

GULF MINING COMPANY PTY LTD

ACN 080 270 515

Registered Office
Level 1, 307 Queen Street, Brisbane Q 4000
GPO Box 3127, Brisbane Q 4001

10 July 2008

Titles Division
Department of Primary Industry, Fisheries and Mines
GPO Box 3000
DARWIN NT 0801

Attention: Terry Zyka

Dear Madam,

Re. Variation of Expenditure Covenant EL 22209, 22210 & 24725.

A variation of the expenditure covenant for these tenements is requested on the basis of the details provided below.

ELs 22210 and 24725, comprising areas of 74,589 ha and 35,372 ha respectively, were granted on 9th June 2005 for a period of six years. EL 22209, comprising an area of 55,170 ha, was granted for a period of six years on 3rd June 2005. The tenements cover portion of the Robinson River Land Trust – Aboriginal Freehold Land.

These tenements were granted in a reduced form following protracted and expensive negotiations with the NLC and Traditional Owners.

The tenements were granted in July 2005 with the NLC arranging the first clearance meeting in December, 2006. Following this clearance and negotiation of approved sample sites planning was made to undertake work prior to July 2007. Due to heavy rains associated with cyclones that summer and accessibility issues work was delayed. Consequently planned exploration was not completed and expenditure reduced.

Planned expenditure was:

EL22209 \$ 38,000.
EL 22210 \$ 6,000
EL 24725 \$ 12,000

Reported Expenditure not including \$ 45,000 for NLC consultations and meetings was:

EL22209 \$ 5,750.
EL 22210 \$ 5,750
EL 24725 \$ 5,750

Please note that we have previously paid \$50 for each of the tenements (total \$150) in respect to the covenant variations.

Thank you for your assistance in this matter and should you have any queries regarding the above, please contact Trish Talty on (07) 3225 4934.

Yours faithfully,



David Clout
Trustee
For and on Behalf of Gulf Mining Company Pty Ltd

***Encl.**

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