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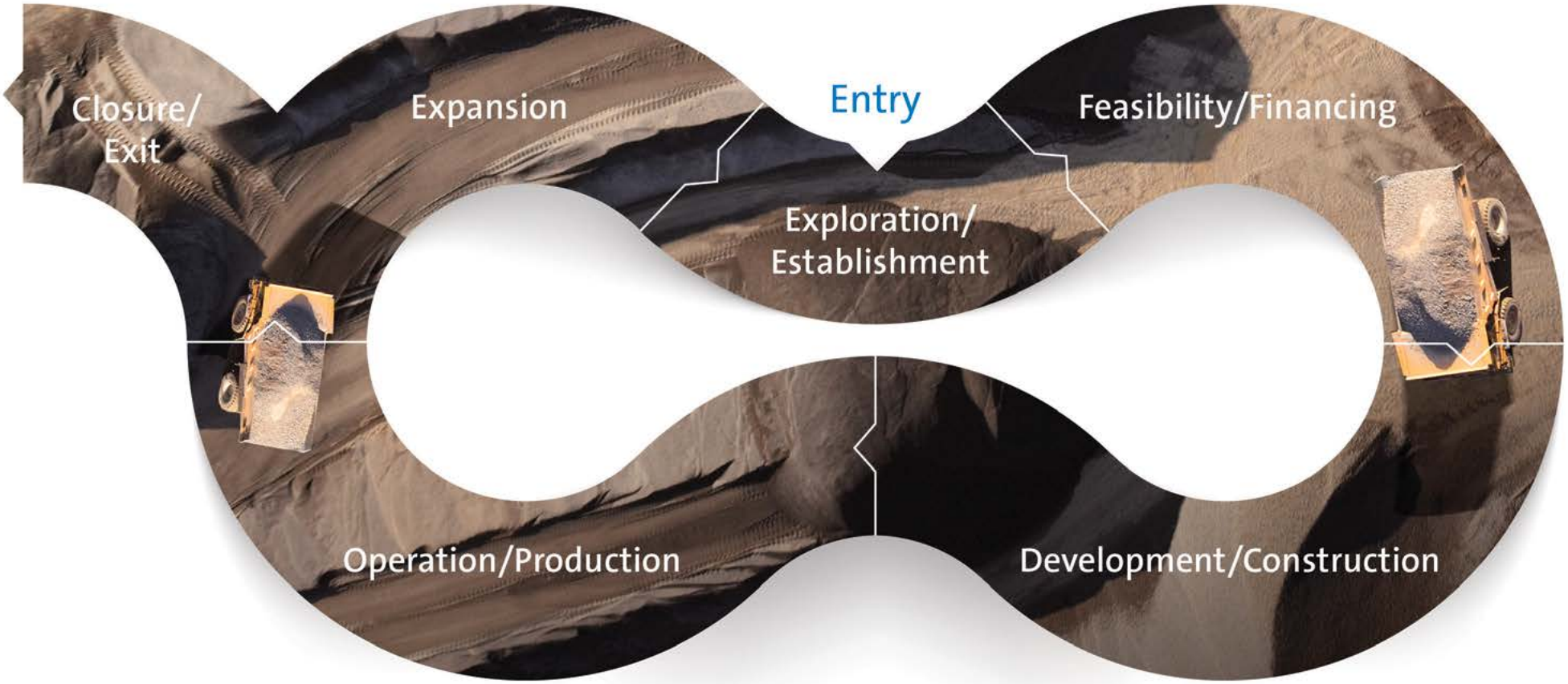
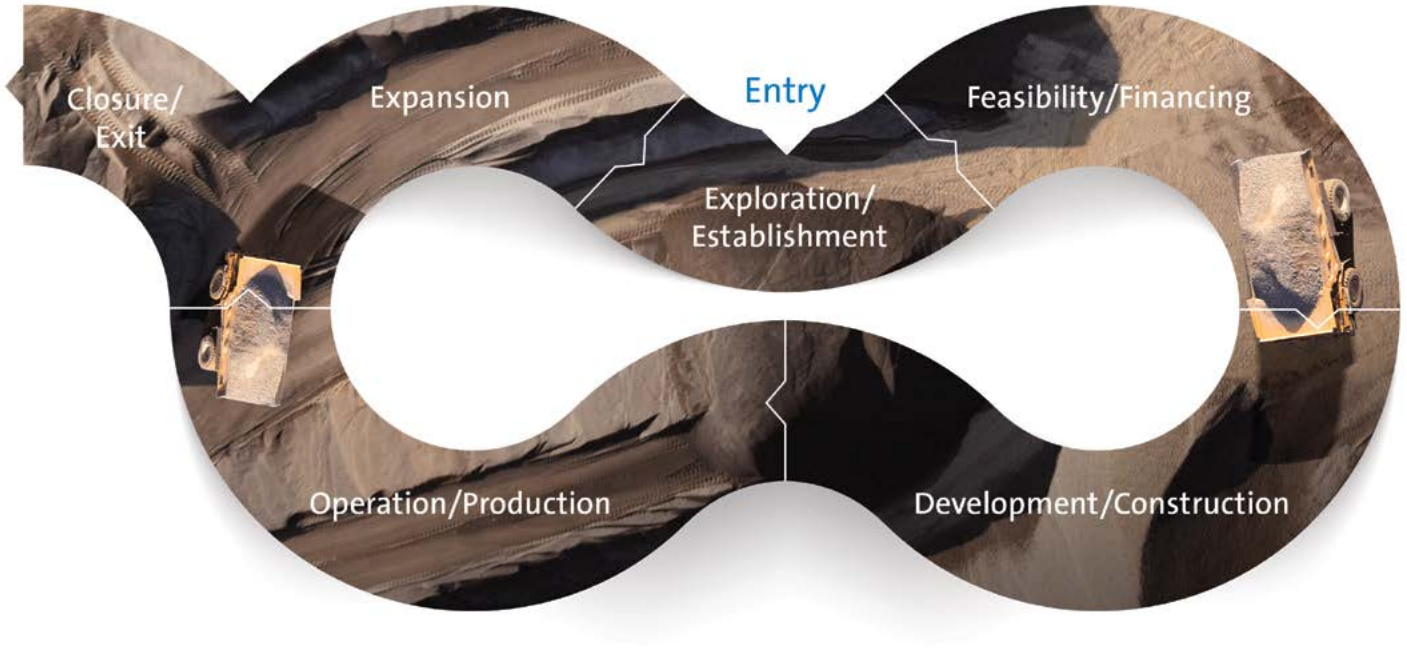


Mining 360@ Allens

Investing in Australia's Mining Sector

An overview



Visit **www.allens.com.au/mining360** to listen to our mining sector experts explore the mining lifecycle: the considerations, trends and challenges companies face from investment throught to exit, re-investment and beyond.

Contents

Foreword

Allens presents to you its *Investing in Australia's Mining Sector – an overview*, a short introductory guide that aims to identify some of the legal and regulatory issues that foreign investors will face when considering an investment opportunity in Australia's mining sector.

Australia has been, and will continue to be, an attractive location for foreign investors to find and capitalise on investment opportunities in the mining sector. The Australian Government welcomes foreign investment, and has an open foreign investment policy, making it easy for foreign investors to enter the Australian market. Australia has a flexible market-driven economy that encourages new and expanding enterprises. Its political, economic, legal and social systems are robust and transparent, ensuring stability and surety for investors, and it has strong ties with the countries in the region.

Allens is a leading law firm with partners, lawyers and corporate services staff across Australia and Asia. Through our integrated alliance with Linklaters, we provide our clients with access to market-leading lawyers through a global network spanning 40 offices and 29 countries.

We have been a long-standing player in the Australian mining industry – an industry that has an important role to play, not only as a significant contributor to the Australian and regional economy, but in meeting global demand for minerals. Our understanding of the resources industry is unparalleled among law firms in Australia, and we are independently acknowledged by *Chambers Global* as one of the 'Top 5 mining and minerals firms in the world', the only Australian-headquartered firm to be ranked.

Our role as a key adviser to many of the world's largest resources companies, and the industry expertise of our team members (many of whom have either been seconded to or worked full-time with mining companies) allows us an in-depth knowledge of the legal issues confronting developers and investors operating in this sector, through all stages of the mining lifecycle. To listen to our mining sector experts discuss these issues, please visit www.allens.com.au/mining360.

This guide aims to make investing in the Australian mining sector easier to understand, and discusses the legal and regulatory environment that investors will face when considering whether to make an investment. However, this guide is intended only as a summary of the issues, and is not a legal opinion. If you require more information or advice about your particular circumstances, please do not hesitate to call any of the contacts listed on the final page of this guide.

Mineral ownership and mining tenure

Mineral ownership

Subject to limited exceptions, the ownership of minerals in Australia is vested in the state or territory governments. The right to conduct mining exploration and production activities is acquired through the grant of various forms of tenure, known as mining tenements, from the government authority responsible for administering the applicable legislative regime.

The tenement holders own the minerals once they have been recovered, and the Government's interest in such minerals is limited to an economic interest in the form of a royalty or tax.

Legislative regimes

Each state and territory government has its own legislative regime, administered by a regulatory body or state or territory department, for the regulation of mining activities within their respective geographic areas. Although the legislative regimes vary between jurisdictions, they share certain common features. Each provides for some form of exploration and production/mining licence, and some regimes have a form of licence authorising the retention of an area following a mineral discovery that is not yet commercially viable. Various other forms of tenure are available for permitted purposes ancillary to mining exploration and production operations.

Mining tenure

The main types of tenure that apply to the exploration and production stages of a mining project are set out in sections 3 and 4. Different tenure is required as the mining project progresses through the mining life cycle and, for many mining projects, particularly large-scale integrated mining and infrastructure projects, multiple forms of tenure may be required to be held at the same time.

State Agreement Acts

In certain Australian jurisdictions (particularly Western Australia and Queensland), contracts between the state government and proponents of major resources projects are sometimes entered into to facilitate the development of major projects. These contracts are known as State Agreement Acts.

State Agreement Acts are essentially contracts between the relevant state government and the project proponent that are ratified by an Act of the State Parliament. They usually come in two parts, a ratifying Act that approves or authorises the state's entry into a scheduled agreement and the scheduled agreement itself, which then sets out rights and obligations of the state and the project investor. The ratifying Act is designed to achieve a number of objectives, including creating assurances for the investor in relation to the state's authority to enter into the agreement and of compliance by the state government with its terms.

State Agreements can also provide for a valid variance of the existing general legislative regime. Accordingly, where a mining project is being developed under a State Agreement, it is particularly important for the investor to understand the implications of the State Agreement on the general laws that would otherwise apply to the project.

General conditions imposed on tenement holders

All types of mining tenure will be granted subject to conditions that the tenement holder must comply with. Failure by a tenement holder to comply with one of these conditions may render the tenement liable to forfeiture.

Common conditions attached to mining tenements are described below.

Annual expenditure commitment

All types of mining tenure, other than ancillary tenure, require that the tenement holder ensure that a minimum level of qualifying expenditure is made in connection with exploration or production activities on the relevant tenement.

Expenditure is generally required to be made in connection with mining, and would typically include costs associated with drilling, travel to and from site, purchase of plant and equipment, wages and administrative overheads, among other expenses. Notably, expenses incurred in the handling of recovered minerals such as marketing or freight cannot generally be counted towards satisfaction of an expenditure condition. In some cases, exemptions from this condition may be granted for a set period of time.

Restrictions on transfer, assignment and mortgage of a tenement

In most jurisdictions, the legislative regime provides for restrictions on dealing with certain types of mining tenements. Prospecting licences can often be transferred without formal consent beyond registration of the transfer. However, it is generally not possible for a legal interest in an exploration licence or mining lease to be transferred, mortgaged or otherwise dealt with without the consent of the relevant state or territory minister. Purchasing shares in a company that holds mining tenure will generally not be considered a breach of a condition of this nature (although such acquisitions may be regulated by Australia's foreign investment laws).

The consequences of failing to comply with a condition restricting the ability to deal with a tenement may include forfeiture of that tenement. The breach of the condition will not necessarily render the underlying transaction void.

Environmental conditions

The relevant state and territory ministers will generally impose conditions on any mining tenement for the purpose of preventing or rectifying injury to the land. These conditions operate concurrently with the terms of any relevant environmental approvals issued under relevant Commonwealth, state or territory environmental laws. See below for a discussion of environmental approval processes that may be applicable to mining projects.

Applying for new mining tenure

Applications for mining tenure

The state and territory legislative regimes set out the application process for each type of tenement, and for each type of land within the application area. Some land (for example, private land or protected nature reserves) is not open for mining, or is open for mining subject to strict conditions and tenements granted may afford the holder more limited rights.

Application requirements should be strictly complied with, as any deficiency may result in an application being unsuccessful. Importantly for new entrants to the Australian mining sector, applications will only be accepted where the applicant has legal capacity to transact in Australia. An application by a company that is yet to be incorporated, for example, will be unsuccessful.

If there is more than one application for a mining tenement lodged in respect of the same land, priority for consideration will generally be given to the applicant who is first to comply with the initial application requirement, such as marking out or pegging the relevant land. This means that where all applications are otherwise equal, the first in time will succeed in obtaining the grant.

Private land compensation

In most jurisdictions, privately owned land is open for mining, subject to certain conditions, and applications for mining tenements may be made in respect of such land. However, it is generally not possible to access privately owned land for mining purposes or for preliminary purposes such as marking out or pegging in connection with an application for a mining tenement without first being granted an entry permit from the relevant government authority.

A valid entry permit is generally a prerequisite to the grant of a mining tenement, and the grant of an entry permit itself may be subject to the applicant lodging adequate security to compensate the owner of the land for damage that may be sustained by their entry onto the land. Furthermore, no mining activities may be undertaken on privately owned land over which a mining tenement has been granted, unless the tenement holder has paid, or agreed to pay a specific amount of, compensation to the owner or occupier of the relevant land. It is industry practice to agree the amount of compensation payable before lodging the application for the mining tenement.

Exploration stage

Prospecting licence

A prospecting licence authorises the holder to enter the relevant land to prospect for minerals and undertake works necessary for that purpose. The rights conferred on the holder are generally the same as those conferred under an exploration licence; however, the geographic area subject to this kind of licence is much smaller and the threshold maximum quantity of the right to remove samples on an appraisal basis is lower.

Exploration licence

An exploration licence grants the licensee the right to enter the relevant land and explore for minerals. Such exploration rights, depending on the applicable legislative regime, generally extend to works associated with exploration purposes such as digging pits, sinking bores, and excavating, extracting or removing samples of any substance found on the land on an appraisal basis up to a prescribed limit.

Retention licence

A retention licence is a form of holding title that can be applied for over an identified mineral resource that is presently impracticable or uneconomic to develop. For example, a retention licence may be granted where a tenement holder's exploration work has identified a mineral resource that is currently uneconomic, but expected to become economically viable in the future. An applicant will not be granted a retention licence because of an inability to raise funds to develop an economically viable resource.

The rights conferred on a retention licence holder generally allow for further exploration activities to be undertaken, but do not permit mining or production. In most jurisdictions, applications for retention licences are only open to holders of existing tenure in respect of the application area.

Production stage

Mining lease

A mining lease is required in order to undertake the development of a resource and the production of the recovered commodity. This type of lease confers upon the lessee the right to mine for, and dispose of, any minerals recovered from the land within the lease area. However, title to the minerals within a lease area may be subject to exceptions. In Western Australia, for example, the grant of a mining lease does not permit the mining of iron ore, unless the lease is specifically endorsed by the relevant minister.

The grant of mining leases in all jurisdictions is strictly regulated. An applicant must generally satisfy the relevant state or territory minister that it intends to commence mining activities on the land over which the application is made in the short term, as opposed to reserving the land for potential future use. Applications must also be accompanied by a detailed mining proposal and mineralisation report, and evidence of the applicant's financial and technical capabilities to carry out the proposed operations.

General purpose lease

The holder of a mining lease will often require tenure for purposes ancillary to their mining activities. A general purpose lease can be granted to the holder of a mining lease, and authorises the holder of the mining lease to erect, place and operate machinery in connection with their mining operation. A general purpose lease also entitles the holder to deposit or treat minerals or tailings obtained from the mining operations. General purpose leases do not confer the right to mine or extract minerals.

Miscellaneous licence

A miscellaneous licence is another type of ancillary mining tenure that may be granted in connection with mining operations. This type of licence is generally granted for purposes including the construction of administration facilities or workshops, or access to or construction of, roads, pipelines and power lines.

Miscellaneous licences may be granted over land already subject to an existing mining tenement, provided that the two tenements can co-exist without materially impacting on the rights of the existing tenement holder. Conversely, other types of mining tenure can be granted over an area subject to an existing miscellaneous licence.

Acquiring an interest in an existing mining tenement

There is a broad range of structural options available to investors in mining projects, the desirability of which will depend on a range of commercial and legal considerations. However, an investment in the Australian mining sector will generally either involve the acquisition of a direct interest in the assets of a mining project (including the relevant tenements), or the acquisition of shares in a company that owns an interest in a mining project.

There are advantages and disadvantages associated with the available investment structures (including the tax treatment of each type of transaction), so it is important for prospective investors to discuss which structure is most suitable for achieving objectives with their legal and commercial advisers. Any kind of foreign investment, whether it be an asset or share purchase, is subject to Australia's foreign investment regime.

Acquisition of assets and farm-in agreements

(a) Transfer and registration

Interests in mining tenements are capable of being bought and sold. However, a transfer of an interest in a tenement may, depending on the jurisdiction and type of tenement, be subject to approval by the relevant Minister.

In all jurisdictions, a transfer of a mining tenement should be registered on the public register of mining tenements maintained by the relevant state or territory regulatory authority, as a dealing to transfer a legal interest will generally not be effective until it is registered. Registrable dealings affecting the same mining tenement take priority according to the date and time of their registration, so it is prudent that registration is attended to promptly.

Not all transactions or dealings affecting a mining tenement are registrable, and so other interests in the relevant tenement may exist that have not been registered. An investor should take steps to ascertain whether any such interests exist before purchasing a mining tenement.

(b) Farm-in agreements

Farm-in agreements are commonly used in the Australian mining industry, particularly where an investor is seeking to acquire an interest in a mining project during its exploration phase.

Under a farm-in agreement, the farmee (being the party wishing to acquire an interest in the mining tenement) enters into an agreement with the farmor (being the tenement holder). Under the agreement, the farmee typically agrees to fund particular exploration costs or make a capital contribution, in order to earn an interest in the tenement. Generally, once the farmee earns this interest, it will form an unincorporated joint venture with the farmor for the further exploration of the tenement and consequent mining and production of minerals. See below for a discussion on joint ventures.

Acquisition of shares in a company holding a mining tenement

The level of regulation and the method for acquiring shares in a company will depend on whether the company is a listed public company, unlisted public company or private company. In contrast to the purchase of assets, purchasing the shares in a company results in the purchaser acquiring the business vehicle, meaning that the existing assets (such as the mining tenements, plant and equipment and contracts) will be automatically acquired. However, acquiring a business through the purchase of shares in a company also results in the purchaser acquiring all the liabilities of the company. To mitigate this risk, it is important that the purchaser conducts appropriate due diligence and, to the extent necessary, obtains additional comfort by way of warranties and indemnities from the seller.

Foreign investment approval

(a) The foreign investment regime

The *Foreign Acquisitions and Takeovers Act 1975* (Cth) (the ***FATA***), the associated regulations and the Federal Government policy provide the framework for foreign investment in Australia. Under this regime, where a foreign person proposes to acquire an interest in an Australian business, corporation or land, they may be required to notify the Foreign Investment Review Board (***FIRB***). FIRB advises the Federal Treasurer, who is ultimately responsible for approving (or blocking) the proposed investment.

(b) Private foreign investors

In relation to privately owned foreign investors, prior foreign investment notification and approval may be required for farm-in activities, equity acquisitions or acquisitions of existing interests in mining tenements and facilities, subject to certain thresholds. Specifically, foreign persons must notify FIRB before acquiring:

(i) an interest of 15 per cent or more in an Australian business or corporation that is valued at more than A$248 million; or

(ii) an offshore company whose Australian subsidiaries or gross assets are valued at more than A$248 million.[1]

Foreign persons must also notify FIRB before acquiring:

(iii) an interest that provides the right to 'occupy' Australian urban land and the term of the lease or licence is likely to exceed five years; or

(iv) an interest in an arrangement involving the sharing of profits or income from the use of, or dealings in, Australian urban land, regardless of the value of the interest.

As such, foreign persons must notify FIRB before acquiring an interest in a mining lease, and may also be required to notify FIRB before the acquisition of an interest in other mining tenements.

(c) Foreign government investors

In relation to foreign government investors, foreign investment approval is required before making a 'direct investment' in an Australian company, establishing a new business or acquiring an interest in land, regardless of the value. This reference to land can include the grant, or acquisition of, any interest in any kind of mining tenement.

(d) National interest considerations

The Treasurer is empowered to prohibit a proposal if it is considered to be contrary to the national interest.

While the FATA does not define the concept of 'national interest', nor provide any guidelines on how it is to be assessed, the FIRB policy states that there are five factors typically considered by the Treasurer. These factors are: national security; competition; other government policies; impact on the economy or the community; and the character of the investor.

Where a proposal is notified to FIRB, the Treasurer has 30 days from the date of the proposal to make a decision. However, where the proposal is particularly complex, the Treasurer may make an interim order extending the examination period for a further 90 days. Applicants will be notified of the Treasurer's decision within 10 days of it being made.

1. These monetary thresholds apply for 2014; however, higher monetary thresholds apply to US and New Zealand investors. Thresholds are subject to annual indexation.

Government take

Unlike in many jurisdictions, the Australian Government does not seek to participate in the development of mineral resources directly, but has an economic interest in mineral production levied through rent, royalties and tax.

Rent

In most cases, a tenement holder will be required to pay rent in respect of mining tenements that it holds, in order to maintain the rights under those tenements. Generally, rent is payable annually and in advance. Rates of rent payable vary, depending on the type of mining tenement, with tenure conferring the holder rights of production, such as a mining lease, attracting higher rates. Rates are determined by the regulatory bodies responsible for administering the state and territory legislative regimes and are reviewed annually.

Royalties

In addition to rent, a tenement holder must generally pay royalties in respect of certain minerals obtained from land that is subject to a mining tenement. Royalties are payable in arrears, and, as they are calculated on the basis of the quantity of minerals recovered in each relevant period, royalties payable over the life of a tenement will fluctuate, depending on the rate of production. Applicable royalty rates for each mineral are set by the regulatory body responsible for administering the relevant state or territory legislative regime and regularly reviewed to ensure that they result in an appropriate return to the state or territory government, given fluctuations in the market value of certain minerals over time.

Joint participation in mining projects

It is common in the Australian mining industry for two or more companies to come together for the purpose of conducting mining activities, enabling the parties to capitalise on pooled skills and resources and share in the risks, and associated rewards, of the project. Australian laws are flexible when compared with many jurisdictions and a large number of joint forms of participation in mining projects are possible. The most common structures that are used to enable joint participation are set out below.

Unincorporated joint venture

An unincorporated joint venture is a structure under which the participants enter into a contractual relationship, through a joint venture agreement (a ***JVA***) or joint operating agreement (a ***JOA***), to pursue a specific business without forming a separate jointly owned legal entity or becoming partners. The JVA or JOA governs the arrangements for the operation and management of the project, and will generally outline the scope and duration of the venture, the participating interests, the obligations of the parties, the entitlements to production and the provisions relating to default, liability, assignment, governance and project management.

In unincorporated joint ventures, the principal assets of the project, such as the mining tenements, are owned directly by the participants in proportion to their interests in the joint venture. A participant or a separate company, known as the 'manager' or 'operator', is appointed by the participants to manage the day-to-day operations of the project. In most unincorporated joint ventures, the manager or operator will be a related body corporate of the majority participant in the joint venture and will often own ancillary assets used in connection with the project on behalf of the participants.

Unincorporated joint venturers are particularly common in the Australian mining industry, and have the advantage of limited regulation compared to incorporated structures, and flexibility for each participant to make their own offtake and financing arrangements. It is common for individual participants to enter into an unincorporated joint venture through a special purpose vehicle (***SPV***) to preserve limited liability.

Incorporated joint venture

An incorporated joint venture is a structure under which the participants take up shares in a company, typically through a SPV that has been incorporated for the specific purpose of carrying on the business of the mining project. The SPV typically owns the assets of the business, including the mining tenements, services contracts and mining equipment, and is managed through its board of directors.

As with unincorporated joint ventures, in some mining projects where an incorporated joint venture is involved, day-to-day operations of the project are often undertaken by a separate management company.

Incorporated joint venturers are subject to Australia's company law, which imposes strict reporting and auditing requirements on companies, as well as comprehensive statutory obligations and duties on company directors.

Partnerships

Partnerships are sometimes used in mining projects. However, since they typically result in fiduciary obligations being imposed on the partners, they are less commonly used than the other main structures for joint participation.

Partnerships are recognised and regulated by statute throughout Australia, and partners are jointly and severally liable, personally, for debts incurred within the scope of the partnership business or in the name of the partnership. While partnerships are regulated by statute, in most jurisdictions it is possible to contract out of many of the statutory obligations imposed on the partners.

Other considerations relevant to mining projects

Before investing in a mining project in Australia, we recommend that a prospective investor carry out appropriate due diligence on various other legal issues affecting the relevant mining project, including those set out below.

Environment

There are various environmental laws at both a federal and state or territory level that may be relevant to a mining project. Approval from, or consultation with, the Commonwealth or relevant state or territory environmental department may be required before any proposed mining activities can be undertaken, and depending on the nature and scale of the proposed project, the proponent may also be required to prepare a detailed environmental impact report for public comment. The relevant environmental departments may also recommend to the Minister any conditions and procedures that should be imposed on the mining activity.

In addition, a tenement holder is generally required to provide security for its mine rehabilitation and closure obligations, to provide the relevant state or territory government with a source of funding for the rehabilitation and closure of mine sites in the event of a default on those obligations by the tenement holder. The security is generally provided in the form of a bond or a mandatory contribution to a state or territory held fund, which can be drawn on by the relevant regulatory authority or government in circumstances where operators have not fulfilled their environmental obligations.

Native title

Native title is a right or interest in land or water that may be exercised and enjoyed by Aboriginal Peoples and Torres Strait Islanders. Native title was first recognised by the High Court of Australia in 1992 in the case of *Mabo v Queensland (No 2)* where it was established that, at sovereignty, the Crown did not acquire absolute title to the land in Australia. Rather, the Crown acquired title subject to native title rights.

(a) Determination of native title

Native title is recognised over a piece of land where a claimant group can prove the existence of a system of traditional laws and customs that is connected with the relevant land, and that has continued from sovereignty to present. Notably, the test for the existence of native title means that there can be no native title rights in minerals, as mining was not a traditional activity engaged in at sovereignty.

(b) Extinguishment of native title

Native title is extinguished if the native title claimants lose their continuous connection with the relevant land, or if the Crown lawfully grants certain tenure under which the rights of the grantee are wholly inconsistent with the claimed native title rights.

The grant of tenure that confers the grantee a right of exclusive possession will extinguish native title, as the two competing sets of rights cannot coexist. However, in most cases, a grant of mining tenure does not confer the grantee exclusive possession, meaning that native title will only be extinguished to the extent of any inconsistencies in rights and the rights of the mining tenement holder, and the native title rights, will co-exist.

(c) Impact on mining in Australia

Today, native title throughout Australia is governed by the *Native Title Act 1993* (Cth) (the ***NTA***).

Native title is an important issue for holders of, and applicants for, mining tenements in areas where native title is determined to exist and has not been extinguished. In particular, all grants of tenure or other acts that affect native title must be done in compliance with the NTA, which provides for processes of engagement with traditional landowners and potentially the payment of compensation for loss or interference with native title rights.

Cultural heritage

Separate to native title law in Australia, the Commonwealth and each state and territory have laws relating to the protection of Aboriginal cultural heritage. State and territory heritage legislation varies, but typically establishes a framework for the protection of 'Aboriginal sites' and objects situated on, in, or under land, and creates offences relating to the damage, destruction or interference with heritage sites.

In order to carry out mining activities with the necessary comfort that such activities are not interfering with Aboriginal sites in contravention of the relevant heritage legislation, a clearance will usually be sought from the traditional owners of the area. This may be done by way of a heritage survey performed by those traditional owners, with a resultant report confirming whether or not there are heritage sites in the area and whether those sites will be impacted on by the mining activities. Relevant government bodies may, as a policy position, not grant mining tenure or provide necessary approvals for the carrying out of mining activities (including exploration activities) without such clearance first being obtained.

Employment and workplace health and safety

Employment and workplace health and safety in Australia is heavily regulated, at a federal and state level. Terms and conditions of employment in Australia are derived from minimum statutory entitlements, individual employment agreements and/or any applicable industrial instruments (including awards, and a variety of types of agreements with employees or unions). The mining industry, in particular, is heavily unionised. Generally, management and senior executive positions are not covered by industrial instruments.

Workplace health and safety legislation in Australia imposes a number of duties on employers and persons who have management or control over a workplace to ensure, so far as practicable, the health and safety of employees and other people at the workplace. This is generally regulated at a state level. Some states have workplace health and safety regimes that are specific to mining, and impose particular obligations on specific office holders, such as registered mine managers.

Competition law

Competition law in Australia is governed by the *Competition and Consumer Act 2010* (Cth) (the ***CCA***). The CCA is administered by the Australian Competition and Consumer Commission (the ***ACCC***) and has the objective of promoting competition and fair trading in an open market. The CCA applies everywhere in Australia and to the activities of foreign companies who operate in Australia.

Mergers or acquisitions that have, or are likely to have, the effect of substantially lessening competition in the market are prohibited by the CCA. Compliance with the CCA is crucial, as the ACCC has the power to unwind transactions in the event of a breach. As a 'market', and the effect of a transaction on it, can be difficult to define and measure, it is generally recommended to seek clearance from the ACCC before proceeding with any significant merger or acquisition.

The CCA has application to a wide variety of mining-related transactions, including impacting on the structuring and documentation of mining joint venture arrangements (particularly in relation to any joint marketing), prohibiting misleading and deceptive conduct (which particularly impacts on pre-contractual negotiations) and providing a national access regime. Under the national access regime (and a variety of state based access regimes), it may be possible for a third party to access essential mining related infrastructure (such as rail, ports and roads) owned by another party where it would be uneconomic to replicate that infrastructure.

Tax

We recommend that any potential investor in the mining sector seek legal and commercial advice on the tax implications of their proposed transaction. Notably, the payment of interest or dividends by an Australian entity to entities outside of Australia (including foreign parent companies) may attract a requirement to deduct withholding taxes when making those payments. Failure to deduct the correct amount when making payments to an offshore payee may render the Australian payer liable to remit the unpaid withholding taxes to the Australian Taxation Office out of its own funds. Australian capital gains tax can apply to the sale by a foreign investor of an indirect interest in Australian mining assets (for example, the sale of shares in a foreign company which is interposed between the foreign investor and the owner of the mining assets) where the value of the underlying assets are principally derived from Australian real property interests.

Stamp duty, levied by the state and territory governments, may be payable on certain transactions related to an investment in Australia. The stamp duty applicable to the transaction will vary depending on whether the transaction involves the acquisition of shares or business assets, and in which state or territory the transaction occurs or is relevant to. These taxes are borne by the purchaser and can have a significant impact on the purchaser's total acquisition cost.

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Our role as a key adviser to many of the world's largest resources companies, and the industry expertise of our team members (many of whom have either been seconded to or worked full-time with mining companies) allows us an in-depth knowledge of the legal issues confronting developers and investors operating in this sector, through all stages of the mining lifecycle. To listen to our mining sector experts discuss these issues, please visit www.allens.com.au/mining360.


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