experienced botanical specialist must identify, and brief contractors, where avoidance of native vegetation is required.
8. Any rocky outcrops found to be present within the affected areas must not be disturbed.
9. Construction of temporary access tracks shall be limited to only what is deemed necessary to achieve a safe gradient for vehicle and drill rig access.
10. Other than required temporary drill pads and access tracks, no campsites or other soil disturbance must be undertaken during the works.
11. Appropriate drill hole warning signs are to be erected and all open drill holes are to be taped off using high visibility tape when unattended.
12. Rehabilitation (recontouring and revegetation) of the single 800m temporary access track, located within Section 11 SO 24641, must be completed by 31 October 2023.
13. All temporary access tracks (within Section 15 SO 24641), drill pads and drill holes must be fully rehabilitated, including revegetated, within three years from the commencement date of construction.
14. Immediately upon the completion of works, Matakanui Gold Ltd. must reinstate the land to the same or better condition it was before works commenced.
15. Rehabilitation of temporary access tracks must follow the previously existing contours of the land.
16. Revegetation planting of disturbed areas must be conducted under the advice of a suitably qualified and experienced botanical specialist (agreed with the Department) and in alignment with the objectives of the covenant.
17. The Department, including any designated representative of the Department, may undertake on-site monitoring to confirm compliance with the conditions contained herein. Matakanui Gold Ltd. shall meet the associated costs of such monitoring undertaken by the Department.

Department of Conservation *Te Papa Atawhai*

Central Otago District Office
PO Box 176, Alexandra 9320
www.doc.govt.nz

Heritage

18. No historic sites identified in the Mamakau (Nichol & Wright) Consultancy 2006 archaeological survey report, the 'Rich Fields of Bendigo' by Jill Hamel 1993 (subsequently identified on the orthophotos provided with the Matakanui Gold Ltd Drilling Programme, received 15 October 2017), the NZ Archaeological Association Site Recording Scheme and the NZ Heritage Properties archaeological assessment dated the 23 June 2022, will be affected when undertaking the work.
19. At any time during the drilling and access track works, in the event of any 'accidental discovery' of suspected archaeological material, including human remains, The Accidental Discovery Protocol must be followed and adhered to.
20. Prior to construction of the single 800m temporary access track within the 'Rise and Shine Creek' area (Section 11 SO 24641), a suitably qualified and experienced archaeologist must:
 - Undertake an on the ground survey of the proposed track alignment to ensure no heritage features are affected.
 - Suitably mark (i.e.: clearly visible tape or marker pegs) any heritage features found to be present in the vicinity of the works, to ensure no accidental damage occurs.
 - Identify and implement suitable photograph monitoring points, by way of ground marker pegs, and take photographs along the full track alignment.

Post rehabilitation of the single 800m temporary access track (recontouring and revegetation):

 - Take photographs along the full track alignment at the aforementioned monitoring points.
 - Provide a final report, including photographs to the Department's Central Otago District Office (alexandra@doc.govt.nz) within one month of the completion of rehabilitation works.

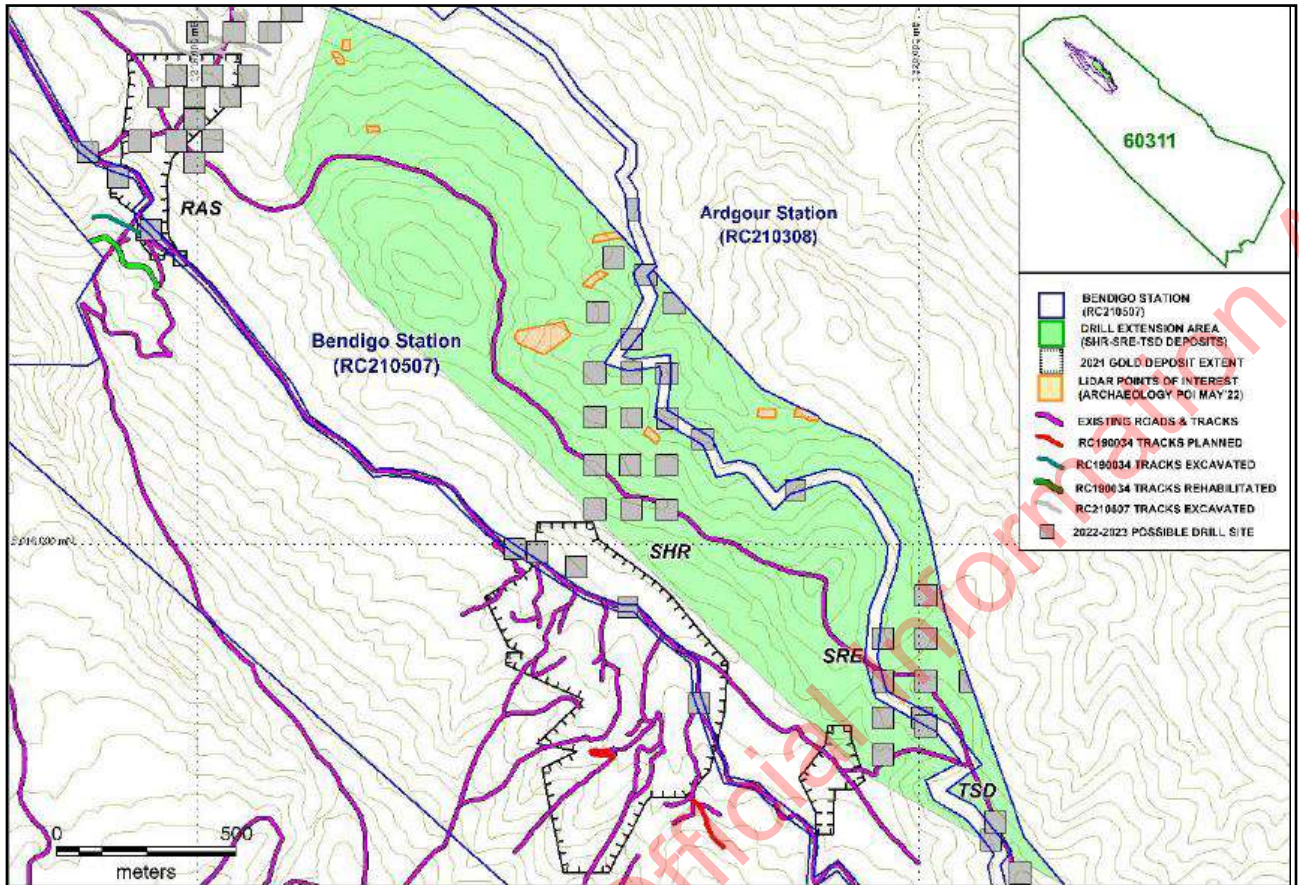
Reporting

21. A detailed annual report must be submitted to the Department's Central Otago District Office (alexandra@doc.govt.nz) by 31 December of each year. The annual report must include, but is not limited to, the following:
 - Topographic location map of rehabilitated drill holes, drill pads and access tracks.
 - Topographic location map of active - yet to be rehabilitated - drill holes, drill pads and access tracks.
 - Photographic record (before construction/post rehabilitation) of rehabilitated drill holes, drill pads and access tracks, cross referenced to the corresponding topographic location map.
 - Construction commencement dates of all active – yet to be rehabilitated - drill holes, drill pads and access tracks, cross referenced to the corresponding topographic location map.
 - Details of plant species planted at each revegetated site.

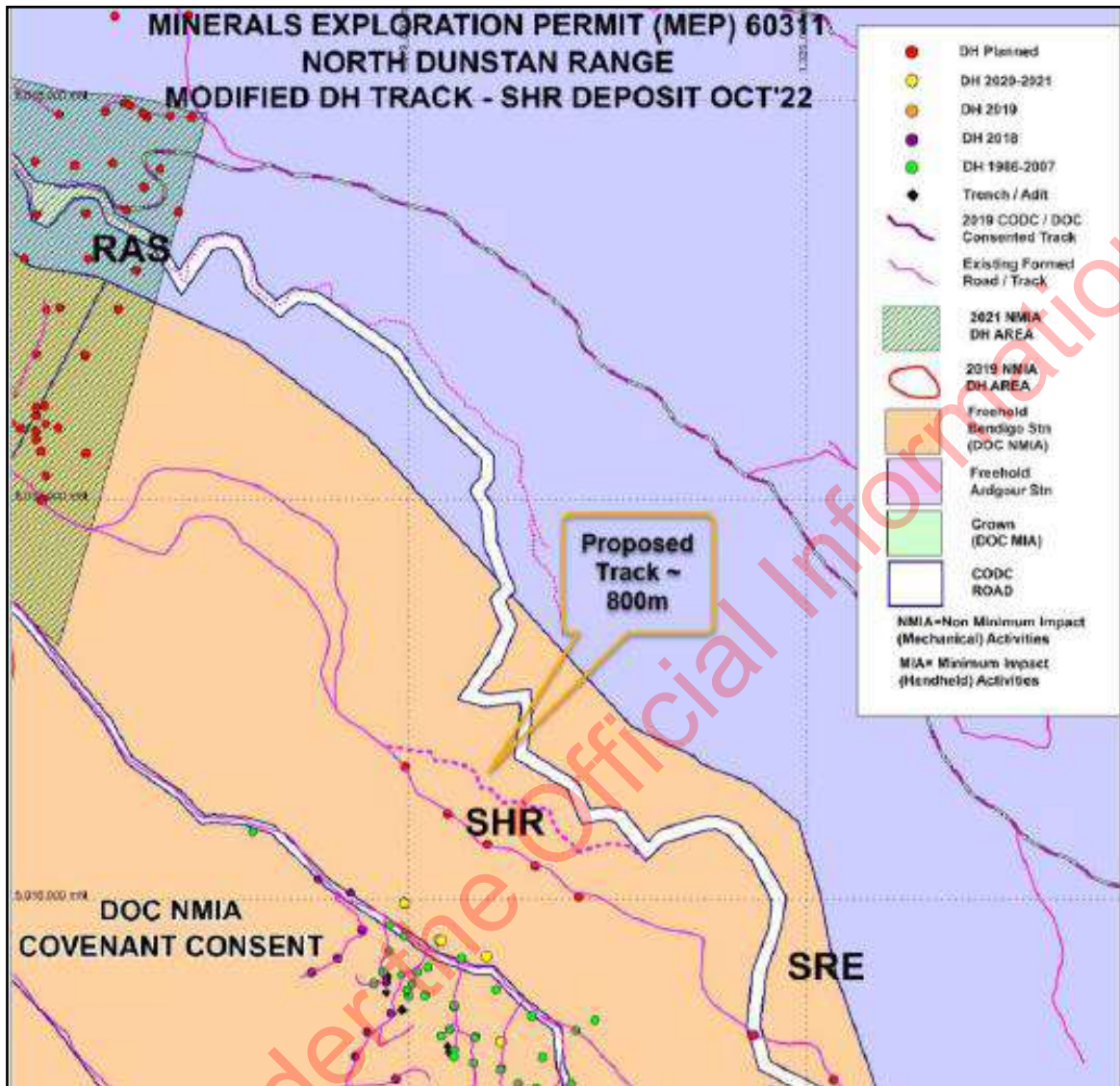
Department of Conservation *Te Papa Atawhai*

Central Otago District Office
PO Box 176, Alexandra 9320
www.doc.govt.nz

Appendix B – Drilling location sites 2022/2023 (sourced from application)



Appendix C – Single 800m temporary access track location, within Section 11 SO 24641 – ‘Rise and Shine Creek’ area (sourced from application)





Ref: DOC-7264800

17 February 2023

Sec 9(2)(a)
Bendigo Station
RD3
CROMWELL

Tēnā koe ^{Sec 9(2)(a)}

**LETTER OF AUTHORITY: APPROVAL FOR FURTHER MINERAL EXPLORATION
WITHIN BENDIGO CONSERVATION COVENANT**

Approval is granted to you, subject to the conditions outlined in Appendix A of this letter, under Section 77 of the Reserves Act 1977, to authorise Matakanui Gold Limited to undertake the following mineral exploration activities:

- 1) Drilling at a further 50 sites and to construct associated temporary drill pads, within the target area identified in the application as Rise and Shine (RAS).

The above activities were considered as described in the application received on 11 January 2023.

This approval is specific to the application that is described above. It is not indicative of any associated concession or other statutory approval which may be required from the Department in respect to future exploration or mining in the Bendigo Conservation Covenant.

Any change to the application will require that it be resubmitted to me for approval.

Please note that a copy of this letter will also be sent to Matakanui Gold Ltd for their signature of acceptance of the conditions.

Thank you for having regard to the interests of the Department of Conservation (Department).

Ngā mihi,

A handwritten signature in black ink, appearing to read "Nicola J Holmes", with a horizontal line underneath.

Nicola J Holmes
Pou Matarautaki Operations Manager, Central Otago District
Pursuant to delegated authority

Action Required

A representative from Matakanui Gold Limited is to sign this letter, return it to the Department prior to the commencement of the drilling works, and keep a copy to confirm the conditions.

Representative from Matakanui Gold Limited

Name

Sec 9(2)(a)

Signed

Sec 9(2)(a)

Date

Position

Sec 9(2)(a)

Released under the Official Information Act

Appendix A – Special Conditions

General

1. All necessary resource consents/council approvals associated with the construction of temporary drill pads, must be obtained and conditions adhered to.
2. All conditions and recommendations outlined in the 9 September 2021 archaeological assessment report and June 2021 ecological and botanical report, commissioned by Matakanui Gold Ltd, must be adhered to.
3. All machinery, tools and equipment must be steam cleaned so that it is free of weed seeds, plant fragments and mud prior to entering the land.
4. All machinery, tools and equipment must be re-cleaned after it has operated in previous sections of the land where weed infestations are present.
5. Machinery and equipment used on site must be maintained at all times to prevent leakage of oil and other contaminants on to the land.
6. Any vegetation removal and soil disturbance must be kept to a minimum. No native vegetation is to be disturbed.
7. Prior to construction of temporary drill pads a suitably qualified and experienced botanical specialist must identify, and brief contractors, where avoidance of native vegetation is required.
8. Any rocky outcrops found to be present within the affected areas must not be disturbed.
9. Other than required temporary drill pads, no access tracks, campsites or other soil disturbance must be undertaken during the works.
10. Appropriate drill hole warning signs are to be erected and all open drill holes are to be taped off using high visibility tape when unattended.
11. All temporary drill pads and drill holes must be fully rehabilitated, including revegetated, within three years from the commencement date of construction.
12. Immediately upon the completion of works, Matakanui Gold Ltd. must reinstate the land to the same or better condition it was before works commenced.
13. Revegetation planting of disturbed areas must be conducted under the advice of a suitably qualified and experienced botanical specialist (agreed with the Department) and in alignment with the objectives of the covenant.
14. The Department, including any designated representative of the Department, may undertake on-site monitoring to confirm compliance with the conditions contained herein. Matakanui Gold Ltd. shall meet the associated costs of such monitoring undertaken by the Department.

Heritage

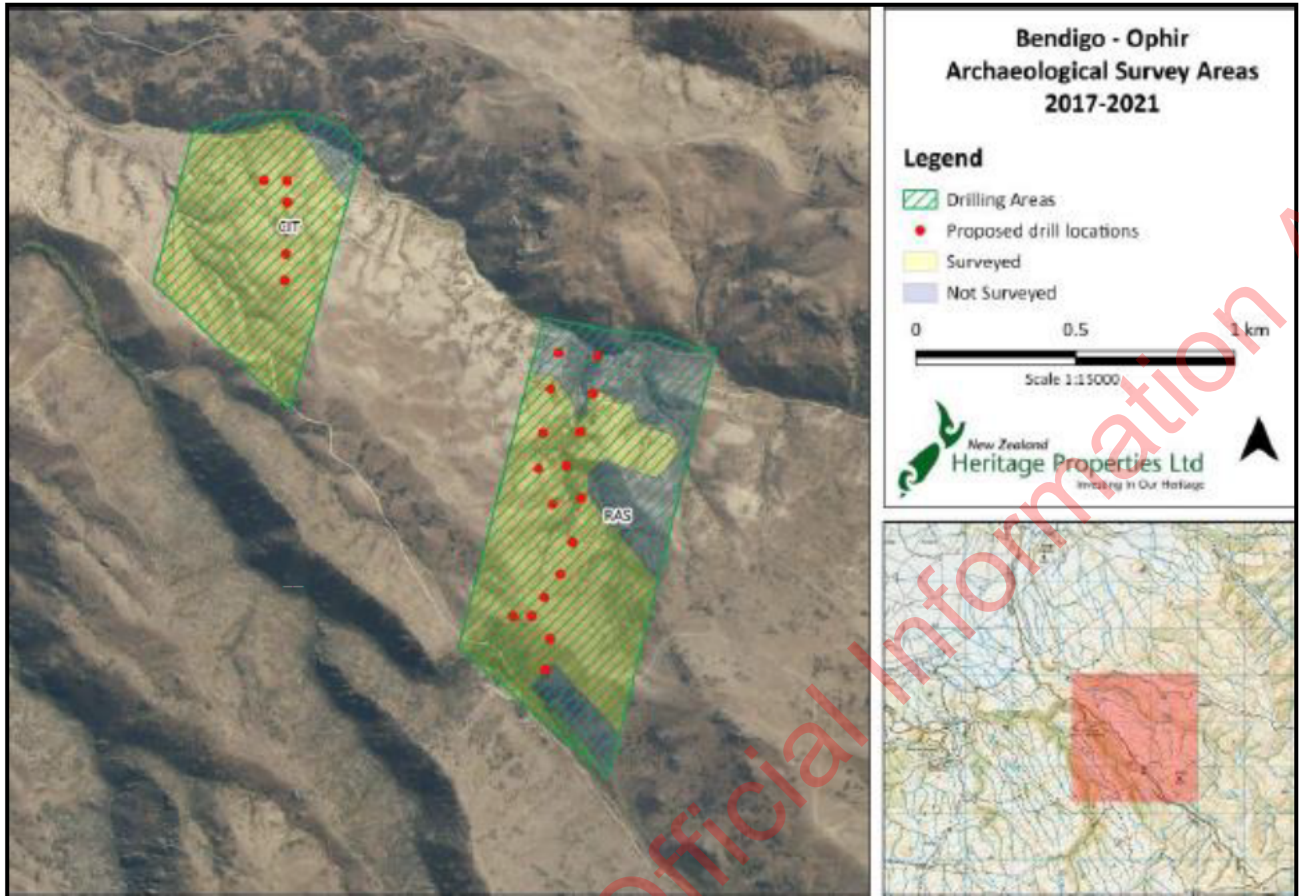
15. No historic sites identified in the Mamakau (Nichol & Wright) Consultancy 2006 archaeological survey report, the 'Rich Fields of Bendigo' by Jill Hamel 1993 (subsequently identified on the orthophotos provided with the Matakanui Gold Ltd Drilling Programme, received 15 October 2017), the NZ Archaeological Association Site Recording Scheme and the NZ Heritage Properties archaeological assessment dated the 13 August 2021, will be affected when undertaking the work.
16. At any time during the drilling and construction of associated drill pads, in the event of any 'accidental discovery' of suspected archaeological material, including human remains, The Accidental Discovery Protocol must be followed and adhered to.

17. Prior to commencement of drilling, and construction of associated drill pads, within areas having previously undergone an archaeological survey by NZ Heritage Properties Limited (attached as Appendix B):
- Consultation must be undertaken with a suitably qualified and experienced archaeologist and resulting recommendations and advice adhered to.
 - Provide the resulting archaeological written advice to the Department's Central Otago District Office (alexandra@doc.govt.nz).
18. Prior to commencement of drilling, and construction of associated drill pads, within areas identified as **not** having previously undergone an archaeological survey (attached as Appendix B), a suitably qualified and experienced archaeologist must:
- Undertake an on the ground survey of the proposed drill hole and drill pad sites to ensure no heritage features are affected.
 - Suitably mark (i.e.: clearly visible tape or marker pegs) any heritage features found to be present in the vicinity of the works, to ensure no accidental damage occurs.
 - Provide an updated archaeological assessment report to the Department's Central Otago District Office (alexandra@doc.govt.nz) within one month of completion of the archaeological ground survey.

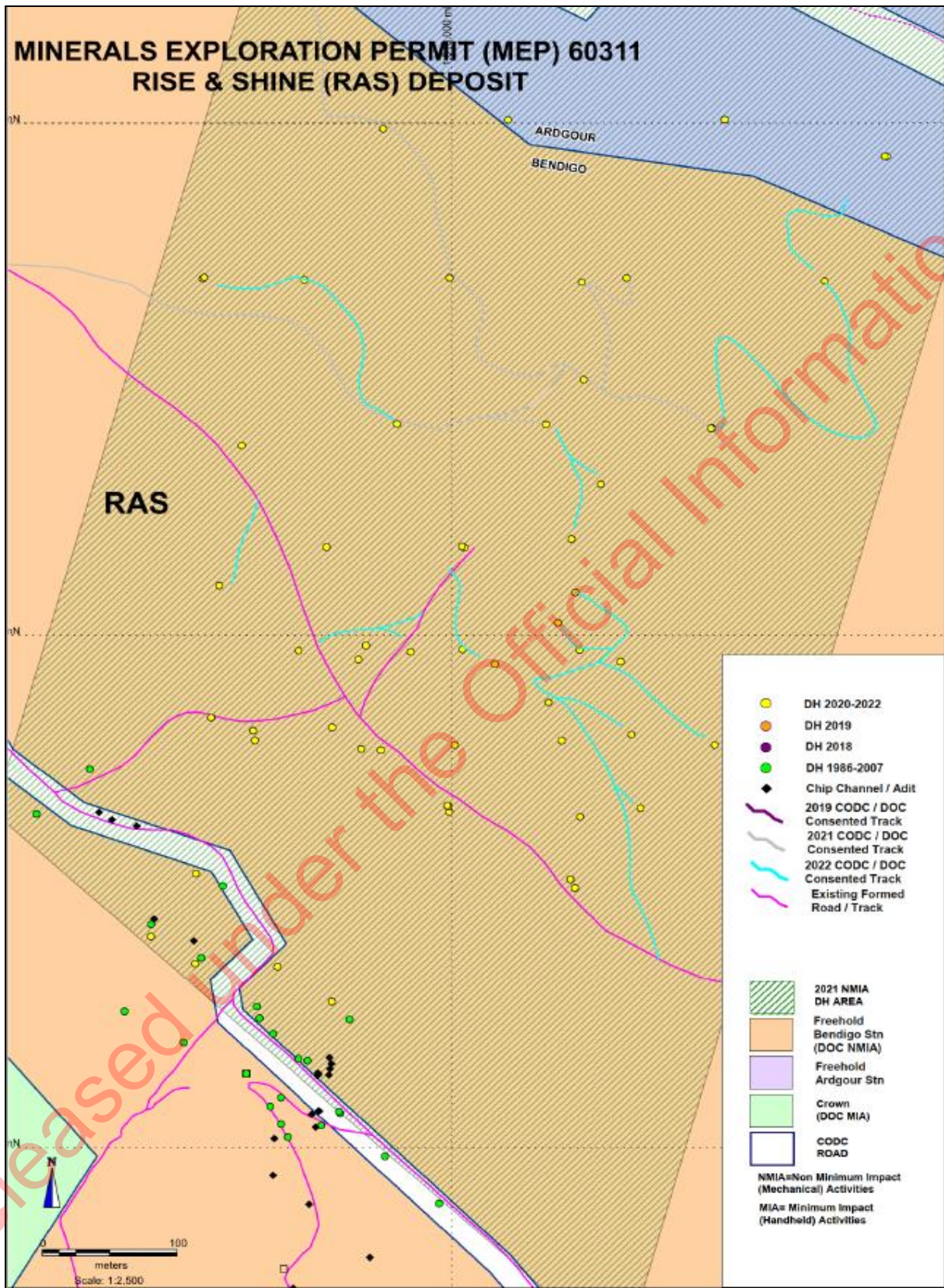
Reporting

19. A detailed annual report must be submitted to the Department's Central Otago District Office (alexandra@doc.govt.nz) by 31 December of each year. The annual report must include, but is not limited to, the following:
- Topographic location map of rehabilitated drill holes and drill pads.
 - Topographic location map of active - yet to be rehabilitated - drill holes and drill pads.
 - Photographic record (before construction/post rehabilitation) of rehabilitated drill holes and drill pads, cross referenced to the corresponding topographic location map.
 - Construction commencement dates of all active – yet to be rehabilitated - drill holes and drill pads, cross referenced to the corresponding topographic location map.
 - Details of plant species planted at each revegetated site.

Appendix B – 2021 Archaeological Survey Areas (sourced from 2021 application)



Appendix C – Drilling location area 2023 (sourced from application)



Covenant variation instrument to vary land covenant

(Section 116(3) Land Transfer Act 2017)

Land registration district

Otago

BARCODE

Covenantor *Surname must be underlined.*

Bendigo Station Limited

Covenantee *Surname must be underlined.*

Minister of Conservation

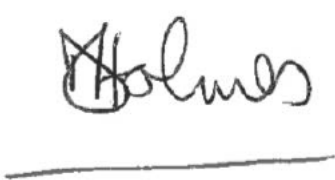

Variation of covenant

The terms, covenants, or conditions contained in the covenant(s) set out in Schedule A **are hereby affected or modified** as set out in Schedule B.

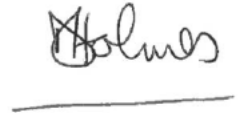
Released under the Official Information Act

Dated this 18th day of DECEMBER 2023

Attestation

| | |
|--|---|
|  <p>Signed by Nicola Joyce Holmes under section 117 of the Reserves Act 1977 as designated Commissioner and acting for and on behalf of the Minister of Conservation</p> | <p>Signed in my presence by the Covenantee</p> <p>Sec 9(2)(a)</p> <p><i>Signature of witness</i> </p> <p><i>Witness to complete in BLOCK letters (unless legibly printed)</i></p> <p>Witness name Sec 9(2)(a)</p> <p>Occupation OPERATIONS SUPPORT OFFICER</p> <p>Address CAVELLS BUILDING, 1 ARTHURS POINT ROAD, ARTHURS POINT 9371</p> |
| <p>Signature of Covenantor Sec 9(2)(a)</p> <p>Sec 9(2)(a) as sole director</p> | <p>Signed in my presence by the Covenantor</p> <p><i>Signature of witness</i></p> <p><i>Witness to complete in BLOCK letters (unless legibly printed)</i></p> <p>Witness name</p> <p>Occupation</p> <p>Address</p> |

I **certify** that I am aware of the circumstances of the dealing set out in this instrument and do not know of any reason, in fact or in law, why the instrument should not be registered or noted.¹



Certified by **Covenantee**

¹ See Regulation 14(3) Land Transfer Regulations 2018.

Schedule A

Continue in additional Annexure Schedule, if required

| Purpose of Covenant | Creating Instrument number | Burdened Land (Record of title) | Benefited Land (Record of Title) or in gross |
|-----------------------|----------------------------|---------------------------------|--|
| Conservation Covenant | 5009824.9 | 808256 | In Gross |

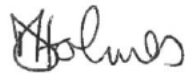
Schedule B

Continue in additional Annexure Schedule if required.

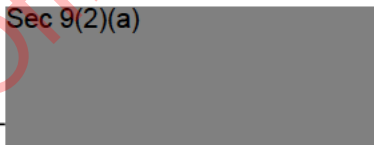
Clause 9(d) of Conservation Covenant 5009824.9 is deleted and replaced by the following clause:

"The Landholders will not use that part of the land for forestry and will not construct tracks on it, except that temporary tracks may be constructed with the Minister's prior approval subject to a restoration and enhancement programme."

All signing parties and either their witnesses or solicitors must sign or initial in this box.



Sec 9(2)(a)



Important notes for persons preparing or signing forms for registration under the Land Transfer Act 2017:

1. You should seek independent legal advice before signing this covenant variation instrument.
2. You should not sign this covenant variation instrument if you do not have the necessary legal capacity, e.g. if you are under 18 years of age, an undischarged bankrupt, or your property is subject to the Protection of Personal and Property Rights Act 1988 or other statutory restrictions.
3. If you are signing on behalf of a corporation you should ensure any necessary resolutions authorising the covenant variation have been made and the corporation is not under statutory management, in receivership or liquidation.
4. The witness cannot also be a party to the covenant variation instrument and must be able to confirm the identity of the person signing.
5. When noted on the register this covenant variation instrument will become part of the public record under the Land Transfer Act 2017.