

LEGEND

The Hon Andrew Fraser
Treasurer of Queensland
GPO Box 611
Brisbane Qld 4001

27 April 2009

Dear Minister,

The Georgina Basin, in far north-west Queensland, contains extensive reserves of commercial grade phosphate rock. National and International demand for this prized agricultural product presents Queensland with the opportunity to now capitalise on this resource and develop a new export oriented industry, with significant economic and employment opportunities for the region.

Legend International Holdings, a publicly listed company based in Melbourne, holds exploration rights over some 5.2 million acres in Queensland and the Northern Territory with proven historical tonnages of phosphate rock, in Queensland, in excess of a billion tonnes. Legend is in the early development stages of extracting these phosphate deposits, with a phased plan to become one of the world's leading suppliers of phosphate fertiliser products.

Already, a significant Indian market for this product has been identified and secured. In coming years the annual export of some 5 million tonnes of high grade phosphate rock to the subcontinent will increase Australia's overall trade to that area by 15%. In time, the national fertiliser market will also be serviced from this resource.

The plan is to prepare the material on site, transport it to Mt Isa by road, rail or pipeline and then rail it to the Port of Townsville for on-shipping to India. The benefits to North Queensland of a project of such scale are obvious.

I would very much appreciate the opportunity to brief you personally in Brisbane on our plans, particularly the economic drivers, and to give you the chance to further familiarise yourself with a project that will contribute financially to the State of Queensland for decades to come. I believe it will go some way towards addressing the impacts of the world economic crisis on your State.

Legend International Holdings, Inc
ABN 82 120 855 352

Level 8, 580 St Kilda Road
Melbourne VIC 3004
Australia

PO Box 6315, St Kilda Road Central
Melbourne Victoria 8008
Australia

T +61 3 8532 2866
F +61 3 8532 2805

info@lgdl.net
www.lgdl.net

LEGEND

I will be overseas for the next five weeks but would be available to travel to Brisbane any time after 1st June that would suit your diary. A half hour meeting would be more than adequate to acquaint you with Legend's plans. Betty Kiernan, the State Member for Mt Isa, is well acquainted with our company and may also care to attend.

In my absence my executive assistant, Christina Rubina, could help to finalise the necessary arrangements and can be contacted on (03) 8532 2855 or email christinar@axisc.com.au

Yours sincerely

J. I. Gutnick

Joseph Gutnick

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LEGEND

The Hon Stephen Robertson
Minister for Natural Resources, Mines and
Energy and Minister for Trade
PO Box 15216
City East QLD 4002

27 April 2009

Dear Minister,

I recently had the chance to brief your mines advisor, Mr Lance McCallum, on our plans to develop the rich rock phosphate deposits in north-west Queensland. The briefing was arranged by the local member for Mt Isa, Betty Kiernan, who has been involved with the project from its inception and remains a strong supporter.

Our publicly listed company, Legend International Holdings, is a mining and agriculture resource development company based in Melbourne, but principally focussed on developing the phosphate deposits in Queensland.

The deposits lie approximately 130kms north-west of Mt Isa on the margins of the Georgina Basin with historically proven commercial reserves in excess of 1 billion tonnes, averaging 16% phosphate content. Based on a phosphate rock price of \$200-\$250 per tonne, and an anticipated annual export rate of 5 million tonnes, this project has considerable employment and economic significance for the north-west region and Queensland as a whole.

Legend already holds exploration licences over approximately 5.2 million acres in Queensland and the Northern Territory and is presently seeking further tenements in high grade ore areas to enable additional drilling and metallurgical testing to commence in the third quarter of this year. Environmental studies and native title negotiations are both well advanced.

The plan is to establish a beneficiation plant on site, with road transport to Mt Isa of the treated ore to occur initially. In the longer term rail, or a slurry pipeline, may be used. The ore will be railed from Mt Isa to the Port of Townville for export. Promising negotiations with Queensland Rail, the Australian Rail Group and the Townsville Port Authority have occurred. A land parcel of 3.7 hectares has been secured at the Port for storage and loading purposes.

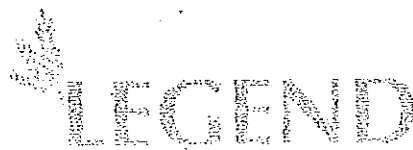
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A ready market has been secured for the product in India with the IFFCO group, strongly supported by the Indian Government, taking a 10% stake in Legend. Officials of the company and the Indian Government recently visited the mine site and also briefed the Federal Trade Minister, Simon Crean, on progress to date.

IFFCO supplies fertiliser products to some 50 million farmers from every region across India and operates closely with the Indian Government's US\$25 billion budget for fertiliser subsidies.

Aspects of Legend's project in north-west Queensland will touch on virtually all aspects of your portfolio, but particularly mining and trade. It is for this reason that I would very much like to brief you personally on our plans, at a time and place of your choosing. I am in Brisbane regularly but I will, unfortunately be overseas for the next five weeks on official business. I arrive back in Australia in late May and will be available to meet any time after 1st June. I suspect that Betty Kiernan may also be keen to attend.

If a meeting is possible my executive assistant, Christina Rubina, could help to finalise the necessary arrangements and can be contacted on (03) 8532 2855 or email christinar@axisc.com.au

Yours sincerely

J. I. Gutnick

Joseph Gutnick.

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Nicole Scurrah

From: Betty Kiernan [Betty.KIERNAN@parliament.qld.gov.au]
Sent: Saturday, 16 May 2009 11:00 AM
To: Mike Kaiser; Nicole Scurrah
Subject: FW: Letters for Betty Kiernan MP
Importance: High
Attachments: Microsoft Word - Andrew Fraser.pdf; Microsoft Word - Premier QLD April 09.pdf; Microsoft Word - Stephen Robertson Apr 09.pdf

Dear Mike and Nicole
I would really appreciate if the Premier could see Joe for 30 minutes. I fully appreciate how busy the Premier and would be very grateful.
This project is very important to the region.
Kind regards
Betty

*Betty Kiernan MP
Member for Mount Isa
Ph 47435149
Fax 47433386
Mobile 0427 152 477*

From: Mt Isa Electorate Office
Sent: Friday, 8 May 2009 4:47 PM
To: Betty Kiernan
Subject: FW: Letters for Betty Kiernan MP

From: Christina Rubina [mailto:ChristinaR@axisc.com.au]
Sent: Friday, 8 May 2009 4:32 PM
To: Mt Isa Electorate Office
Cc: Damian McGreevy Consulting P/L
Subject: Letters for Betty Kiernan MP

Hello Robyn

Could you please pass on the attached letters to Betty for her information.

Have a great weekend.

Thank you
Christina

3/09/2009

Christina Rubina, Executive Assistant to Joseph Gutnick | President & CEO
Legend International Holdings Inc.
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3/09/2009

Catherine Brown

Subject: Meeting requested: Legend Int Holdings - Joseph Gutnik (recommended Hinchliffe or Robertson to rep)

Start: Mon 1/06/2009 1:00 PM
End: Mon 1/06/2009 1:30 PM

Recurrence: (none)

5/05 CB

5/6 jw
Christine to phone if rep required. Would prefer to meet with Nolan.
Has already met with ROBERTSON.

9/6
Christine phoned. No REP required. Very disappointed unable to meet with Premier given amount they are investing in Queensland.
Wanted message passed on (passed on to SB) jw
Contact Christine on: 03 8532 2855

17/7

CLOSED

RTI RELEASE

Stephen Beckett

From: Mike Kalser
Sent: Tuesday, 9 June 2009 6:10 PM
To: Stephen Beckett
Subject: FW: Meeting with the Premier
Importance: High
Attachments: Martin Ferguson.pdf

Can I get the original request for a meeting Gutnick made?

From: Joseph Gutnick [mailto:JosephG@axisc.com.au]
Sent: Tuesday, 9 June 2009 3:09 PM
To: Mike Kalser
Subject: Meeting with the Premier
Importance: High

Dear Mike

Sorry for the bluntness during our telephone call, but I am sure you appreciate my position. I would be very grateful if you could help me out.

Attached is a letter I received today from The Hon Martin Ferguson who I saw a number of months ago.

It further points out the help we could be for the Queensland Government regarding infrastructure.

Regards

Joseph

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11/09/2009



RECEIVED
09 JUN 2009
BY:.....

THE HON MARTIN FERGUSON AM MP

MINISTER FOR RESOURCES AND ENERGY
MINISTER FOR TOURISM

PO BOX 6022
PARLIAMENT HOUSE
CANBERRA ACT 2600

Min ID: C09/1251

Mr Joseph I Gutnick
President and CEO
Legend International Holding
PO Box 6315
ST KILDA ROAD CENTRAL VIC 8008

04 JUN 2009

Dear Mr Gutnick *Joseph*

Thank you for your letter of 27 April 2009 providing additional information on your Queensland phosphate mine and related infrastructure proposal.

The proposed phosphate mine and related infrastructure would be significant for both the Georgina basin region in Queensland and for Australia. Federal involvement is primarily a matter for the Minister of Infrastructure, Transport, Regional Development and Local Government, The Hon. Anthony Albanese MP.

The Mount Isa-Townsville Rail Corridor remains on Infrastructure Australia's 'Priority Infrastructure Pipeline' list as outlined in its May 2009 publication, *National Infrastructure Priorities*.

I have written to Minister Albanese suggesting that the Eastern Port Access Rail Corridor to the Port of Townsville be subject to detailed study as to its costs and benefits and possible methods of funding.

In the meantime I encourage you to provide all relevant information on your project to Infrastructure Australia to assist in its consideration of Australia's future infrastructure priorities.

For further information on this process please contact Infrastructure Australia directly on (02) 8114 1900.

Yours sincerely

Martin Ferguson

Telephone: (02) 6277 7930 Facsimile: (02) 6273 0434

Julie Wiggins

From: Stephen Beckett
Sent: Thursday, 11 June 2009 9:07 AM
To: Julie Wiggins
Subject: RE: Mr Joseph Gutnik

Can you come and find it? We never had a discussion about it

Stephen Beckett | Deputy Chief of Staff
Office of the Hon Anna Bligh MP
Premier of Queensland
☎ +61 7 3239 6817 | ✉ +61 7 3211 2342 | ✉ Stephen.Beckett@ministerial.qld.gov.au

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From: Julie Wiggins
Sent: Thursday, 11 June 2009 9:06 AM
To: Stephen Beckett
Subject: RE: Mr Joseph Gutnik

I thought I had given it back to you after I declined as Christine from his office phoned and expressed disappointment at the fact that the Premier couldn't meet, given the amount of money they had invested in Queensland. Sorry, but I've been through all my paperwork and don't appear to have it.
Julie


Julie Wiggins
Administration Officer
Office of The Hon Anna Bligh MP
Premier of Queensland and
Minister for the Arts
P 07 3239 6817 | F 07 3221 3631 |
W www.thepremier.qld.gov.au |
E julie.wiggins@ministerial.qld.gov.au

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From: Stephen Beckett
Sent: Thursday, 11 June 2009 8:50 AM
To: Julie Wiggins
Subject: RE: Mr Joseph Gutnik

Yes - sent it back to you, you declined it (at my request) and Mr Gutnick then phoned Mike.

Stephen Beckett | Deputy Chief of Staff
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From: Julie Wiggins
Sent: Thursday, 11 June 2009 8:48 AM
To: Stephen Beckett
Subject: Mr Joseph Gutnik

Hi Stephen

My records indicate that this information was passed onto you on 9 June.

Julie

Julie Wiggins
Administration Officer
Office of The Hon Anna Bligh MP
Premier of Queensland and
Minister for the Arts
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W www.thepremier.qld.gov.au |
E julie.wiggins@ministerial.qld.gov.au

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Sue Cox

Subject: MEETING WITH BETTY KIERNAN + David Shankey, Steve Keating
Location: Premier's Office

Start: Tue 21/07/2009 3:30 PM
End: Tue 21/07/2009 4:00 PM

Recurrence: (none)

Meeting Status: Meeting organizer

Required Attendees: 'Betty.Kiernan@parliament.qld.gov.au'; David Shankey

From: Mike Kaiser
Sent: Monday, 29 June 2009 3:21 PM
To: 'Betty.Kiernan@parliament.qld.gov.au'
Cc: Emma Riley
Subject: Re: Meeting with Premier

We are happy for you to attend. Emma will let you know if Anna's available before or after.

Mike

From: Betty Kiernan
To: Mike Kaiser
Sent: Mon Jun 29 15:11:17 2009
Subject: Meeting with Premier

Dear Mike

I am in Brisbane during the Estimates, d/whip on duty. I am aware that Joseph Gutnick - Legend has an appointment with the Premier on Tuesday 21st at 3.00pm. I have been asked by Joseph to attend with him which I am happy to do if okay with the Premier.

While I am down there I would really like approximately 1/2 hour of her time to discuss the most recent letter to my Editor North West Star.

Could you please give me a call to discuss.

Kind regards
Betty

*Betty Kiernan MP
Member for Mount Isa
Ph 47435149
Fax 47433386
Mobile 0427 152 477*

Update (since 2 June 2009) on Legend International Holdings Inc's Queensland Phosphate Project

- The D-Tree Project is a joint venture between Legend International Holdings Inc (80% and manager) and Mt Isa Metals Ltd (20%). The D-Tree DSO (Direct Shipping Ore) project proposes 0.5 million tonnes per year direct shipment of phosphate rock.
- Minister Robertson met with Mr Joseph Gutnick, President and CEO and Mr Craig Michael, Executive General Manager, Legend International Holdings Inc (Legend) on 17 June 2009.
- The project is being case managed through Queensland Mines and Energy, Department of Employment, Economic Development and Innovation, to expedite the processing of the tenures for this project as part of the 'Streamlining Projects' initiative. A Mount Isa based case manager has been appointed.
- The Department of Environment and Resource Management has assessed that no Environmental Impact Assessment (EIS) will be required for the D-Tree Mining Lease application 90190. The Environmental Authority for the mining lease will be assessed under an Environmental Management Plan (EMP).
- The company announced in May 2009 an Inferred Resource for the D-Tree deposit within EPM 14753 of 135 million tonnes at 13.8% P₂O₅ (phosphate), using a cut-off grade of 10% P₂O₅.
- On 29 June 2009 the company announced an Inferred Resource for the D-Tree DSO Project of:
 - 1.0 million tonnes at 29.4% P₂O₅ using a cut-off grade of 25% P₂O₅,
 - 0.8 million tonnes at 30.0% P₂O₅ using a cut-off grade of 28% P₂O₅
- The company announced on 29 June 2009 that subject to the conclusion of a positive Feasibility Study the D-Tree DSO project remains on schedule to commence operation in Q4 2009.

- This project schedule will be subject to all the necessary approvals being in place before mining can commence.
- Legend is continuing with discussions with Queensland Rail and the Port of Townsville regarding transporting phosphate rock from Mount Isa to the Port of Townsville for shipping.
- Legend has renamed its Lady Jane phosphate deposit the Paradise North deposit (about 25km northeast of MLA 90190) and renamed its Lady Annie phosphate deposit the Paradise South deposit (about 20km southeast of MLA 90190).

Prepared by:

David Catmichael

Principal Project Officer

Exploration and Investment and Geological Survey of Queensland

Queensland Mines and Energy

Department of Employment, Economic Development and Innovation

2 July 2009

File path: G:\M&P\Industry_Development\MINRES\PROJECTS\NORWEST\Lady Annie Lady Jane Phosphate\Update Queensland Phosphate Project 2 July 2009.doc

RTI RELEASED

PREMIER'S BRIEFING NOTE

Policy

Tracking Folder No. TF/09/12365
Document No. DOC/09/68051

To: THE PREMIER
Date: 17 July 2009
Subject: Meeting with Mr Joseph Gutnick, President and CEO of Legend International Holdings, Inc.

Approved / Not Approved / Noted
Premier
Date
Date Action Required by:
Requested by:
(if appropriate)

• RECOMMENDATION

It is recommended that you:

- note that Mr Gutnick may seek your support to fast-track the Native Title approval process for its phosphate export project known as 'D-Tree', located near Mt Isa, and
- advise Mr Gutnick that the Government is unable to circumvent the statutory timeframe and claims process for Native Title associated with the D-Tree mining lease application.

• KEY ISSUES

- As part of Stage 1 of the project, Legend International Holdings, Inc. (Legend) is seeking to commence shipping 0.5 to 1 million tonnes of phosphate rock per annum by the December quarter of 2009.
- The mining lease application for the project was lodged on 9 April 2009.
- In order to expedite the processing of the relevant tenures, the D-Tree project is being case managed through Queensland Mines and Energy (QME) as part of the Government's 'Streamlining Projects' initiative.
- The Department of Environment and Resource Management (DERM) has deemed that the Environmental Authority for the mining lease will be assessed via an Environmental Management Plan.
- A Native Title assessment on the lease application has determined that Native Title may still continue to exist on the background land tenures. Legend has elected to address this issue through the Right to Negotiate (RTN) process.
- To commence the RTN process, the State must give notice in accordance with section 29 of the Native Title Act 1993. Minister Robertson has approved (by delegation) the section 29 Government Notice. The expected advertising and notification date is 29 July 2009, which will mark the commencement of a statutory four month public notification period to allow receipt and registration of any new Native Title claimants.
- The last Governor-In-Council signing date to grant a mining lease application is usually in early December of any given year. QME is aiming to have D-Tree's mining lease application approved at this last signing date for 2009, however, any delays in the aforementioned processes will mean that this date will not be achieved.

• CONSULTATION

- Mines and Energy, DERM.

• BACKGROUND

- Legend holds large areas of exploration tenure in north-west Queensland over deposits of phosphate rock. Legend's main business focus is developing these deposits.

Comments (Premier or DG)

Ken Smith
Director-General

Action Officer: Einar Oddsson Approvals by Director / ED / DDG
Area: Economic Policy documented in notes in TRIM
Telephone: 323 71039

Sue Cox

Subject: MEETING WITH JOSEPH GUTNICK, LEGEND INTERNATIONAL HOLDINGS. In att:
Ken Smith + David Shankey
Location: Premier's Office. [In att: Betty Klernan]
Start: Tue 21/07/2009 3:00 PM
End: Tue 21/07/2009 3:30 PM
Recurrence: (none)
Meeting Status: Meeting organizer.
Required Attendees: 'Betty Klernan'; 'Ken Smith'; David Shankey



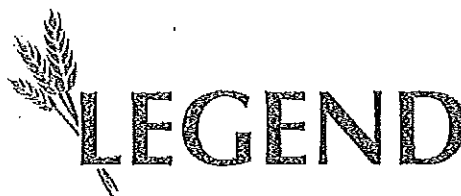
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pdf (264 KB)

Brief requested - due 17.07



Accepted: Updated;
MEETING WIT...

RTI RELEASE SE



The Hon. Anna Bligh
Premier of Queensland
PO Box 15185
City East QLD 4002

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27 April 2009

Dear Premier,

Legend International Holdings, a publicly listed company based in Melbourne, currently holds the right to explore and develop some of the richest and most extensive rock phosphate deposits in Australia, located in Queensland's north-west minerals province.

The company's exploration licences include approximately 5.2 million acres in Queensland and the Northern Territory with historically proven phosphate resources in Queensland alone in excess of 1 billion tonnes, averaging 16% phosphate content. Based on a phosphate rock price of \$200-\$250 per tonne, the development of this resource has highly significant economic and employment implications for Queensland.

Already, further exploration permits and licences have been sought, native title matters are being addressed, transport options are being examined, further testing of the resource is underway and an overseas market has been identified and secured.

The resource is located approximately 130kms north-west of Mt Isa, on the margins of the Georgina Basin, and the three phase development plan will see the refined ore being transported to Mt Isa for ralling to Townsville and export from the port. Successful negotiations have been underway for some time now with Queensland Rail, the Australian Rail Group, the Townsville Port Authority and the Kalkadoon and Indjilandji native title groups.

A major Indian agricultural group, IFFCO, with strong Indian Government support, has recently visited the site and agreed to take approximately 5 million tonnes of phosphate rock annually from the project. IFFCO supplies over 50 million farmers across India with fertiliser products and with this import agreement will lift Australia's overall trade with India by 15%.

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ABN 82 120 855 352

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www.lgdi.net

The Hon Simon Crean, Federal Minister for Trade, has been briefed on the project and I would very much like the chance to also brief you personally on our plans for Queensland. I will be away for the next five weeks on official business but will be available any time after 1st June that suits your diary. A 30 minute discussion would enable me to fully acquaint you with the contribution Legend can make to meeting your election commitments of new jobs and new industries in Queensland in coming years.

Betty Kiernan the local member for the area is an ardent supporter of the project and may also care to attend.

Christina Rubina, in my office, can assist with any arrangements if a meeting is possible. Her contact details are phone (03) 8532 2855 or email christinar@axisc.com.au

Yours sincerely,



Joseph Gutnick.

RTI RELEASE