

Before an Expert Consenting Panel

Under the

Fast-track Approvals Act 2024

And

In the Matter of

an application for approvals by
Matakanui Gold Limited to establish,
operate, rehabilitate and ultimately
close an open pit and underground
gold mining operation known as the
Bendigo-Ophir Gold Project

**Memorandum of Counsel on behalf of
Matakanui Gold Limited - Response to
Minute 57**

Dated: 14 October 2026

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MAY IT PLEASE THE EXPERT PANEL

1. This Memorandum of Counsel is filed on behalf of Matakanui Gold Limited (**Matakanui Gold**) in response to Minute 57 of the Expert Panel. Minute 57 addressed the:
 - (a) feedback received from Central Otago District Council (**CODC**) and Abley in response to Minute 56; and
 - (b) land interest held by Matakanui Land Limited (**MLL**) that is proposed for spring annual restoration.
2. Minute 57 was received on 14 October 2026, after Matakanui Gold had filed its response on 13 October 2026 to CODC's feedback, in accordance with the Panel's directions in Minute 56.

Central Otago District Council Memorandum and Abley Letter

3. Matakanui Gold is considering the matters raised in Minute 57. A substantive response and any further information addressing those matters will be provided to the Panel as soon as possible.

Matakanui Land Limited Land Interest

4. In Minute 57 the Panel notes that the land interest proposed for spring annual restoration is held by MLL, not Matakanui Gold.
5. We confirm that we have received instructions from MLL's directors that they approve the condition framework proposed, including the undertaking of spring annual restoration on land owned by MLL. Further background on this point is provided in the supplementary information provided by Matakanui Gold in respect of its response to Request for Information 12. MLL is a wholly owned subsidiary of Santana Minerals (NZ) Limited as shown in **Appendix 1**.¹
6. In particular:
 - (a) Santana Minerals (NZ) Limited is a wholly owned subsidiary of Santana Minerals Limited as shown in **Appendix 2**; and
 - (b) Matakanui Gold is a wholly owned subsidiary of Santana Minerals Limited as shown in **Appendix 3**.

¹ Memorandum from Santana Minerals Limited, 8 October 2026 at [4].

7. Santana Minerals Limited is therefore the ultimate beneficial owner of Matakanui Gold and MLL.
8. While MLL and Matakanui Gold are separate legal entities, they are under common ownership and control, allowing Santana Minerals Limited to make decisions for them, including relating to the management of land interests and the undertaking of restoration activities.
9. Further, Matakanui Gold, MLL and Santana Minerals (NZ) Limited share the same directors, reinforcing the common control and alignment of decision-making across the group.
10. As such the implementation of conditions relating to restoration activities on land owned by MLL is not dependent on the agreement of an independent third party. Given the common ownership, control and governance of Matakanui Gold and MLL by Santana Minerals Limited, decisions necessary to give effect to such conditions can be directed, coordinated and implemented within the Santana Minerals group.

Dated 14 October 2026



Joshua Leckie / Mia Turner
Counsel for Matakanui Gold Limited

Appendix 1

Company Extract

MATAKANUI LAND LIMITED

9377214

NZBN: 9429053178640

Entity Type:	NZ Limited Company
Incorporated:	10 Oct 2025
Current Status:	Registered
Constitution Filed:	No
Annual Return Filing Month:	August
Ultimate holding company:	SANTANA MINERALS (NZ) LIMITED
Type of entity:	NZ Limited Company
Registration number / ID:	9376288
	NZBN: 9429053176400
Country of registration:	New Zealand
Registered office address:	Cuffs Limited, Level 2, Como House, 51 Tancred Street, Hokitika, 7811, NZ

Company Addresses

Registered Office

Cuffs Limited, Level 2, Como House, 51 Tancred Street, Hokitika, 7810, NZ

Address for Service

Cuffs Limited, Level 2, Como House, 51 Tancred Street, Hokitika, 7810, NZ

Directors

COOK, Peter Gerard

[REDACTED]

Australian company directorship

Director of an Australian company: Yes

Australian company details

ACN:	161946989
Company name:	SANTANA MINERALS LIMITED
Registered office address:	Level 1, 371 Queen Street, Brisbane, Queensland, 4000, AU

SPRING, Damian

[REDACTED]

Company Extract

MATAKANUI LAND LIMITED

9377214

NZBN: 9429053178640

Shareholdings

Total Number of Shares: 100

Extensive Shareholdings: No

100	9376288
	SANTANA MINERALS (NZ) LIMITED
	Cuffs Limited, Level 2, Como House, 51 Tancred Street, Hokitika, 7811, NZ

For further details relating to this company, check <https://app.companiesoffice.govt.nz/co/9377214>

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Appendix 2

Company Extract

SANTANA MINERALS (NZ) LIMITED

9376288

NZBN: 9429053176400

Entity Type:	NZ Limited Company
Incorporated:	08 Oct 2025
Current Status:	Registered
Constitution Filed:	No
Annual Return Filing Month:	August
FRA Reporting Month:	March
Ultimate holding company:	Santana Minerals Limited
Type of entity:	Company
Registration number / ID:	[Not specified]
Country of registration:	Australia
Registered office address:	Level 15, 344 Queen Street, Brisbane, 4000, AU

Company Addresses

Registered Office

Cuffs Limited, Level 2, Como House, 51 Tancred Street, Hokitika, 7811, NZ

Address for Service

Cuffs Limited, Level 2, Como House, 51 Tancred Street, Hokitika, 7811, NZ

Directors

COOK, Peter Gerard
[REDACTED]

Australian company directorship

Director of an Australian company: Yes

Australian company details

ACN:	161946989
Company name:	SANTANA MINERALS LIMITED
Registered office address:	Level 1, 371 Queen Street, Brisbane, Queensland, 4000, AU

SPRING, Damian
[REDACTED]

Company Extract

SANTANA MINERALS (NZ) LIMITED

9376288

NZBN: 9429053176400

Shareholdings

Total Number of Shares: 100

Extensive Shareholdings: No

100 9258220
SANTANA MINERALS LIMITED
DUNCAN COTTERILL WELLINGTON, 50 Customhouse Quay,
Wellington Central, Wellington, 6011, NZ

For further details relating to this company, check <https://app.companiesoffice.govt.nz/co/9376288>

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Appendix 3

Company Extract

MATAKANUI GOLD LIMITED

5466929

NZBN: 9429041420614

Entity Type:	NZ Limited Company
Incorporated:	22 Sep 2014
Current Status:	Registered
Constitution Filed:	Yes
Annual Return Filing Month:	September

Ultimate holding company:	Santana Minerals Limited
Type of entity:	Company
Registration number / ID:	[Not specified]
Country of registration:	Australia
Registered office address:	Level 15, 344 Queen Street, Brisbane, Queensland, 4000, AU

Company Addresses

Registered Office

Cuffs Limited, Level 2, Como House, 51 Tancred Street, Hokitika, 7810, NZ

Address for Service

Cuffs Limited, Level 2, Como House, 51 Tancred Street, Hokitika, 7810, NZ

Directors

COOK, Peter Gerard

[REDACTED]

Australian company directorship

Director of an Australian company: [Not specified]

SPRING, Damian

[REDACTED]

Shareholdings

Total Number of Shares: 50,934

Extensive Shareholdings: No

50,934 Santana Minerals Limited

Company Extract

MATAKANUI GOLD LIMITED

5466929

NZBN: 9429041420614

Level 15, 344 Queen Street, Brisbane, Queensland, 4000, AU

For further details relating to this company, check <https://app.companiesoffice.govt.nz/co/5466929>

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