

EXCLUSIVE PROSPECTING LICENCE – 5678

Aloe Investments Fourty Nine (Pty) Ltd



REPUBLIC OF NAMIBIA
MINISTRY OF MINES AND ENERGY

Exclusive Prospecting Licence

(Issued in terms of Section 70 of the Minerals (Prospecting and Mining) Act, 1992)

Exclusive Prospecting Licence No **5678** Office Reference No **14/2/4/1/5678**

Subject to the provisions of the Minerals (Prospecting and Mining) Act, 1992, this exclusive prospecting licence is hereby issued to

Full Name of Licence Holder **Aloe Investments Fourty Nine (Pty) Ltd**

Identity/Passport or Company Registration No **2013/0909**

Address (natural person) or Registered Address (company)
**P. O. Box 97401, Maerua Mall
Windhoek, Namibia**

Full Name of Accredited Agent (if applicable)
Address of Accredited Agent (if applicable)

for the period of **3 Years** from (date of issue) **23 February 2016** To (date of expiry) **22 February 2019**

unless abandoned or cancelled on any prior date, or extended to such later date as may be endorsed on this licence in the event that this licence is renewed.

This exclusive prospecting licence is issued in respect of

Name of Mineral(s)/Group(s) of Minerals **Base and Rare Metals and Precious Metals**

over a certain portion of land situate in Region(s) **Erongo**

Registration Division(s) **C** Magisterial District(s) **Omaruru**

as more fully depicted in the attached diagram No **5678** signed by the Commissioner

and is further subject to the terms and conditions contained in the notice of the Minister's intention to grant the

licence dated **27 January 2016** and agreed to in writing by the applicant on **23 February 2016**

as appended hereto.

Signed at WINDHOEK this **04th** day of **MAY 2016**

.....
MINISTER





REPUBLIC OF NAMIBIA

MINISTRY OF MINES AND ENERGY

Tel.: +264 61 284-8111
Fax: +264 61 238643 / 220386
E-mail: info@mme.gov.na
Website: www.mme.gov.na

1 Aviation Road
Private Bag 13297
WINDHOEK

Enquiries: Mrs. F. Flavianu

27 January 2016

Reference No: 14/2/4/1/5678

The Directors
Aloe Investments Fourty Nine (Pty) Ltd
29 Feld Street
Windhoek

NOTICE TO APPLICANT OF PREPAREDNESS TO GRANT APPLICATION FOR EXCLUSIVE PROSPECTING LICENCE No. 5678.

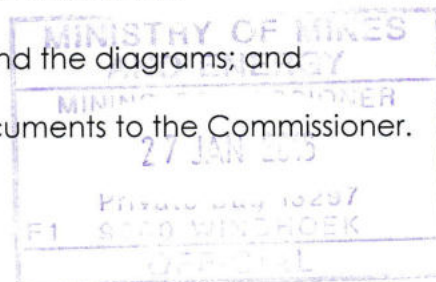
In terms of Section 48(4) of the Minerals (Prospecting and Mining) Act, No. 33 of 1992, notice is hereby given that the Minister is prepared to grant your new application, lodged on **11 June 2014**, for an exclusive prospecting licence in respect of **Base and Rare Metals and Precious Metals** Groups of Minerals over an area of land as shown in the attached diagrams, subject to the terms and conditions contained in the attached schedule, which terms and conditions supplement the terms, conditions and provisions of the said Act.

Your attention is drawn to the provisions of Section 48(5) of the said Act, which require that within one (1) month from the date of this notice, written acceptance of such terms and conditions must be received by the Commissioner, failing which the application will be deemed to have lapsed.

Kindly acknowledge your acceptance of such terms and conditions by-

- completing the section at the bottom of this notice;
- initialing each page of the schedule and the diagrams; and
- returning such signed and initialed documents to the Commissioner.

MR. E. I. SHIVOLO
MINING COMMISSIONER



**TO THE MINING COMMISSIONER
MINISTRY OF MINES AND ENERGY**

I, Heye Dawn.....(name of person) in my capacity as applicant/duly authorized officer/approved accredited agent (please delete titles not relevant), hereby accept the supplementary terms and conditions referred to in this notice and contained in the attached schedule which are to be imposed on the grant of the application for exclusive prospecting licence herein referred to.


.....
Signed

23/2/2016
.....
Date

Capacity..... Director of Applicant.....
(Applicant /authorized officer of applicant if a company/approved accredited agent of a non-resident applicant who is a natural person/authorized officer of such accredited agent).



SCHEDULE OF SUPPLEMENTARY TERMS AND CONDITIONS TO BE IMPOSED ON THE GRANT OF AN EXCLUSIVE PROSPECTING LICENCE No. 5678 IN FAVOUR OF ALOE INVESTMENTS FOURTY NINE (PTY) LTD.

PART 1 - GENERAL

1. The exclusive prospecting licence shall endure for a period of **three (3) years** reckoned from the date of acceptance (hereinafter "the date of issue") of the terms and conditions referred to in this notice unless it is abandoned in terms of Section 54 of the Minerals (Prospecting and Mining) Act, 1992, (hereinafter "the Act") or cancelled in terms of Section 55 of the Act or on application made to the Minister in terms of section 72 of the Act, it is renewed by the Minister for any further period or periods.
2. In consideration of the rights hereby granted, the holder of the exclusive prospecting licence shall pay to the Commissioner for the benefit of the State Revenue Fund, such licence fee as may from time to time be prescribed in terms of Section 123 of the Act, it being recorded that the annual licence fee prescribed in relation to the licence at the time of its issue shall be N\$ **3000.00** payable annually on or before each anniversary date of the date of issue of the licence.
3. In the event that the prescribed licence fee changes, such change shall become effective on the next anniversary date of the date of issue of the licence subsequent to such change.
4. The rights under the exclusive prospecting licence shall be limited in extent as stipulated in terms of paragraphs (d) to (g) of Subsection 69(2) of the Act; provided that if during the currency of the exclusive prospecting licence, any claim area or area held under any other mineral licence existing on the date of issue of the exclusive prospecting licence which so limited such rights lapses, whether by abandonment, cancellation or expiry, such rights shall from the date of lapsing extend to such claim or licence area.
5. The Minister may, in the interest of the reasonable development of the prospecting operations, impose from time to time such additional terms and conditions as he may deem fit.

PART 2 - WORK PROGRAMME AND OBLIGATIONS

6. The holder of the exclusive prospecting licence shall-
 - 6.1 commence with, and thereafter continue without undue interruption or delay, prospecting operations immediately in substantial conformity with the proposed work programme, schedule and budget which accompanied the original application for the licence and which served as motivation of the granting thereof;
 - 6.2 where any material deviation of such work programme, schedule and budget is in the opinion of the holder of the licence, necessitated by the nature of the results of prospecting operations (but specifically excluding any circumstances of Vis Major provided for in terms of Section 56 of the Act), apply in writing to the Minister for approval of the revision of such work programme, schedule and budget in terms of Section 75 of the Act; and



- 6.3 execute such additional work programme and expend such additional expenditure within a specified period of time as may be imposed by the Minister from time to time.
- 6.4 ensure that, all funds raised anywhere and exclusively in respect of this licence shall be expended on the licence and all/any activities relating thereto and, to the extent such funds are to be expended directly in Namibia, the Licence Holder shall ensure such funds are remitted to a reputable financial institution in Namibia.
- 6.5 make oral presentation to the Ministry of Mines and Energy after the first year of the licence tenure.

PART 3 – ENVIRONMENT

- 7 The holder of the exclusive prospecting licence shall observe any requirements, limitations or prohibitions on his or her prospecting operations as may in the interest of the environmental protection, be imposed by the Minister.
- 8 The holder of the exclusive prospecting licence shall enter into an Environmental Contract with the Ministry of Environment and Tourism and that of Mines and Energy.
- 9 The holder of the exclusive prospecting licence shall undertake an Environmental Impact Assessment scoping study over the area covered by the exclusive prospecting licence, formulate and forward to the Ministry of Mines and Energy for approval an Environmental Management Plan Report (EMPR) within six (6) months from the date of issue of the licence.

PART 4 – ADDITIONAL CONDITIONS (EPLs)

Before the Minister issued an exclusive prospecting licence, the applicant shall meet the following conditions:

10. Within sixty [60] days of the applicant's acceptance of the Notice of preparedness to grant, the applicant shall submit to the Minister for approval/disapproval a detailed description and proposal on the structure and composition for the company which has lodged the application.
 - 10.1 There must be a minimum 20% representation of historically disadvantaged Namibians in the management structure of the company.
 - 10.2 At least 5% of the company shall be owned by Namibian persons or by a company wholly owned by Namibians.
11. The proposal should address the Government's objectives of poverty eradication by (i) providing an opportunity for Namibian participation, as well as (ii) setting out a strategy to benefit the Namibian youth and women particularly from the disadvantaged groups and the poorest of the poor.

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12. Within thirty [30] days of receipt of the proposal, the Minister shall have the right to propose amendments which he/she believes would enable the applicant to support the Government's objectives for broad based empowerment and poverty eradication.

13. If the Minister believes that the project being applied for and its associated project is economically significant for Namibia, and that the proposed structure of the applicant does not meet the Government's objectives for broad based empowerment, the Minister shall have the right to in writing propose amendments to the applicant for the purposes of meeting the Government's empowerment and poverty eradication objectives.

14. If the applicant is dissatisfied with the Minister's counter-proposal, the applicant shall have thirty (30) days from the Minister's counter-proposal to make representations in writing to the Minister, upon consideration of which the Minister shall in writing notify the applicant of the final terms and conditions on which the Minister is prepared to grant the exclusive prospecting licence to the applicant.



MR. E. I. SHIVOLO
MINING COMMISSIONER

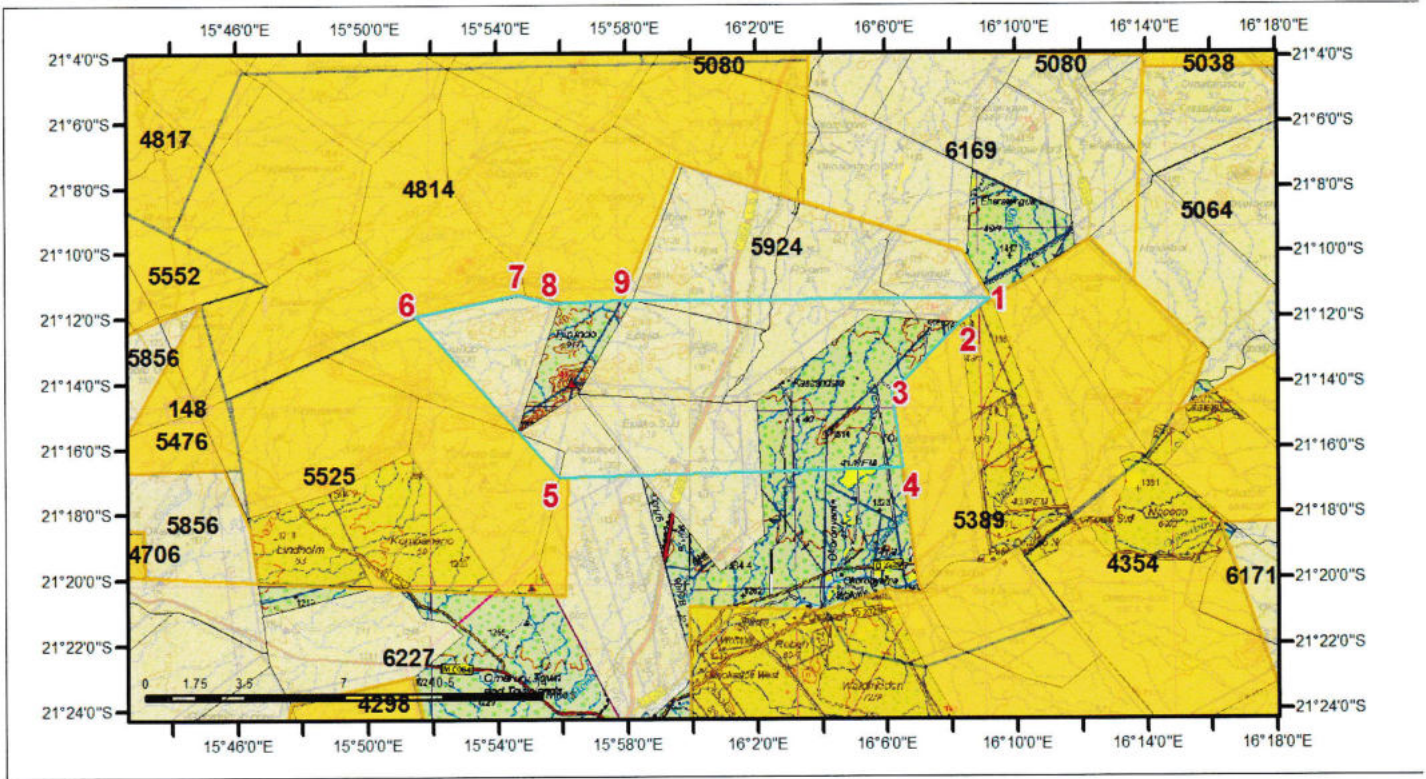


DATE

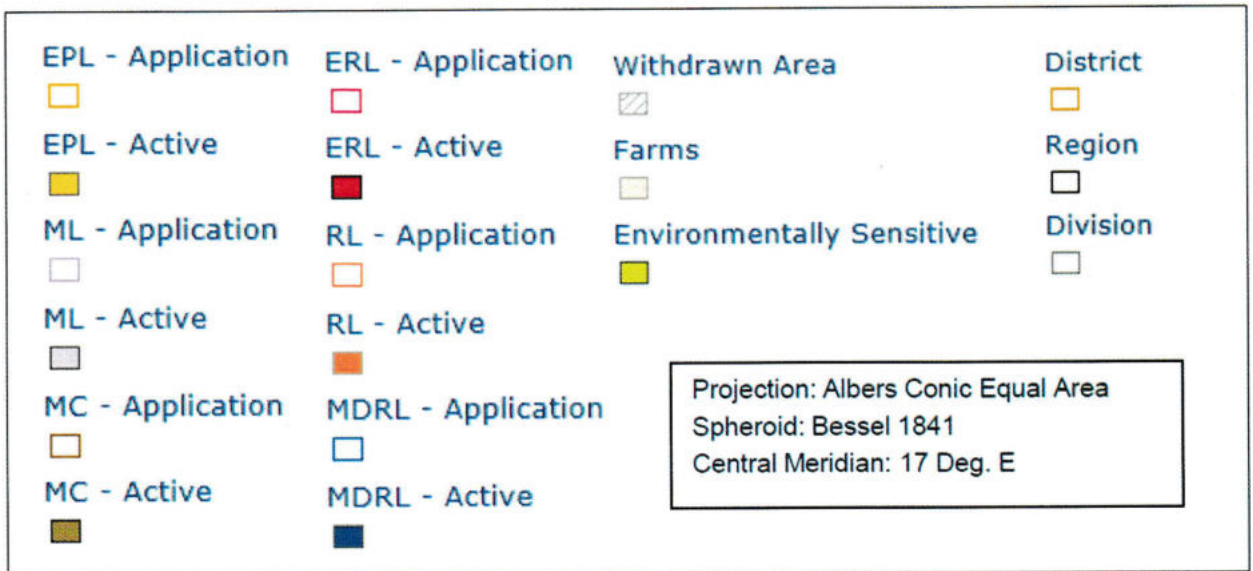


DIAGRAM – EXCLUSIVE PROSPECTING LICENCE – 5678

Issued in favour of: Aloe Investments Forty Nine (Pty) Ltd



Latitude and Longitude lines refer to the Bessel 1841 Spheroid



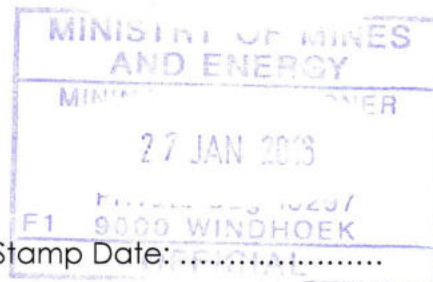
AREA: 22795.8854 Hectares

MAP(S):

LOCALITY:

- *Regions(s): **Erongo**
- *Magisterial District(s): **Omaruru**
- *Registration Division(s): **C**

Order	Lat Deg	Lat Min	Lat Sec		Long Deg	Long Min	Long Sec	
1	- 21	11	26.16	S	16	09	12.96	E
2	- 21	12	11.16	S	16	08	16.08	E
3	- 21	14	18.96	S	16	06	11.16	E
4	- 21	16	37.72	S	16	06	29.51	E
5	- 21	16	54.28	S	15	55	55.13	E
6	- 21	11	57.00	S	15	51	30.99	E
7	- 21	11	17.00	S	15	54	38.01	E
8	- 21	11	33.00	S	15	55	38.99	E
9	- 21	11	29.00	S	15	57	53.99	E



Certified by: 
Mining Commissioner

Official Stamp Date:

