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# Highland Plains Phosphate Project, NT. Grant of Option.

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#### 1.0 Introduction

Phosphate Australia Limited has granted an Option over the Highland Plains Phosphate Project. The incoming party is a private Australian company, P2O5 Pty Ltd ('P2O5'), representing a Sydney based consortium with various development interests in Asia.

#### 2.0 Terms

The main terms of the Option are as follows:

# 2.1 Thirty Day Period for Initial Payment

Thirty days from the Commencement Date (14 July 2016), P2O5 will pay to POZ a A\$200,000 Option Fee. This Option (valid for ninety days from the Commencent Date) entitles P2O5 to enter into a Joint Venture with POZ over the Highland Plains Phosphate Project (and surrounding project areas).

# 2.2 Exercise of Option

To exercise the Option, P2O5 shall pay POZ US\$2,000,000 in cash. This payment will trigger the formation of a Joint Venture in which P2O5 shall acquire an initial 51% and POZ will retain 49% of the phosphate assets. The aim of the Joint Venture shall be the mining and development of the rock phosphate assets of POZ and others.

#### 2.3 Acquisition of a Further 19% interest in the Joint Venture

A further 19% interest in the Joint Venture shall be acquired by P2O5 upon the deposit of A\$3,000,000 into an interest bearing trust account in the name of the Joint Venture Parties to be used exclusively for development of the Joint Venture assets, including the preparation of a Bankable Feasibility Study and of a Mining Plan in respect to the Highland Plains Phosphate Resource within the Tenements. Following the above terms being satisfied, POZ's interest in the Joint Venture will be 30%. POZ will be entitled to a 30% shareholding (pre-IPO) of any public listing of the P2O5 share of the Joint Venture.

#### 2.4 POZ Interest Royalty Conversion

POZ shall be entitled at its sole discretion to convert its Joint Venture interest to a Royalty of 2% of all future Joint Venture gross revenue based on the market free on board price for all shipments of phosphate rock from an Australian Port.



# 2.2 POZ Interests Non-contributory Until BFS

POZos Joint Venture interest will be non-diluting and non-contributory until the Joint Venture has produced a Bankable Feasibility Study in relation to the rock phosphate resources on the tenements. Following completion of the Bankable Feasibility Study (BFS), both Parties interests are contributory on a pro-rata basis.

# 2.3 Administration and Tenement Holding Costs

After the exercise of the Option, all holding and administrative costs including minimum expenditures, tenement rents, compliance and tenement management costs incurred by the Joint Venture shall be borne by P2O5 until the production of a BFS.

NB: Further Option terms relating to third party assets are commercial in confidence.

# 6.0 Summary

It is important to note that this Option Agreement is predicated upon the payment of the Option fee. This agreement is a welcome step forward for the Highland Plains Phosphate Project and POZ retains excellent exposure to any ongoing development of the venture.

Jim Richards Executive Chairman

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The information in this report that relates to previously reported exploration results is based on information compiled by Mr. Jim Richards who is a Member of The Australasian Institute of Mining and Metallurgy and a Member of the Australian Institute of Geoscientists. Mr. Richards is a Director of Phosphate Australia. Mr. Richards has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as Competent Person as defined in the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr. Richards consents to the inclusion in the report of the matters based on the information in the form and context in which it appears.