

Appendix 1A

General admission application and agreement

This form is for use by an entity seeking admission to the +official list in the general category (for classification as a debt issuer use Appendix 1B, and for classification as an exempt +foreign entity use Appendix 1C). The form is in 3 parts:

1. *Application for admission to the +official list;*
2. *Information to be completed; and*
3. *Agreement to be completed.*

Information and documents (including this appendix) given to POMSoX in support of an application become POMSoX's property and may be made public. This may be prior to admission of the entity and +quotation of its +securities. Publication does not mean that the entity will be admitted or that its +securities will be quoted.

Part 1 - Application for admission to the official list

Name of entity

We (the entity) apply for admission to the +official list of Port Moresby Stock Exchange Limited (POMSoX) and for +quotation of +securities.

Part 2 - Information to be completed

About the entity

You must complete the relevant sections (attach sheets if there is not enough space).

All entities

- 1 Type of admission General +Investment entity +Mining exploration entity
(tick one)

2	+Main class of +securities	Number	+Class
3	Additional +classes of +securities	Number to be quoted	+Class

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Number not to be quoted	+Class

- 4 Postal address for all correspondence, general faxes number, and fax number for to POMSoX to confirm release of information to the market.

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- 5 Address of principal +security registries for each +class of +security

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- 6 Annual balance date

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Companies only

(Other entities go to 19)

- 7 Name and title of chief executive officer/managing director

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- 8 Name and title of chairperson of directors

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- 9 Names of all directors

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10	Duration of appointment of directors (if not subject to retirement by rotation) and details of any entitlement to participate in profits	
11	Name and title of company secretary	
12	Place of incorporation	
13	Date of incorporation	
14	Legislation under which incorporated	
15	Address of registered office and address for service in Papua New Guinea	
16	Month in which annual meeting is usually held	
17	Months in which dividends are usually paid (or are intended to be paid)	
18	If the entity is an overseas company, the location of Papua New Guinea *security registers, registers of depositary receipts, or other facilities for registration of transfers	

(Companies now go to 31)

All entities except companies

19
Name and title of chief executive officer/managing director of the management company

20
Name and title of chairperson of directors of management company

21
Names of all directors of the management company

22
Duration of appointment of directors of management company (if not subject to retirement by rotation) and details of any entitlement to participate in profits

23
Name and title of company secretary of management company

24
Place of registration of the entity

25
Date of registration of the entity

26
Legislation under which the entity is registered

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27	Address of administration office in Papua New Guinea of the entity	
28	If an annual meeting is held, month in which it is usually held	
29	Months in which distributions are usually paid (or are intended to be paid)	
30	If the entity is a *foreign entity, the location of Papua New Guinea *security registers, registers of depositary receipts, or other facilities for registration of transfers	

About the entity

All entities

Tick to indicate you are providing the information or documents

Where is the information or document to be found? (eg, prospectus cross reference)

31 Evidence of compliance with minimum issue price and spread requirements

32 Prospectus relevant to the application (25 copies)

33 Cheque for fees

34 Type of registers the entity will operate

35 Copies of any contracts referred to in the prospectus (including any underwriting agreement)

36 A certified copy of any restriction agreement entered into in relation to +restricted securities

37 If there are +restricted securities, undertaking issued by any bank or +recognised trustee

38 (Companies only) - certificate of incorporation or other evidence of status (including any change of name)

39 (All entities except companies) - certificate of registration or other evidence of status (including change of name)

40 Copy of the entity's constitution

41 Completed checklist that the constitution complies with the listing rules

42 A brief history of the entity or, if applicable, the group

About the securities to be quoted

All entities

- | | | | |
|----|--------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 43 | <input type="checkbox"/> | Confirmation that the +securities to be quoted are eligible to be quoted under the listing rules | |
| 44 | <input type="checkbox"/> | Voting rights of +securities to be quoted | |
| 45 | <input type="checkbox"/> | [Not used] | |
| 46 | <input type="checkbox"/> | Terms of the +securities to be quoted | |
| 47 | <input type="checkbox"/> | A statement setting out the names of the 20 largest holders in each +class of +securities to be quoted, and the number and percentage of each +class of +securities held by those holders | |
| 48 | <input type="checkbox"/> | A distribution schedule of each +class of +equity securities to be quoted, setting out the number of holders in the categories -

1 - 1,000

1,001 - 5,000

5,001 - 10,000

10,001 - 100,000

100,001 and over | |

Tick to indicate you are providing the information or documents

Where is the information or document to be found? (eg, prospectus cross reference)

49 The number of holders of a parcel of +securities with a value of more than K2,000, based on the issue/sale price

50 Terms of any +debt securities and +convertible debt securities

51 Trust deed for any +debt securities

52 Trusts deed for any +convertible securities

All entities with classified assets

(Other entities go to 62)

All +mining exploration entities and, if POMSoX asks, any other entity that has +acquired, or entered into an agreement to +acquire a +classified asset, must give POMSoX the following information.

53 The name of the vendor and details of any relationship of the vendor with us

54 If the vendor was not the beneficial owner of the +classified asset at the date of the +acquisition or agreement, the name of the beneficial owner(s) and details of the relationship of the beneficial owner(s) to us

55 The date that the vendor +acquired the +classified asset

56 The method by which the vendor +acquired the +classified asset, including whether by agreement, exercise of option or otherwise

57 The consideration passing directly or indirectly from the vendor (when the vendor +acquired the asset), and whether the consideration has been provided in full

58 Full details of the +classified asset, including any title particulars

- 59 The work done by or on behalf of the vendor in developing the +classified asset. In the case of a +mining tenement, this includes prospecting in relation to the tenement. If money has been spent by the vendor, state the amount (verification of which may be required by POMSoX)
- 60 The date that the entity +acquired the +classified asset from the vendor, the consideration passing directly or indirectly to the vendor, and whether that consideration has been provided in full
- 61 A breakdown of the consideration, showing how it was calculated, and whether any experts' reports were commissioned or considered (and if so, with copies attached)

About the entity's capital structure

All entities

- 62 Evidence that at least 20 toea for each +security to be quoted (except options) is paid in cash
- 63 A copy of the register of shareholders, if POMSoX asks
- 64 A copy of any court orders in relation to a reorganisation of the entity's capital in the last five years
- 65 The terms of any +employee incentive scheme
- 66 The terms of any +dividend or distribution plan
- 67 The terms of any +securities that will not be quoted
- 68 Not used
- 69 The entity's issued capital (interests), showing separately each +class of +security, the amount paid up on each +class, the issue price, the dividend (in the case of a trust, distribution) and voting rights attaching to each +class and the conversion terms (if applicable)

70 The number of the entity's debentures, except to bankers, showing the amount outstanding, issue price, rate of interest, dates of payment of interest, date and terms of redemption of each +class and conversion terms (if applicable)

Note: This applies whether the securities are quoted or not.

71 The number of the entity's unsecured notes, showing the amount outstanding, issue price, rate of interest, dates of payment of interest, date and terms of redemption of each +class and conversion terms (if applicable)

Note: This applies whether the securities are quoted or not.

72 The number of the entity's options to +acquire unissued +securities, showing the number outstanding

Note: This applies whether the securities are quoted or not.

73 Details of any rights granted to any +person, or to any class of +persons, to participate in an issue of the entity's +securities

Note: This applies whether the securities are quoted or not.

74 If the entity has any +child entities, a list of all +child entities stating in each case the name, the nature of its business and the entity's percentage holding in it. Similar details should be provided for every entity in which the entity holds (directly or indirectly) 20% or more of the issued capital (interests).

About the entity's financial position

(Entities meeting the profit test go to 75. For the NTA test - +mining exploration entities go to 89, +investment entities to 94, and other entities to 82.)

All entities meeting the profit test

75 Evidence that the entity has been in the same main business activity for the last 3 full financial years

76 Evidence that the entity is a going concern (or successor) and its aggregated profit for the last 3 full financial years

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- 77 Audited financial statements for the last 3 full financial years and audit reports
- 78 Deleted
- 79 Deleted
- 80 Half yearly financial statements (if required) and audit report or review
- 80A Pro forma balance sheet and review
- 80B Statement from all directors confirming consolidated +profit from continuing operations

All entities meeting the NTA test, except mining exploration entities and investment entities

(only complete one of 82 or 83)

- 81 Not used
- 82 Evidence that at least half of the entity's total tangible assets (after raising any funds) is not cash or in a form readily convertible to cash (if there are no binding contracts)
- 83 Evidence that there are binding contracts (if at least half of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash)
- 84 Evidence of working capital to carry out the entity's stated objectives (and statement by independent expert, if required)
- 85 Evidence of the expectation that the entity will generate income within 3 years after admission (and statement to that effect from an independent expert, if required)
- 86 Not used

87 Financial statements for the last 3 full financial years and audit report, review or statement that not audited or not reviewed

87A Half yearly financial statements (if required) and audit report, review or statement that not audited or not reviewed

87B Audited balance sheet (if required) and audit report

87C Pro forma balance sheet and review

(Now go to 106)

Mining exploration entities meeting the NTA test

88 Not used

89 Evidence that the entity has an amount of at least K1.5 million available to fund its stated objectives or exploration program

90 Evidence that at least half of the entity's cash or assets readily convertible to cash are committed to the +acquisition and exploration of +mining tenements or for the +acquisition of plant and equipment

91 A written statement from an independent expert as to the entity's exploration and expenditure program and that enough exploration work has taken place.

92 Financial statements for the last 3 full financial years and audit report, review or statement that not audited or not reviewed

92A Half yearly financial statements (if required) and audit report, review or statement that not audited or not reviewed

92B Audited balance sheet (if required) and audit report

92C Pro forma balance sheet and review

(Now go to 106)

Investment entities meeting the NTA test

(only complete one of 94, 95, 96 or 97)

93 Not used

94 Evidence that less than half of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash

95 Evidence that there are binding contracts for at least half of the entity's total tangible assets is cash or in a form readily convertible to cash

Note: a copy of the contracts may be required.

96 Evidence of net tangible assets of at least K15 million and agreement to comply with, and continue to comply with, POMSoX's investment obligations

97 Not used

98 Financial statements for the last 3 full financial years and audit report, review or statement that not audited or not reviewed

98A Half yearly financial statements (if required) and audit report, review or statement that not audited or not reviewed

98B Audited balance sheet and audit report (if required)

98C Pro forma balance sheet and review

(Now go to 106)

99 Not used

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100 Not used

101 Not used

102 Not used

103 Not used

104 Not used

105 Not used

About the entity's business plan and level of operations

All entities

106 Details of the entity's existing and proposed activities, and level of operations. State the main business

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107 Details of any issues of the entity's +securities (in all +classes) in the last 5 years. Indicate issues for consideration other than cash

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Other information

108 Not used

109 Not used

110 Not used

111 Not used

112 Not used

113 Not used

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|------|--------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 114 | <input type="checkbox"/> | Not used | |
| 115 | <input type="checkbox"/> | Not used | |
| 116 | <input type="checkbox"/> | Not used | |
| 117 | <input type="checkbox"/> | Not used | |
| 118 | <input type="checkbox"/> | Not used | |
| 119 | <input type="checkbox"/> | Not used | |
| 120 | <input type="checkbox"/> | Not used | |
| 121 | <input type="checkbox"/> | Details of any material contracts entered into between the entity and any of its directors (if a trust, the directors of the management company) | |
| 122 | <input type="checkbox"/> | A copy of every prospectus issued in the last 5 years | |
| 123 | <input type="checkbox"/> | Information not covered elsewhere and which, in terms of rule 3.1, is likely materially to affect the price or value of the entity's *securities | |
| 123A | <input type="checkbox"/> | The documents which would have been required to be given to POMSoX under rules 4.1, 4.3, 4.5, 5.1, 5.2 and 5.3 had the entity been admitted to the *official list at the date of its application for admission, unless POMSoX agrees otherwise.

Example: POMSoX may agree otherwise if the entity was recently incorporated. | |

Mining exploration entities

124 A map or maps of the +mining tenements prepared by a qualified +person. The maps must indicate the geology and other pertinent features of the tenements, including their extent and location in relation to a city or major town, and relative to any nearby properties which have a significant bearing on the potential of the tenements. The maps must be dated and identify the qualified +person and the report to which they relate.

125 Not used

126 A schedule of +mining tenements prepared by a qualified person. The schedule must state in relation to each +mining tenement:

- the geographical area where the +mining tenement is situated;
- the nature of the title to the +mining tenement;
- whether the title has been formally confirmed or approved and, if not, whether an application for confirmation or approval is pending and whether the application is subject to challenge; and
- the +person in whose name the title to the +mining tenement is currently held.

127 If the entity has +acquired an interest or entered into an agreement to +acquire an interest in a +mining tenement from any +person, a statement detailing the date of the +acquisition of the interest from the vendor and the purchase price paid and all other consideration (whether legally enforceable or not) passing (directly or indirectly) to the vendor

128 A financial statement by the directors (if a trust, the directors of the management company) setting out a program of expenditure together with a timetable for completion of an exploration program in respect of each +mining tenement or, where appropriate, each group of tenements

129 A declaration of conformity or otherwise with the Australasian Code for Reporting of Identified Mineral Resources and Ore Reserves for any reports on +mineral resources and +ore reserves

Part 3 - Agreement

All entities

You must complete this agreement. If you require a seal to be bound, the agreement must be under seal.

We agree:

1. Our admission to the +official list is in POMSoX's absolute discretion. POMSoX may admit us on any conditions it decides. +Quotation of our +securities is in POMSoX's absolute discretion. POMSoX may quote our +securities on any conditions it decides. Our removal from the +official list or the suspension or ending of +quotation of our +securities is in POMSoX's absolute discretion. POMSoX is entitled immediately to suspend +quotation of our +securities or remove us from the +official list if we break this agreement, but the absolute discretion of POMSoX is not limited.
2. We warrant to POMSoX that the issue of the +securities to be quoted complies with the law, and is not for an illegal purpose; and that there is no reason why the +securities should not be granted +quotation.
3. We will indemnify POMSoX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of the warranties in this agreement.
4. We give POMSoX the information and documents required by this form. If any information or document is not available now, we will give it to POMSoX before +quotation of the +securities begins. We acknowledge that POMSoX is relying on the information and documents. We warrant that they are (will be) true and complete.
5. We will comply with the listing rules that are in force from time to time, even if +quotation of our +securities is deferred, suspended or subject to a +trading halt.
6. The listing rules are to be interpreted:
 - in accordance with their spirit, intention and purpose;
 - by looking beyond form to substance; and
 - in a way that best promotes the principles on which the listing rules are based.
7. POMSoX has discretion to take no action in response to a breach of a listing rule. POMSoX may also waive a listing rule (except one that specifies that POMSoX will not waive it) either on our application or of its own accord on any conditions. POMSoX may at any time vary or revoke a decision on our application or of its own accord.

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- 8. A document given to POMSoX by an entity, or on its behalf, becomes and remains the property of POMSoX to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to POMSoX in support of the listing application or in compliance with the listing rules.
- 9. In any proceedings, a copy or extract of any document or information given to POMSoX is of equal validity in evidence as the original.
- 10. [Not used]
- 11. [Not used]

Dated:

[Proper execution - ~~if the entity has a seal, execution must be under seal~~]

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The common Seal of ...(*name of entity*).....was

Affixed in the presence of:

Secretary/Director	Print Name	Date
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Director	Print Name	Date
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