Chapter 363G.

Mining (Ok Tedi Seventh Supplemental Agreement) Act 1986.

Certified on: / /20 .
INDEPENDENT STATE OF PAPUA NEW GUINEA.

Chapter 363G.

Mining (Ok Tedi Seventh Supplemental Agreement) Act 1986.

ARRANGEMENT OF SECTIONS.

1. Interpretation.
2. Approval of agreement.
4. Ancillary powers of Minister.

SCHEDULE 1
AN ACT

entitled

Mining (Ok Tedi Seventh Supplemental Agreement) Act 1986,

Being an Act to provide for the approval and implementation of a Seventh Supplemental Agreement relating to the development of certain mineral deposits in the Ok Tedi region of the Western Province.

1. INTERPRETATION.

In this Act, “the Seventh Supplemental Agreement” means the supplemental agreement a copy of which is set out in Schedule 1.

2. APPROVAL OF AGREEMENT.

The Seventh Supplemental Agreement is approved and has effect according to its tenor.

3. EFFECT IN RELATION TO LAWS OF PAPUA NEW GUINEA.

The Seventh Supplemental Agreement has the force of law for the full term provided for therein as if contained in this Act and shall apply notwithstanding anything to the contrary in any other law in force in the country.

4. ANCILLARY POWERS OF MINISTER.

Notwithstanding anything in any other law in force in the country at any time (whether before or after the commencement of this Act), the Minister has power, on behalf of the State, to make all grants, issues, renewals and extensions required by or under the Seventh Supplemental Agreement to be made by the State, and is not bound in that regard by any provisions of any such law requiring or permitting any authority, consent, approval, report, recommendation, appeal, procedure or formality, or by any similar provision.
SCHEDULE 1
SEVENTH SUPPLEMENTAL AGREEMENT

THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG:

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called “the State”);

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called “BHP Mines”);

(3) METALLGEBESELLSCHAFT AG (hereinafter called “Metalgesellschaft”);

(4) DEGUSSA AG (hereinafter, called “Degussa”);

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called “DEG”); and

(6) OK TEDI MINING LIMITED (hereinafter called “the Company”).

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called “the Principal Agreement”) between the State and Dumplin Mining Company Limited (hereinafter called “Dumco”), the State granted to Dumco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Dumco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererzpralatungsgesellschaft (hereinafter called “the Consortium Agreement”), the Parties formed a consortium (hereinafter called “the Consortium”) to carry out the investigations and studies and upon completion thereof to consider the feasible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Dumco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererzpralatungsgesellschaft Dumco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Dumco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Dumco under the Principal Agreement in accordance with its terms and the State accepted its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the “Feasibility Study”) on the Project and a Development Proposal in Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company");

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Ducretier Mining Company Limited (hereinafter called "Ducretier") the State granted to Ducretier certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the extraction of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Ducretier, Mt. Fabian Development Co. Pty. Ltd., and Kupfersuchungsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Ducretier, Mt. Fabian Development Co. Pty. Ltd., and Kupfersuchungsgesellschaft Ducretier assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Ducretier by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Ducretier under the Principal Agreement in accordance with its terms and the State accepted its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Darcon Mining Company Limited (hereinafter called "Darcon") the State granted to Darcon certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Darcon, Mt. Fubian Development Co. Pty. Ltd., and Kupfererz-Unternehmungen (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Darcon, Mt. Fubian Development Co. Pty. Ltd., and Kupfererz-Unternehmungen, Darcon assigned and transferred to the Consortium its tenants in common in accordance with the percentage shares set out in the Consortium Agreement, all rights granted to Darcon by the State under the Principal Agreement, the members of the Consortium severally agreeing with the State to perform and observe all the obligations undertaken by Darcon under the Principal Agreement in accordance with its terms and the State having its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 6 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESellschaft AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHES ZUSAMMENARBEIT ENTWICKLUNGSGESELLSCHAFT mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Dacono Mining Company Limited (hereinafter called "Dacono") the State granted to Dacono certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Dacono, Mt. Fabian Development Co. Pty. Ltd, and Kupfererzplorationgesellschaft (hereinafter called "the Consortium Agreement"). the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Dacono, Mt. Fabian Development Co. Pty. Ltd, and Kupfererzplorationgesellschaft Dacono assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Dacono by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Dacono under the Principal Agreement in accordance with its terms and the State elected its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company");

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Dumco Mining Company Limited (hereinafter called "Dumco"); the State granted to Dumco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Dumco, Mt. Fubilan Development Co. Pty. Ltd, and Kupfererzplattformgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Dumco, Mt. Fubilan Development Co. Pty. Ltd. and Kupfererzplattformgesellschaft Dumco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Dumco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Dumco under the Principal Agreement in accordance with its terms and the State received its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Darmier Mining Company Limited (hereinafter called "Darmier") the State granted to Darmier certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Darmier, Mt. Fabian Development Co. Pty. Ltd., and Kupfersuchungsgeellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Darmier, Mt. Fabian Development Co. Pty. Ltd., and Kupfersuchungsgeellschaft Darmier assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Darmier by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Darmier under the Principal Agreement in accordance with its terms and the State executed its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.

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THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daruwin Mining Company Limited (hereinafter called "Dancoo") the State granted to Dancco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Dancco, Mt. Fabian Development Co. Pty. Ltd., and Kupfererzboergergesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Dancco, Mt. Fabian Development Co. Pty. Ltd., and Kupfererzboergergesellschaft Dancco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Dancco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Dancco under the Principal Agreement in accordance with its terms and the State accepted its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called “the State”);

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called “BHP Minerals”);

(3) METALLGESELLSCHAFT AG (hereinafter called “Metalgesellschaft”);

(4) DEGUSSA AG (hereinafter, called “Degussa”);

(5) DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called “DEG”); and

(6) OK TEDI MINING LIMITED (hereinafter called “the Company”).

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called “the Principal Agreement”) between the State and Duplief Mining Company Limited (hereinafter called “Danoco”) the State granted to Danoco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Danoco, Mt. Fabian Development Co. Pty. Ltd. and Kupferexplorationsgesellschaft (hereinafter called “the Consortium Agreement”), the Parties formed a consortium (hereinafter called “the Consortium”) to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Danoco, Mt. Fabian Development Co. Pty. Ltd. and Kupferexplorationsgesellschaft Danoco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Danoco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Danoco under the Principal Agreement in accordance with its terms and the State revoked its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the “Feasibility Study”) on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Duarco Mining Company Limited (hereinafter called "Duarco") the State granted to Duarco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Duarco, Mt. Fubilan Development Co. Pty. Ltd, and Kupferproduktionsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a Consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Duarco, Mt. Fubilan Development Co. Pty Ltd. and Kupferproduktionsgesellschaft Duarco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Duarco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Duarco under the Principal Agreement in accordance with its terms and the State tacitly its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 36th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPEERTY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESSELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Dacaco Mining Company Limited (hereinafter called "Dacaco") the State granted to Dacaco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Dacaco, Mt. Fubilan Development Co. Pty. Ltd. and Kupfersurveygesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Dacanco, Mt. Fubilan Development Co. Pty. Ltd. and Kupfersurveygesellschaft Dacanco assigned and transferred to the Consortium all tenements in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Dacanco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Dacanco under the Principal Agreement in accordance with its terms and the State revoked its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 1 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daucoco Mining Company Limited (hereinafter called "Daucoco") the State granted to Daucoco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daucoco, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daucoco, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft Daucoco assigned and transferred to the Consortium assets in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daucoco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daucoco under the Principal Agreement in accordance with its terms and the State accepted its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

1. THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

2. BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

3. METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

4. DEGUSSA AG (hereinafter, called "Degussa");

5. DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

6. OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Dacoco Mining Company Limited (hereinafter called "Dacoco") the State granted to Dacoco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Dacoco, Mt. Fubilian Development Co. Pty. Ltd., and Kupfererz-erzabtungs-gesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Dacoco, Mt. Fubilian Development Co. Pty. Ltd., and Kupfererz-erzabtungs-gesellschaft Dacoco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Dacoco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Dacoco under the Principal Agreement in accordance with its terms and the State extended its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPERTARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daunno, Mining Company Limited (hereinafter called "Daunno"); the State granted to Daunno certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daunno, Mt. Fubilan Development Co. Pty. Ltd., and Kupferbergbaugesellschaft (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daunno, Mt. Fubilan Development Co. Pty. Ltd., and Kupferbergbaugesellschaft Daunno assigned and transferred to the Consortium tenements in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daunno by the State under the Principal Agreement; the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daunno under the Principal Agreement in accordance with its terms and the State tendered its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.

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THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Darama Mining Company Limited (hereinafter called "Darama") the State granted to Darama certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a project involving the extraction of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Darama, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Darama, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft Darama assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Darama by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Darama under the Principal Agreement in accordance with its terms and the State invited its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPERTIES LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESSELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Darco Mining Company Limited (hereinafter called "Darco") the State granted to Darco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Darco, Mt. Fabian Development Co. Pty. Ltd, and Kupfererzplatinumsellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Darco, Mt. Fabian Development Co. Pty. Ltd, and Kupfererzplatinumsellschaft Darco assigned and transferred to the Consortium as tenants in common in accordance with the percentage share set out in the Consortium Agreement all rights granted to Darco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Darco under the Principal Agreement in accordance with its terms and the State accepted its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Duncrip Mining Company Limited (hereinafter called "Duncrip") the State granted to Duncrip certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Duncrip, Mt. Fabian Development Co. Pty. Ltd., and Kupferschlussgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Duncrip, Mt. Fabian Development Co. Pty Ltd. and Kupferschlussgesellschaft Duncrip assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Duncrip by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Duncrip under the Principal Agreement in accordance with its terms and the State irrevocably approved of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 36th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPERITARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESSELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESSELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Dampier Mining Company Limited (hereinafter called "Danco"); the State granted to Danco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Danco, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Danco, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft Danco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Danco by the State under the Principal Agreement; the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Danco under the Principal Agreement in accordance with its terms and the State invited its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which study and Supplement together contain proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 30th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPER TARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Danico Mining Company Limited (hereinafter called "Danico"); the State granted to Danico certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 15 October 1976 between Danico, Mt. Fabian Development Co. Pty. Ltd., and Kupferspaltangeologen (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Danico, Mt. Fabian Development Co. Pty. Ltd. and Kupferspaltangeologen; Danico assigned and transferred to the Consortium its tenancies in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Danico by the State under the Principal Agreement; the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Danico under the Principal Agreement in accordance with its terms and the State accepted its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 4 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 16th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly-owned subsidiary of the Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT ENTWICKLUNGSGESellschaft mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Damco Mining Company Limited (hereinafter called "Damco") the State granted to Damco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Damco, Mt. Fabian Development Co. Pty. Ltd., and Kupfererzeannahrgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a Further agreement dated 25 October 1976 between the State, Damco, Mt. Fabian Development Co. Pty. Ltd., and Kupfererzeannahrgesellschaft Damco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Damco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Damco under the Principal Agreement in accordance with its terms and the State extended its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 4 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPERITARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgeellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Damco Mining Company Limited (hereinafter called "Damco"); the State granted to Damco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Damco, Mt. Fabian Development Co. Pty. Ltd., and Kupferprozessionsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Damco, Mt. Fabian Development Co. Pty. Ltd., and Kupferprozessionsgesellschaft Damco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Damco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Damco under the Principal Agreement in accordance with its terms and the State hereby its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 6 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Damco Mining Company Limited (hereinafter called "Damco") the State granted to Damco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 15 October 1976 between Damco, Mt. Fubilan Development Co. Pty. Ltd. and Kupfererzabtrectungsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Damco, Mt. Fubilan Development Co. Pty. Ltd. and Kupfererzabtrectungsgesellschaft Damco assigned and transferred to the Consortium tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Damco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Damco under the Principal Agreement in accordance with its terms and the State elected its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHGESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daimier Mining Company Limited (hereinafter called "Daimco"), the State granted to Daimco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daimco, Mt. Fabian Development Co. Pty. Ltd., and Kupferspaltungsgesellschaft (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daimco, Mt. Fabian Development Co. Pty. Ltd., and Kupferspaltungsgesellschaft Daimco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daimco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daimco under the Principal Agreement in accordance with its terms and the State rejected its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 4 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly-owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daruco Mining Company Limited (hereinafter called "Daruco") the State granted to Daruco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to and, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Danau, Mt. Fubilan Development Co. Pty. Ltd. and Kupfererzplorationsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Danau, Mt. Fubilan Development Co. Pty. Ltd. and Kupfererzplorationsgesellschaft Danau assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Danau by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Danau under the Principal Agreement in accordance with its terms and the State extended its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESellschaft) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Da coun Mining Company Limited (hereinafter called "Dacono") the State granted to Dacono certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Dacono, Mt. Fabian Development Co. Pty. Ltd, and Kupferexplorationsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Dacono, Mt. Fabian Development Co. Pty Ltd. and Kupferexplorationsgesellschaft Dacono assigned and transferred to the Consortium its tenancy in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Dacono by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Dacono under the Principal Agreement in accordance with its terms and the State rejected its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPERTRARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daunno Mining Company Limited (hereinafter called "Daunno") the State granted to Daunno certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daunno, Mt. Fubilan Development Co. Pty. Ltd., and Kupferschaugewinnungsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereon to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daunno, Mt. Fubilan Development Co. Pty. Ltd., and Kupferschaugewinnungsgesellschaft Daunno assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daunno by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daunno under the Principal Agreement in accordance with its terms and the State ratified its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daamco Mining Company Limited (hereinafter called "Daamco"); the State granted to Daamco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daamco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererz explotionsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daamco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererz explotionsgesellschaft, Daamco assigned and transferred to the Consortium all tenancies in common in accordance with the percentage shares set out in the Consortium Agreement. All rights granted to Daamco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daamco under the Principal Agreement in accordance with its terms and the State issued its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS \textit{SECOND SUPPLEMENTAL AGREEMENT} is made the 26th day of February 1981.

\textbf{AMONG—}

1. \textit{THE INDEPENDENT STATE OF PAPUA NEW GUINEA} (hereinafter called "the State");

2. \textit{BHP MINERALS HOLDINGS PROPRIETARY LIMITED}, a wholly owned subsidiary of \textit{The Broken Hill Proprietary Company Limited} (hereinafter called "BHP Minerals");

3. \textit{METALLGESELLSCHAFT AG} (hereinafter called "Metalgesellschaft");

4. \textit{DEGUSSA AG} (hereinafter, called "Degussa");

5. \textit{DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT)} mbH (hereinafter called "DEG"); and

6. \textit{OK TEDI MINING LIMITED} (hereinafter called "the Company").

\textbf{WHEREAS—}

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Dampier Mining Company Limited (hereinafter called "Danco"); the State granted to Danco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposit in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Danco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererz-und-platinums gesellschaft (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Danco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererz-und-platinums gesellschaft Danco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Danco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Danco under the Principal Agreement in accordance with its terms and the State rejected its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Duplair Mining Company Limited (hereinafter called "Duplair") the State granted to Duplair certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daamco, Mt. Fabian Development Co. Pty. Ltd. and Kupferzerschungs-gesellschaft (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daamco, Mt. Fabian Development Co. Pty. Ltd. and Kupferzerschungs-gesellschaft Daamco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daamco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daamco under the Principal Agreement in accordance with its terms and the State received the approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.

— 30 —
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1984.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called “the State”);

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly-owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called “BHP Minerals”);

(3) METALLGESSELLSCHAFT AG (hereinafter called “Metalgesellschaft”);

(4) DEGUSSA AG (hereinafter, called “Degussa”);

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called “DEG”); and

(6) OK Tedi Mining Limited (hereinafter called “the Company”).

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called “the Principal Agreement”) between the State and Dampier Mining Company Limited (hereinafter called “Danco”); the State granted to Danco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Danco, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft (hereinafter called “the Consortium Agreement”), the Parties formed a consortium (hereinafter called “the Consortium”) to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Danco, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft Danco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Danco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Danco under the Principal Agreement in accordance with its terms and the State issued its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the “Feasibility Study”) on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Darimco Mining Company Limited (hereinafter called "Darimco"); the State granted to Darimco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Darimco, Mt. Fubilan Development Co. Pty. Ltd. and Kupferexplorationsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Darimco, Mt. Fubilan Development Co. Pty. Ltd. and Kupferexplorationsgesellschaft, Darimco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Darimco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Darimco under the Principal Agreement in accordance with its terms and the State issued its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 30th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daucos Mining Company Limited (hereinafter called "Daucos") the State granted to Daucos certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daucos, Mt. Fabian Development Co. Pty. Ltd, and Kupfererz-und-silbererz-gesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daucos, Mt. Fabian Development Co. Pty. Ltd. and Kupfererz-und-silbererz-gesellschaft Daucos assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daucos by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daucos under the Principal Agreement in accordance with its terms and the State accepted its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 36th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daewoo Mining Company Limited (hereinafter called "Daewoo"); the State granted to Daewoo certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daewoo, Mt. Fabian Development Co. Pty. Ltd., and Kupfererzproduktionsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daewoo, Mt. Fabian Development Co. Pty. Ltd., and Kupfererzproduktionsgesellschaft Daewoo assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daewoo by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daewoo under the Principal Agreement in accordance with its terms and the State forgot its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daruma Mining Company Limited (hereinafter called "Daruma") the State granted to Daruma certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daruma, Mt. Fabian Development Co. Pty. Ltd, and Kupfererzproduktionsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daruma, Mt. Fabian Development Co. Pty. Ltd and Kupfererzproduktionsgesellschaft Daruma assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daruma by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daruma under the Principal Agreement in accordance with its terms and the State rescinded its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposals Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 36th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPPRIETARY LIMITED, a wholly owned subsidiary of the Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESSELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daucno Mining Company Limited (hereinafter called "Daucno") the State granted to Daucno certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daucno, Mt. Fabulian Development Co. Pty. Ltd, and Kupferexplorationsgesellschaft (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daucno, Mt. Fabulian Development Co. Pty. Ltd, and Kupferexplorationsgesellschaft Daucno assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daucno by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daucno under the Principal Agreement in accordance with its terms and the State retired its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 9 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly-owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter, called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daucno Mining Company Limited (hereinafter called "Daucno"); the State granted to Daucno certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daucno, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererzplattformgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daucno, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererzplattformgesellschaft Daucno assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daucno by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daucno under the Principal Agreement in accordance with its terms and the State accepted its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company");

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Danenco Mining Company Limited (hereinafter called "Danenco"); the State granted to Danenco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Danenco, Mt. Fabian Development Co. Pty. Ltd., and Kupfererz-erzgeologische Gesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Danenco, Mt. Fabian Development Co. Pty. Ltd., and Kupfererz-erzgeologische Gesellschaft Danenco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Danenco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Danenco under the Principal Agreement in accordance with its terms and the State received its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal to Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 4 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPERTRARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESSELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Dumco Mining Company Limited (hereinafter called "Dumco"); the State granted to Dumco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Dumco, Mt. Fubian Development Co. Pty. Ltd., and Kupferspaltungsgesellschaft (hereinafter called "the Consortium Agreement"); the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Dumco, Mt. Fubian Development Co. Pty. Ltd., and Kupferspaltungsgesellschaft Dumco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Dumco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Dumco under the Principal Agreement in accordance with its terms and the State received its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT)mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and the Perpetual Mining Company Limited (hereinafter called "Danoco") the State granted to Danoco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Danoco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererzplattformgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Danoco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererzplattformgesellschaft Danoco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Danoco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Danoco under the Principal Agreement in accordance with its terms and the State extended its approval of the assignment.

D. In November 1999, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 4 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THEinDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metalgesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FUER WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Daimier Mining Company Limited (hereinafter called "Daimier") the State granted to Daimier certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploration of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Daimier, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Daimier, Mt. Fubilan Development Co. Pty. Ltd., and Kupferexplorationsgesellschaft Daimier assigned and transferred to the Consortium tenements in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daimier by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daimier under the Principal Agreement in accordance with its terms and the State revoked its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
THIS SECOND SUPPLEMENTAL AGREEMENT is made the 26th day of February 1981.

AMONG—

(1) THE INDEPENDENT STATE OF PAPUA NEW GUINEA (hereinafter called "the State");

(2) BHP MINERALS HOLDINGS PROPRIETARY LIMITED, a wholly owned subsidiary of The Broken Hill Proprietary Company Limited (hereinafter called "BHP Minerals");

(3) METALLGESELLSCHAFT AG (hereinafter called "Metallegesellschaft");

(4) DEGUSSA AG (hereinafter, called "Degussa");

(5) DEUTSCHE GESELLSCHAFT FÜR WIRTSCHAFTLICHE ZUSAMMENARBEIT (ENTWICKLUNGSGESELLSCHAFT) mbH (hereinafter called "DEG"); and

(6) OK TEDI MINING LIMITED (hereinafter called "the Company").

WHEREAS—

A. By an agreement dated 22 March 1976 (hereinafter called "the Principal Agreement") between the State and Darco Mining Company Limited (hereinafter called "Darco") the State granted to Darco certain rights, set out in detail in the Principal Agreement, including rights to carry out investigations and studies in relation to, and undertake a Project involving the exploitation of, the Ok Tedi Deposits in Papua New Guinea.

B. By an agreement dated 25 October 1976 between Darco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererz- und wolframgesellschaft (hereinafter called "the Consortium Agreement"), the Parties formed a consortium (hereinafter called "the Consortium") to carry out the investigations and studies and upon completion thereof to consider the possible development and operation of the Project.

C. By a further agreement dated 25 October 1976 between the State, Darco, Mt. Fubilan Development Co. Pty. Ltd., and Kupfererz- und wolframgesellschaft, Daenco assigned and transferred to the Consortium as tenants in common in accordance with the percentage shares set out in the Consortium Agreement all rights granted to Daenco by the State under the Principal Agreement, the members of the Consortium severally agreed with the State to perform and observe all the obligations undertaken by Daenco under the Principal Agreement in accordance with its terms and the State invoked its approval of the assignment.

D. In November 1979, the Consortium completed the investigations and studies and submitted a feasibility study (hereinafter called the "Feasibility Study") on the Project and a Development Proposal Supplement to the State, which Study and Supplement together contained proposals by the Consortium under Clause 8 of the Principal Agreement to carry out the Project.
Office of Legislative Counsel, PNG