



Memorandum

To: Bendigo-Ophir Gold Project Expert Panel

From: Santana Minerals

Date: 14 September 2026

Re: Minute 50

1. Debt financing is not new information

Matakanui Gold Limited (MGL) respectfully corrects the premise at [4] that Mr Spring's recent comments concerning discussions with debt providers constitute new information that may alter the assumptions underlying Mr Oliver's report.

The Updated PFS released in July 2025 that formed the basis for this application stated under **Funding** (Page 42) that:

"A typical funding structure is likely to involve a combination of debt and equity on typical 60-40 debt to equity split..."

and contemplated other financing alternatives.

Material debt funding has been proposed from the outset and repeated in numerous public presentations. If Mr Oliver interpreted MGL's response to RFI 11 as indicating that BOGP would be "substantially equity funded", that interpretation was inconsistent with the Applicant's published financing strategy. Santana Minerals has never sought to fund the project build solely through equity. Mr Spring's interview does not represent a change in that strategy.

2. Mr Oliver's financing assumptions

MGL also questions the reliance placed by Mr Oliver on Santana's current corporate gearing and comparisons with Newmont, Barrick and Agnico Eagle in assessing likely Project gearing.

Those companies are very large, diversified producers with a market capitalisation of US\$134, \$US72 and US\$102 billion respectively¹, multiple operating assets and substantial recurring cash flows. Their consolidated balance-sheet gearing is not an appropriate proxy for the financing of a single development-stage project. Project debt is a conventional component of financing developments of this nature and, importantly, was expressly contemplated in Santana's Updated PFS in July 2025.

3. Discount rate and financing costs

The Applicant accepts that a project discount rate does not separately capture every feature of a future financing package. However, the Updated PFS appropriately, and conventionally, presents Project economics on an unleveraged, after-tax basis and adopted a 6.5% discount rate. At the Panel's request, the Applicant has subsequently provided several iterations of the economic metrics at an 8% discount rate in response to RFI 2.

¹ As at close on 11 September 2026



A fully levered financing model cannot be finalised before lenders are selected. The ultimate result will depend upon debt quantum, tenor, repayment sculpting, Debt Service Reserve Account (DSRA) and liquidity requirements, fees, hedging and other negotiated terms.

[REDACTED]

4. The tax impact should be considered in its proper materiality context

The materiality of the issue raised in the Minute can readily be tested.

The Updated PFS estimated pre-production capital of approximately A\$277 million. [REDACTED]

[REDACTED]

Illustratively, amortising over five years at [REDACTED] produces approximately NZ\$ [REDACTED] million. At a 28% corporate tax rate, the corresponding reduction in New Zealand corporate tax would be approximately NZ\$ [REDACTED] million over five years.

At today's gold price of approximately NZ\$7,557/oz, an indicative extrapolation of the Updated PFS economics produces approximately NZ\$1.7 billion of corporate tax over the Project life. The financing effect, now being examined, therefore represents less than 0.25% of that forecast tax contribution as determined by Benje Patterson (14 September 2026) using the base case gold price of NZ\$5,410/oz.

That is important context when considering whether further hypothetical financing analysis can materially alter the Project's economic contribution.

5. Project financing should not be conflated with profit shifting

MGL notes Mr Oliver's conclusion that New Zealand's transfer-pricing regime requires related-party cross-border transactions to be conducted on arm's-length terms and that there is little opportunity or incentive for Santana to shift MGL's taxable profits offshore.

If EDS, or another opponent, is instead suggesting that Santana would establish an artificially priced related-party loan for the purpose of extracting profits from New Zealand and avoiding tax, that is a serious allegation. It should be expressly made and supported by evidence, rather than implicitly incorporated into economic sensitivities.

6. Materiality

MGL considers materiality is important to this request. Mr Oliver's statement in his report regarding the effective tax rate could be halved if the Project is highly geared was offered without evidence or further context. Clearly, this is not the case.

Debt financing was publicly disclosed from the outset. A 60:40 debt/equity structure was publicly disclosed from the outset. Mr Oliver appears to have misunderstood that disclosure. MGL has provided repeated economic sensitivities at the Panel's requested discount rate. Final financing terms cannot exist until lenders are selected. And the hypothetical tax consequence now being examined is less than 0.25% of forecast corporate tax at prevailing gold prices.