



**Great South Land**  
Minerals Limited

Great South Land Minerals Limited ABN 54 068 650 386

Complete Application submitted to  
Mineral Resources Tasmania  
21 January 2011

**APPLICATION FOR OIL & GAS**  
**EL 14/ 2009 AREA FOR**  
**7,513 km<sup>2</sup> OF CENTRAL TASMANIA**

**21<sup>th</sup> January 2011**



# Great South Land Minerals Variation Application

## List of Contents

1. Application Cover Letter & Chq
2. Application cover and contents
3. Application Variation Form (MRT Exploration Form)
4. Maps x 3 (Area - 7,513 km<sup>2</sup>)
5. Technical Resources and Evidence
  - Terrex Seismic - Letter of availability to GSLM
  - RPS Energy – Letter of availability to GSLM
  - Pectil Engineering – Letter of availability to GSLM
  - Phillip Simpson – Letter of availability to Empire / GSLM
  - Bartel Consulting – Letter of availability to GSLM
  - Alan Barnett – Letter of availability to GSLM
  - David Dunsby (Thylacine Drilling) – Letter of availability to GSLM
  - Terra Energy – Letter of availability to GSLM
  - GSLM Staff
  - GSLM Main External Consultants
6. Financial Evidence
  - Empire Energy press release Hunter-Wise \$200M Capital Raise – Dated 9 Dec 2010
  - GSLM Financial Report for Year Ending 31 December 2008
  - GSLM 2009 (unaudited accounts) – net assets greater than \$50 million
  - Empire Energy /GSLM Due Diligence Report January 2011
  - RPS Report (Oct 2008) – Assets of Great South Land Minerals Ltd
  - RPS Report (Dec 2009) – Economic Evaluation of Bellevue and Thunderbolt Prospects
  - WHK Denison Letter Supporting Financial Capacity of GSLM (\$3.3 billion)
  - GSLM Two Year Cash Flow 2011 - 2012
  - Letter from Empire Energy stating terms for repayment of AU25M loan
  - Email of Changed Expenditure Requirements - Therese Taylor 28 September 2009
  - Exploration Licence Expenditure Commitments Changed
  - Email of minimum expenditure - Therese Taylor 23 September 2009
7. Public Liability
  - Logan Group Insurance copy of Business Insurance Public Liability paid premium
  - CGU Business Insurance Certificate of Insurance for Public Liability
  - Logan Group Insurance Business Insurance Certificate of Insurance
8. Aims and Exploration Philosophy September 2009
9. GSLM Seismic / Exploration Plan – Budget
10. Terra Insight Services – Technology Summary
11. GSLM SEL13/98 Final Report September 2009
12. Summary of proposed exploration program for public distribution (Includes Environmental Plan p19)
13. Certificate of Registration on Conversion to a Public Company



**Great South Land**  
Minerals Limited

Great South Land Minerals Limited - 2014-2015 Financial Year

21<sup>st</sup> January 2011

Mineral Resources Tasmania  
PO BOX 56  
ROSNY PARK TAS 7018

**Attention: Director of Mines**

Dear Sir,

**RE: Exploration Licence Application /Variation Over Central Tasmania,  
7,513km<sup>2</sup> approximate area**

Enclosed herein, is Great South Land Minerals Limited (GSLM) Exploration Licence Application/Variation for category 4 minerals (*Petroleum products except oil shale*) over an approximate area comprising 7,513km<sup>2</sup> over parts of Central Tasmania.

This area was previously included in Special Exploration Licence SEL 13/1998 and is the identical area of 7,513 km<sup>2</sup> which GSLM sought to renew in our Exploration Licence Application of 29 September 2009.

This Application includes all of the (reduced) area covered in the Exploration Licence EL14/2009 as granted by the Minister in May 2010.

Exploration Licence EL14/2009 is for a lesser area than was sought to be retained by GSLM under Application For Exploration Licence EL14/2009 and, in particular, Exploration Licence EL14/2009 takes away from GSLM its exclusive exploration and other rights under Special Exploration Licence SEL13/1998 in respect of 10 of the 12 promising structures discovered by GSLM and evaluated by RPS Consulting Pty Ltd in the RPS Competent Persons Report.

The promising structures in the area GSLM insists be restored on our mining exploration titles (being known as Bracknell Dome, Butlers Rise, Interlaken, Cressy, Hummocky Hills, Macquarie River, Nile River, Quamby, Steppes and Stockwell) have been conservatively recorded in the books and accounts of GSLM in accordance with applicable USA and Australian Accounting Standards, and in accordance with the RPS Competent Persons Report and WHK Valuation Report as having a value of \$1,100,000,000.00 (One Billion And One Hundred Million Dollars) based on a substantial discounting of the US\$ price of oil as \$5.00 (Five US Dollars), per barrel but, based for example on the current US\$ price of oil of \$70.00 (Seventy US Dollars) per barrel, having a value of \$15, 400,000,000.00 (Fifteen Billion and Four Hundred Million Dollars) according to generally accepted valuation principles as applied in the oil and gas mining and exploration industry.

As you also know GSLM believes very strongly that we retain the right to keep our exploration rights under exploration licence for the area that was wrongly excluded from that renewal grant.

Should your office choose to process this Application as an application for a new Exploration Licence rather than a variation of existing Exploration Licence EL14/2009 (and we express no opinion on what due process requires on this occasion) then GSLM will presumably conditionally surrender EL14/2009 into the new Exploration Licence (as has been done many earlier occasions).

You should already be aware from previous information supplied that, for Question 11 purposes on the Application Form, GSLM more than satisfies the "net assets over \$50 million", with \$3.8 billion in net asset (in Australian dollars). Please refer to our enclosed financial reports confirming this.

Enclosed is cheque #300072 for \$1,632.00 for the application. We look forward to receiving advice of receipt, processing and approval.

Should you require any further information to meet your specific requirements, please do not hesitate to contact our office on (03) 6231 3529.

Yours sincerely,



DAVID BENDALL

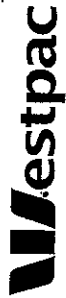
Director

GREAT SOUTH LAND MINERALS LIMITED

Level 3, 65 Murray Street

HOBART TAS 7000

Tel: (03) 6231 3529 Fax: (03) 6234 9075



HOBART OFFICE TAS

PAY MINERAL RESOURCES TASMANIA

Westpac Banking Corporation

2011/11

RPK

or bearer

The sum of ONE THOUSAND SIX HUNDRED

AND THIRTY TWO DOLLARS

\$ 1632.00

GREAT SOUTH LAND MINERALS LTD  
A.B.N. 54 068 650 386

[Signature]

⑈300070⑈037001⑈4705517⑈

THIS CHEQUE IS PRINTED ON SECURA CHEQUE PAPER WHICH ENHANCES TONER ADHESION

SECURITY FEATURE: THIS CHEQUE CONTAINS MICROPRINTED SIGNATURE LINES, THE ABSENCE OF WHICH MAY INDICATE A FRAUDULENT CHEQUE



## EXPLORATION LICENCE APPLICATION

### Q1. Full name(s) or company name(s) of applicant(s) and percentage interest

Surname or company name	ACN	Incorporated in	Given name/s	%
CROFT SOUTH LAND MINERALS LIMITED	068 650 386	TASMANIA		100
(If insufficient space please attach list)				100

### Q2. Postal address for service of notices

CPO BOX 1603  
HOBART TAS 7001  
Postcode: 7001

Phone No.: (03) 6231 3529 Mobile No.:  
Email Address: paul.heath@gsim.com.au Fax No.: (03) 6234 9075

### Q3. Name and address of principal contact:

Paul Heath - chief operations officer & executive Geologist  
Postcode:  
Phone No.: (03) 6231 3529 Mobile No.:  
Email Address: paul.heath@gsim.com.au Fax No.: (03) 6234 9075

Q4. Is this an application for a special exploration licence under Section 38 of the Mineral Resources Development Act 1995? Yes ☐ No ☒

Q5. Is this an application for a small area under Section 22 of the Mineral Resources Development Act 1995? Yes ☐ No ☒

Q6. Does this application arise from an area advertised under the Exploration Release Area (ERA) system? Yes ☐ No ☒

ERA NO. \_\_\_\_\_

The prescribed application fees (see page 6) must accompany this application.

Applications made through Service Tasmania: STaRS Code: MR1

Amount paid \_\_\_\_\_ Receipt Number \_\_\_\_\_

Cashier (Initial & date) \_\_\_\_\_

Cost allocation: 892010.45.4612 (Application fee); 311110.34.4919 (Rental Suspense a/c)

Personal information we collect from you for registration and tenement administration processes will be used by the Director of Mines for that purpose and may be used for other purposes permitted by the Mineral Resources Development Act 1995 and associated laws. Your personal information may be disclosed to contractors and agents of the Director of Mines, law enforcement agencies and other public sector bodies or organisations authorised to collect it.

This information will be managed in accordance with the Personal Information Protection Act 2004 and may be accessed by you on request to the Department. You may be charged a fee for this service. Failure to provide this information may result in your application not being processed or records not being properly maintained.



**Q7. Specify the Category of Minerals for which this Exploration Licence is sought**

- Note:
- |            |  |                                     |
|------------|--|-------------------------------------|
| Category 1 | Metallic minerals and atomic substances                | <input type="checkbox"/>            |
| Category 2 | Coal, peat, lignite and oil shale                      | <input type="checkbox"/>            |
| Category 3 | Construction minerals — stone, clay & sand             | <input type="checkbox"/>            |
| Category 4 | Petroleum products except oil shale                    | <input checked="" type="checkbox"/> |
| Category 5 | Industrial minerals, precious and semi-precious stones | <input type="checkbox"/>            |
| Category 6 | Geothermal substances                                  | <input type="checkbox"/>            |

Specify principal commodities sought oil & gas

**Q8. What is the area and general locality of this application?**

e.g. 50 km<sup>2</sup>, 15 km SE of Mt Zeehan.

Central Tasmania - 7,513 km<sup>2</sup>

Please attach a map showing the area or a description by co-ordinates. Specify the datum used.

**Q9. Leases and licences already held in Tasmania by the applicant**

Licence/Lease No.(s)

List expenditure commitment on each (\$)

<u>EL 14/2009</u>	<u>\$ 7,550,000 over 2 years</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

If no tenements are held in Tasmania, provide a brief statement of experience and mining or exploration activities, and attach the last annual report (if a company).

**Q10. Technical resources available to the applicant**

Names, qualifications and experience of persons undertaking the exploration program. If the person is not an employee of the applicant you must attach evidence that he/she has agreed to assist in the proposed exploration program.

refer attachment



**Q11. Financial resources available to the applicant**

Proof of ability to fund the exploration program is required. The applicant is to supply details of the financial resources available to them. All companies should attach their most recent audited financial report to the Australian Stock Exchange (for No Liability companies, this will be your most recent quarterly report. For Limited companies, this will be your most recent half-yearly report), as well as providing details in the space provided.

Companies with net assets **over** \$50 million which submit their most recent audited financial report do **not** need to provide details in the space provided. ✕

All other applicants **must** provide details in the space provided.

You must answer on each line and state 'not applicable' if it is not applicable. You must attach evidence of the availability of each resource, and signed authorisations from guarantors if applicable. **Acceptable** resources are listed below. **Unacceptable** resources include unlisted shares, personal or investment property, fixed assets and accounts receivable or other debts.

In assessing your financial capacity, the Department compares your 'Assets' against your 'Obligations' to establish your net assets which are measured against the required expenditure for the first **two** years, i.e. the net assets must meet or exceed the required expenditure.

*Note: The Department reserves the right to pursue whatever information that is necessary for the Minister to be satisfied that the applicant meets the requirements of section 14(4)(d) of the Mineral Resources Development Act 1995.*

*All information relating to financial details must be no older than six months at the time the information is submitted.*

Financial resources		Acceptable evidence
(a) Cash	\$	Attach a copy of a Bank Statement.
(b) value of Government/semi-Government bonds	\$	Attach copy of bond.
(c) value of listed shares held at current market price (selling)	\$	Broker's statement, or copies of share certificates, or CHES (Clearing House Electronic Subregister System) statements. Attach copy.
(d) line of credit from a recognised financial institution	\$	Attach a statement from the institution concerned giving the extent of credit.
(e) Future fund raising	\$	Prospectus. Fund raising must be completed prior to the licence being granted.
<b>TOTAL FINANCIAL RESOURCES</b>	<b>\$</b>	
<b>Financial obligations</b>		
Expenditure commitment on this licence for the first two years	\$	Proposed expenditure as per Question 14.
Expenditure commitments on all existing mineral tenements in Tasmania for the next two years	\$	Total expenditure commitments as per Question 7.
<b>TOTAL FINANCIAL OBLIGATIONS</b>	<b>\$</b>	

✕ refer attachment

**Q12. Public Liability Insurance**

A copy of the certificate of currency of the applicant's public liability insurance for at least \$10 million must be attached.

refer attachment

**Q13. Aims and exploration philosophy**

Applicants are to provide details of exploration data, searches, geological concepts/models and other criteria used in selection of the area.

*refer attachment*

NOTE: If the space provided is insufficient, further sheets of the same size as this page (i.e. A4) should be attached and numbered.

**Q14. Proposed exploration program and estimated expenditure (for first two years)**

Applicants are to outline their proposed exploration program for the first two years.

Details

	\$
Expenditure (min) yrs 1 & 2	7,550,000
(Drilling Bellervue #1 Thunderbolt #1)	
& investigations over identified 12 structures	
(independently verified) - As per RPS Energy	
Reports : October 2008	
: December 2009	

NOTE: If the space provided is insufficient, numbered sheets of the same size as this page (i.e. A4) should be attached.

**Q15. Environmental impacts**

Applicants are to list any impact on the environment and outline the measures they will employ to mitigate these.

*refer attachment*

NOTE: If the space provided is insufficient, numbered sheets of the same size as this page (i.e. A4) should be attached.

**Q16. Signature block required for licence document**

Applicant is to indicate which of the following signature blocks is to be used on the Exploration Licence document.

- A company that will execute under common seal ☐
- A sole director company that will execute under common seal ☐
- A company that will execute by directors' signatures ☒
- A sole director company that will execute by director's signature ☐
- The party is a natural person ☐
- The party is a partnership ☐

**Q17. Signature on this application**

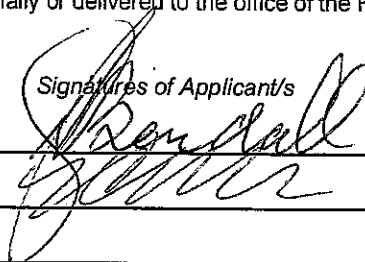
Applications may be lodged electronically, personally or delivered to the office of the Registrar of Mines by the applicant(s).

Full Name of Applicant/s

Signatures of Applicant/s

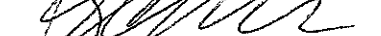
Date

DAVID JAMES BENDALL



20/1/11

NLOUE CHESTERMAN



20/1/11

**Note:**

1. If application is being lodged electronically no signatures are required as application is verified using the credit card transaction.
2. If the signature on this form is not that of the applicant (or where the applicant is a company, the Company Secretary or a Director of that company), written evidence must be provided that the person signing this declaration is authorised to do so on behalf of the applicant, for example a signed statement on company letterhead.

## CHECKLIST

The following must accompany the application:

*Please tick*

- |   |           |                          |
|---|-----------|--------------------------|
| <input type="checkbox"/> A plan showing the application area (Q8)   |           | <input type="checkbox"/> |
| <input type="checkbox"/> A copy of the current annual report if the applicant is a company and this has not been provided previously (Q9)   | N/A       | <input type="checkbox"/> |
| <input type="checkbox"/> Evidence that the specified persons have agreed to assist with the exploration program (Q10)   | N/A       | <input type="checkbox"/> |
| <input type="checkbox"/> Evidence of the financial resources available to the applicant (Q11)   |           | <input type="checkbox"/> |
| <input type="checkbox"/> A copy of the Certificate of Currency of the applicant's Public Liability Insurance (Q12)  |           | <input type="checkbox"/> |
| <input type="checkbox"/> A separate summary of the proposed exploration program for <b>public distribution</b>  |           | <input type="checkbox"/> |
| <input type="checkbox"/> Proof of identity of applicant (Q17)<br>Minimum age of 18 years if applicant is not a company.<br>e.g. — <i>Individual</i> — Photocopy of Driver's Licence, Passport<br><i>Company</i> — Photocopy of Certificate of Incorporation or Australian Companies Number (ACN) and list of directors/office holders |           | <input type="checkbox"/> |
| <input type="checkbox"/> Evidence that the person signing this application is authorised to do so (Q17)   |           | <input type="checkbox"/> |
| <input type="checkbox"/> Application Fee (exploration licence):   |           | <input type="checkbox"/> |
| Petroleum, coal seam gas or geothermal substance  | \$1632.00 |                          |
| Minerals other than petroleum, coal seam gas or geothermal substance  | \$816.00  |                          |
| <input type="checkbox"/> Application fee (special exploration licence):   |           |                          |
| Petroleum, coal seam gas or geothermal substance  | \$3264.00 |                          |
| Minerals other than petroleum, coal seam gas or geothermal substance  | \$1632.00 |                          |

## ADDRESS FOR CORRESPONDENCE AND LODGEMENT OF FORMS

Registrar of Mines  
Mineral Resources Tasmania

*Postal Address:*  
PO Box 56  
ROSNY PARK TAS 7018

*Street Address:*  
30 Gordons Hill Road  
ROSNY PARK TAS 7018

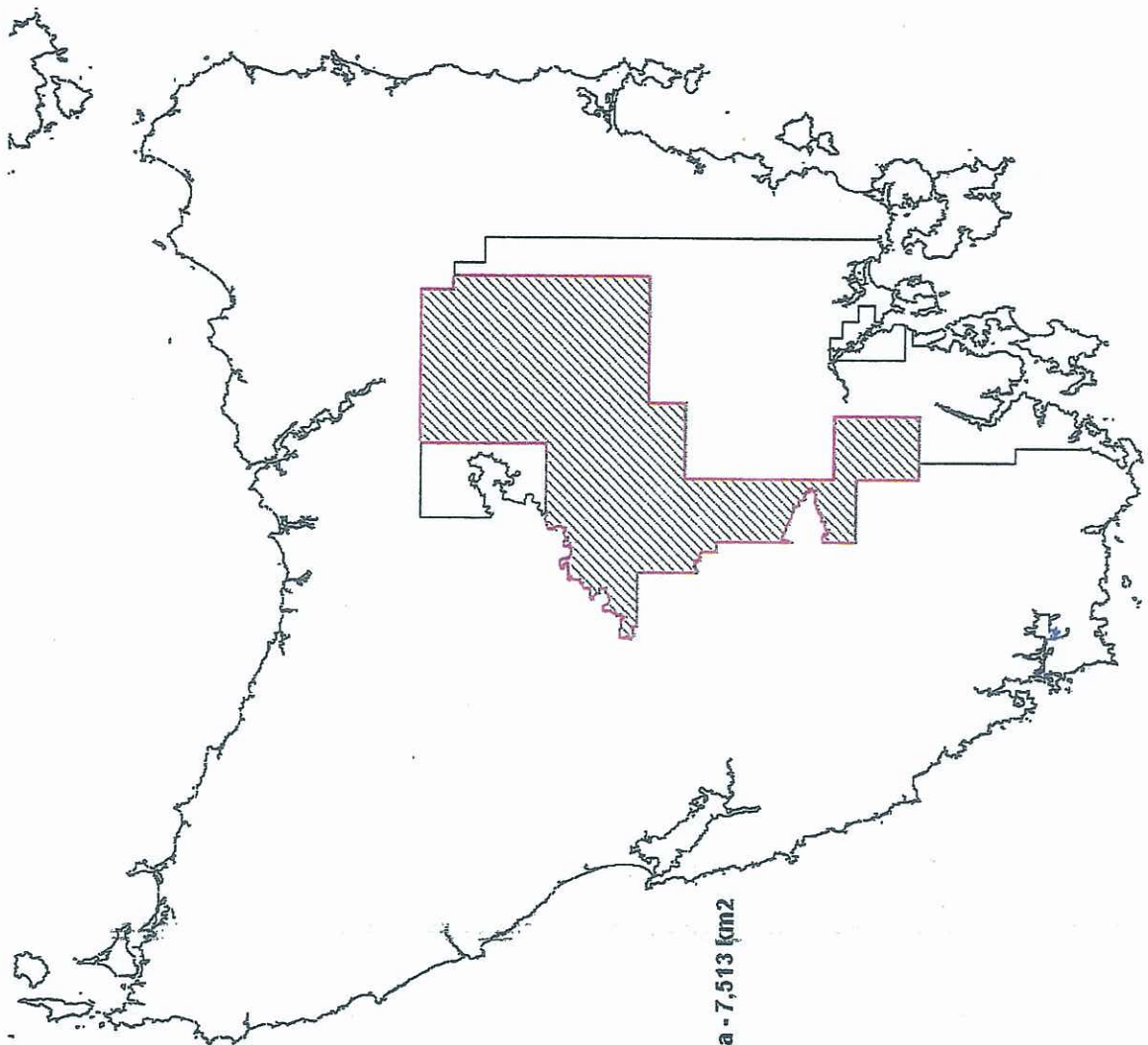
Forms and attachments may be lodged electronically at [info@mrt.tas.gov.au](mailto:info@mrt.tas.gov.au)

## FURTHER ADVICE

Further advice may be obtained by contacting Mineral Resources Tasmania:

Telephone: (03) 6233 8377  
 Facsimile: (03) 6233 8338  
 Email: [info@mrt.tas.gov.au](mailto:info@mrt.tas.gov.au)  
 Internet: [www.mrt.tas.gov.au](http://www.mrt.tas.gov.au)





 Proposed Exploration Licence Area - 7,513 km<sup>2</sup>

 SEL 13/98 - 15,035 km<sup>2</sup>



