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| --- |
| **Disclaimer and instructions for use – delete before signing.**  This is a simple template only and may not be suitable for every situation. This document can and should be amended to properly reflect the transaction taking place.  In accordance with section 41 of the Crown Minerals Act 1991 (the CMA), the transfer of all or part of a participating interest in a permit requires the consent of the Minister.   * An application for consent to a transfer must be made jointly between the vendor(s) (the relevant current permit participant(s)) and the purchaser(s) (the proposed permit participant(s)); * be made within 3 months after the date that the agreement was signed. * be accompanied by a copy of the agreement that contains the transfer; and (if applicable) * include evidence of the notification to any other permit participants that an application for transfer is being made.   Until the Minister has consented to the transfer, the current permit participant remains liable for the activities under the permit.  Adherence to this template does not guarantee a particular outcome on your application, and additional information may be required to support the transfer application.  The Ministry of Business, Innovation and Employment is not responsible for the results of any action taken on the basis of information in this document, or for any errors or omissions. This document should not be used as a substitute for obtaining independent legal advice. |

# Sale and purchase agreement for minerals [prospecting/exploration/mining] permit [number]

**The Parties**

The **Vendor** [relevant current permit participant(s)]

*[Add or delete rows depending on the number of relevant current permit participants selling a participating interest in the permit. The collective permit interest being transferred is referred to as the* ***interest.****]*

|  |
| --- |
| **[Name of the relevant current permit participant] (Operator participant / non-operator participant, holding [--] % and selling [\_\_]% of the participating interest in the permit).**  [Address of current permit participant] |
| **[Name of the relevant current permit participant] (Operator participant / non-operator participant, holding [--] % and selling [\_\_]% of the participating interest in the permit).**  [Address of current permit participant] |

The **Purchaser** [the proposed permit holder(s)]

*[Add or delete rows depending on the number of proposed permit participants purchasing a respective participating interest in the permit.]*

|  |
| --- |
| **[Name of the proposed permit participant] (Operator participant / non-operator participant, purchasing [--] % of the participating interest in the permit).**  [Address of proposed permit participant] |
| **[Name of the proposed permit participant] (Operator participant / non-operator participant, purchasing [--] % of the participating interest in the permit).**  [Address of proposed permit participant] |

**Agreement to transfer minerals [prospecting/exploration/mining] permit [number] (the permit)**

* 1. The Vendor is the holder of [ %] participating interest in [and Operator of] minerals [prospecting/exploration/mining] permit[number] (see permit certificate in Appendix 1) issued under the Crown Minerals Act 1991.
  2. The Vendor agrees to transfer [ %] participating interest in the permit to the Purchaser, and the Purchaser agrees to pay the purchase price of [$ ]as consideration for the transfer of the participating interest. The new permit holding structure of the permit is captured in Appendix 2.
  3. The Purchaser will pay the purchase price to the Vendor [on execution of this agreement/within X business days of execution of this agreement/on DD/Month/Year].
  4. The transfer of the permit interest is subject to the parties obtaining the consent of the Minister, as required under section 41 of the Crown Minerals Act 1991.

**Vendor**

*[Add or delete signature blocks depending on the number of relevant current permit participants. If a relevant current permit participant is a company, a person with authority to sign on behalf of the company will need to sign below.]*

|  |  |  |
| --- | --- | --- |
| **Relevant current permit participant:** |  | **Relevant current permit participant:** |
| (signature) |  | (signature) |
| Name: |  | Name: |
| Position: |  | Position: |
| Date |  | Date |

**Purchaser**

*[Add or delete signature blocks depending on the number of proposed permit participants purchasing a respective interest. If a proposed permit participant is a company, a person with authority to sign on behalf of the company will need to sign below.]*

|  |  |  |
| --- | --- | --- |
| **Proposed permit participant:** |  | **Proposed permit participant:** |
| (signature) |  | (signature) |
| Name: |  | Name: |
| Position: |  | Position: |
| Date |  | Date |

**Appendix 1 – Permit Certificate**

[Attach the most up-to-date version of the permit certificate(s) here]

**Appendix 2 – Current and Proposed Permit Holdings**

*[Use the tables below to outline the current and proposed permit holdings. Add or delete rows as necessary.*

*There may be permit participants who are not party to this agreement as they are not selling or buying any additional interest in the permit. You should include those permit participants below.]*

**Current permit holding**

|  |  |
| --- | --- |
| **Permit participant name** | **Percentage share** |
| Person/Company A (Operator) | [XX] % |
| Person/Company B | [XX] % |
| **Total** | **100%** |

**Proposed permit holding**

|  |  |
| --- | --- |
| **Permit participant name** | **Percentage share** |
| Person/Company A (Operator) | [XX] % |
| Person/Company C | [XX] % |
| **Total** | **100%** |