



11 June 2019

Queensland Government
C/- Executive Director, Mining and Petroleum Operations
Department of Natural Resources and Mines
Po Box 15216,
City East Qld 4002

We the undersigned, being the holders of the relevant resource authorities listed below, nominate the following Authorised Holder Representative to complete application and transactions and request and receive information and statutory documents on our behalf.

Details of authorised holder representative

Name - individual or chief executive officer if applicant is an organisation Brendan Dillon	Date of birth if an individual 13 July 1983
Position Approvals Manager – Winchester South	
Organisation name Whitehaven Coal Limited	Organisation number (e.g. ACN/ABN etc.) ABN 65 086 426 253
Residential or registered business address (not a post office box) Level 22, 12 Creek Street, Brisbane, QLD 4000	Phone 0436 648 938
Postal address (if different from above) GPO Box 3224, Brisbane QLD 4000	
Email BDillon@whitehavencoal.com.au	

This authorisation is in relation to the following resource authorities and also future submissions of mining lease applications over MDL183. If an application listed below is granted the authorisation extends to the resulting resource authority while the resource authority remains current.

Resource authority and or application numbers	Type
MDL183	Resource authority
Mining Lease Applications over the area of MDL183	Applications

We agree if there are changes to this authority, or there are changes in the ownership of the applications, or resulting resource authorities, we will complete a new letter of authority and submit it to the Queensland Government, C/- Executive Director, Mining and Petroleum Operations. Unless and until such notification is received, the Queensland Government will be entitled to continue to rely on this authority.

The Authorised Holder Representative nominated above has our explicit authority to undertake all activities and transactions under the Mineral Resources Act, Petroleum and Gas (Production and Safety) Act, Petroleum Act, Geothermal Energy Act, Greenhouse Gas Storage Act, Mineral and Energy Resources (Common Provisions) Act or any other mining associated legislation or the Environmental Protection Act or any corresponding Regulations with the Queensland Government in relation to the applications or resource authorities listed above. Examples of these activities and transactions are:

Whitehaven Coal Limited ABN 65 086 426 253

Level 22, 12 Creek Street, Brisbane QLD 4000 | P 07 3738 2000
GPO Box 3224, Brisbane QLD 4000

WHITEHAVENCOAL.COM.AU

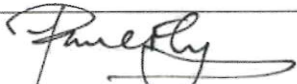


1. Completing and lodging the resource authority related applications.
2. Responding to requests for information from any Queensland Government department relating to the resource authority application, or if granted, the resource authority.
3. Being the point of contact for application and resource authority notices, letters or other interactions and transactions.
4. Completion and submission of notices, reports, returns, letters and other information or communication required to be completed by any Queensland Government department
5. Completion and submission of transactions throughout the active life of the resource authority (if granted), including the payment of annual fees and completion of annual returns for environmental authorities.
6. Granting access to the MyMinesOnline computer system to other people to have the ability to perform authorised holder representative responsibilities, but not the ability to grant additional access.
7. Requesting and obtaining access to confidential information (as defined in the Mineral Resources Act or the Petroleum and Gas (Production and Safety) Act) concerning royalty obligations in relation to the resource authorities or application/s listed above.

We acknowledge that it is our responsibility to be informed of any actions undertaken by the Authorised Holder Representative and to inform the Authorised Holder Representative of any actions undertaken by us. We also acknowledge that in regard to the above activities and transactions, any legislative notification provision that refers to notifying either the applicant or the holder of a resource authority or authorisation may be met by notifying the Authorised Holder Representative, except where legislatively provided to the contrary, whether expressly or impliedly.

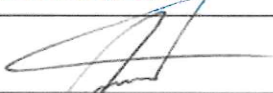
We acknowledge that the Authorised Holder Representative and we are jointly and severally liable for knowingly or having reasonably ought to have known and/or intentionally giving the administering authority under the Environmental Protection Act false, misleading or incomplete statements or documents in relation to the above resource authorities/applications.

Details of all applicants/resource authority holders making this authorisation

Name - individual or director / company secretary if the applicant is an organisation Paul Flynn	Date of birth if an individual 21/4/1966
Position Director	
Organisation name Whitehaven WS Pty Ltd	Organisation number (e.g. ACN/ABN etc.) ABN 87 625 165 004
Residential or registered business address (not a post office box) Level 28, 259 George Street, Sydney, NSW 2000, Australia	Phone (02) 8222 1111
Postal address (if different from above)	
Email PFlynn@whitehavencoal.com.au	
Signature * 	Date 11/6/19

Name - individual or director / company secretary if the applicant is an organisation Timothy Burt	Date of birth if an individual 23/5/1968
Position Secretary	
Organisation name Whitehaven WS Pty Ltd	Organisation number (e.g. ACN/ABN etc.) ABN 87 625 165 004
Residential or registered business address (not a post office box) Level 28, 259 George Street, Sydney, NSW 2000, Australia	Phone (02) 8222 1122




Postal address (if different from above)	
Email TBurt@whitehavencoal.com.au	
Signature * 	Date 11 JUNE 2019

*signed in accordance with s127 of the Corporations Act. Authorisation signed by two Directors, or one Director one Company Secretary or one Director and under Company Seal

Authorised Holder Representative

I understand and accept the responsibilities of the authorised holder representative as defined in this letter.
Signature of Authorised Holder Representative named above

Name - individual or chief executive officer if applicant is an Organisation Brendan Dillon	Date of birth if an individual 13/07/1983
Position Approvals Manager – Winchester South	
Organisation name Whitehaven Coal Limited	Organisation number (e.g. ACN/ARBN etc.) 65 086 426 253
Signature 	Date 11/6/2019