

FlexiCadastre Agreement Management and Workflows

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1 AGA Exploration in Africa



- Greenfields and Brownfields Exploration teams are currently active in
 7 African Countries + 4 in MENA
- Many variants of agreements are concluded in order for AGA to consider projects and implement exploration strategies
- A number of such agreements are in hard copy and filed in regional offices – difficult to locate when staff/projects move
- Inconsistent approach to how they are captured in a database system

2 The Need for a Uniform Legal Database (1/2)



- A great number of agreements are outdated and need archiving
- The commitments and content of current agreements are poorly understood
- To achieve greater responsibility in regions there needs to be improved management understanding of agreements
- Ignorance of existing conditions leads to conflicts of interest with business partners
- Historical contracts and landholdings are not always recorded leading to repetition of past work

2 The Need for a Uniform Legal Database (2/2)



- All new agreements need to be uploaded on to the system remotely from head office
- Better internal control issues
- Proper record of confidentiality restrictions, for example for the recording of all the buffer zones to avoid potential breach

3 Challenges



• Each agreement is unique

- how does one ensure different terms and conditions are appropriately captured into the system?
- Not all material conditions are actions
 - how are they captured?
- Jurisdictions
 - Contract Governing Law vs. Country of Operation?

4 Methodologies Used to Capture Agreement Terms (1/3)



- A detailed summary template was developed in accordance with internal compliance and management requirements
 - This needs to be tailored specific to each organisation
- The template breaks down the agreement into clear sections that match relevant tabs in FlexiCadastre
- The templates record the location of the original document so that they are correctly sourced and recorded
- All material conditions are summarised
- All actions are recorded in separate part on the template

4 Methodologies Used to Capture Agreement Terms (2/3)



- The complete summary is then utilised by the data capturer to ensure all milestones are captured under actions
- Material terms are captured under 'Conditions' in the Agreement section of FlexiCadastre
- Actions are correctly entered
- The Governing laws are captured under 'Conditions'
- The actual agreement and the agreement summary are also loaded and cross referenced with licence information

4 Methodologies Used to Capture Agreement Terms (3/3)



- Agreement types created in FlexiCadastre include:
 - Concession Agreements, Confidentiality Agreements, Heads of Agreement, Joint Venture agreements, Loan Agreements, Option Agreements, Service Agreements etc.
 - In addition Agreement Sub Types have been created under the above types, e.g.: Service Agreements include Drilling Agreements, Geophysical Contracts, etc.
- All Documents also summarised according to a standard template and uploaded onto FlexiCadastre
 - Document Types include Correspondence, Company Secretarial (e.g. Minutes, Board Resolutions, Statutes), Internal Reports and Licence Matters (e.g. Applications, Decrees), etc

5 FlexiCadastre Agreement Summary Template (1/2)



XYZ COMPANY: FLEXICADASTRE: EXAMPLE OF AGREEMENT SUMMARY TEMPLATE

- 1. COUNTRY
- PROJECT
- 3. PROJECT MANAGER
- 4. TYPE OF AGREEMENT
- AGREEMENT SUB-TYPE
- 6. AGREEMENT TITLE
- 7. AGREEMENT REFERENCE
- 8. LOCATION OF ORIGINAL EXECUTED COPY
- 9. PARTIES
- 10. SIGNATORIES

5 FlexiCadastre Agreement Summary Template (2/2)



XYZ COMPANY: FLEXICADASTRE: EXAMPLE OF AGREEMENT SUMMARY TEMPLATE

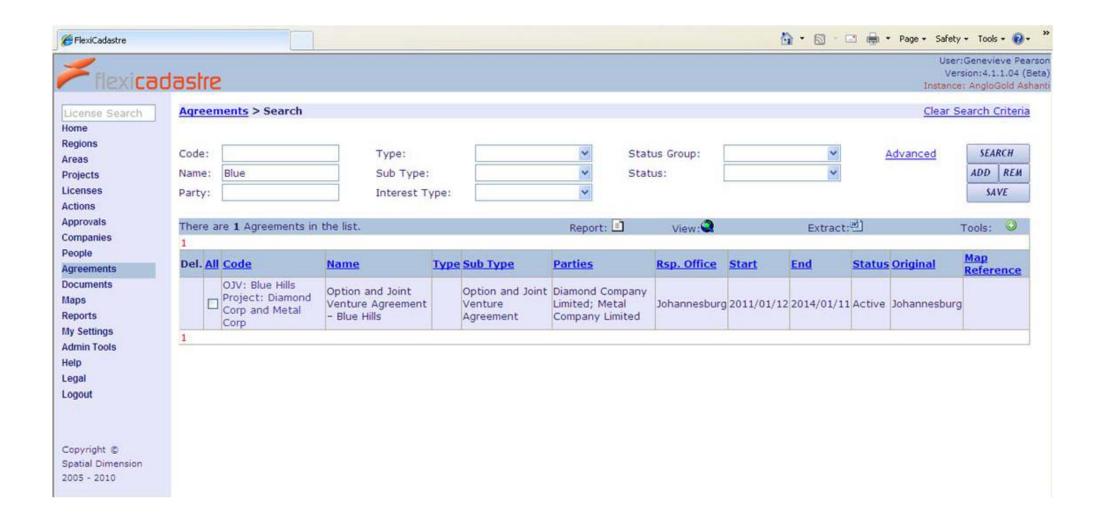
- 11. SIGNATORIES AND DESIGNATION
- 12. EXECUTION DATE
- 13. START DATE
- 14. MATERIAL CONDITIONS
- 15. REPORTING ACTIONS
- 16. PAYMENT ACTIONS (include royalty and option payments)
- 17. OTHER ACTIONS
- 18. MEETING SCHEDULES
- 19. GOVERNING LAW/JURISDICTION
- 20. DISPUTE RESOLUTION
- 21. OTHER....

6 Live Demonstration

Blue Hills Option and Joint Venture Agreement

Demo Agreement for Diamond rights in Tanzania

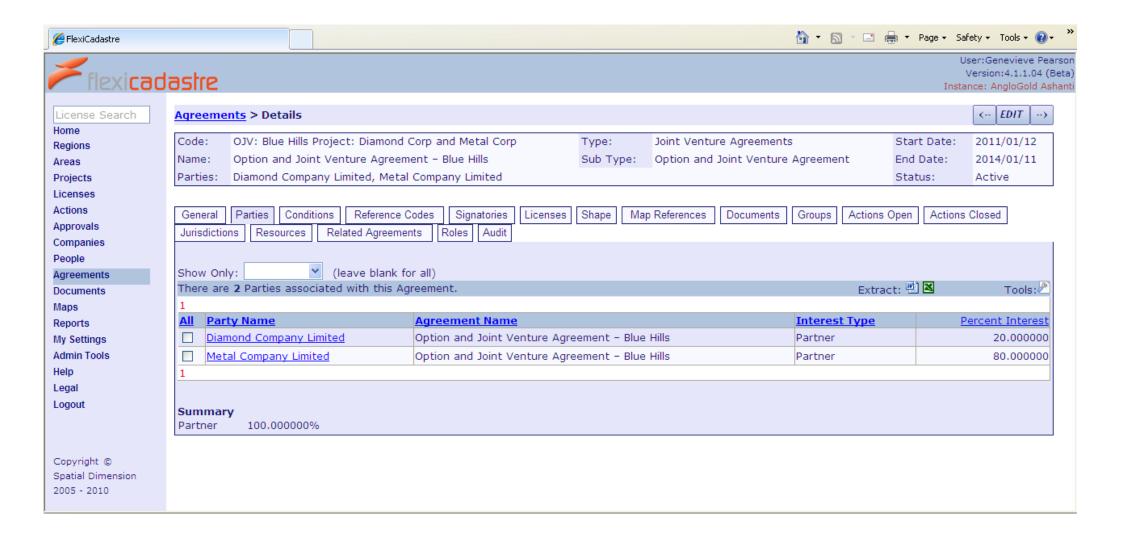
Dummy Agreement Example for Demo – Blue Hills OJV



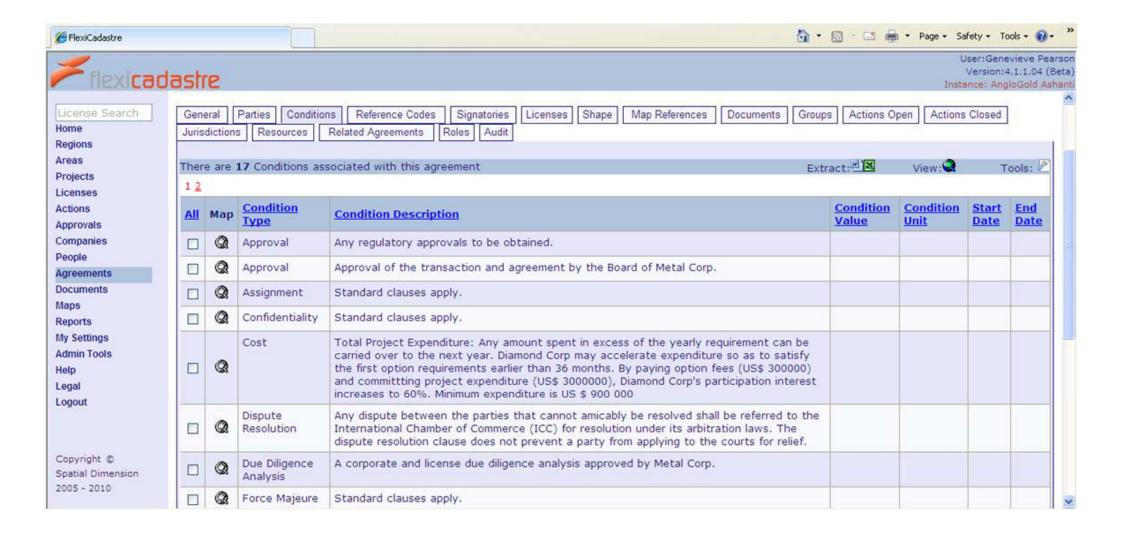
General



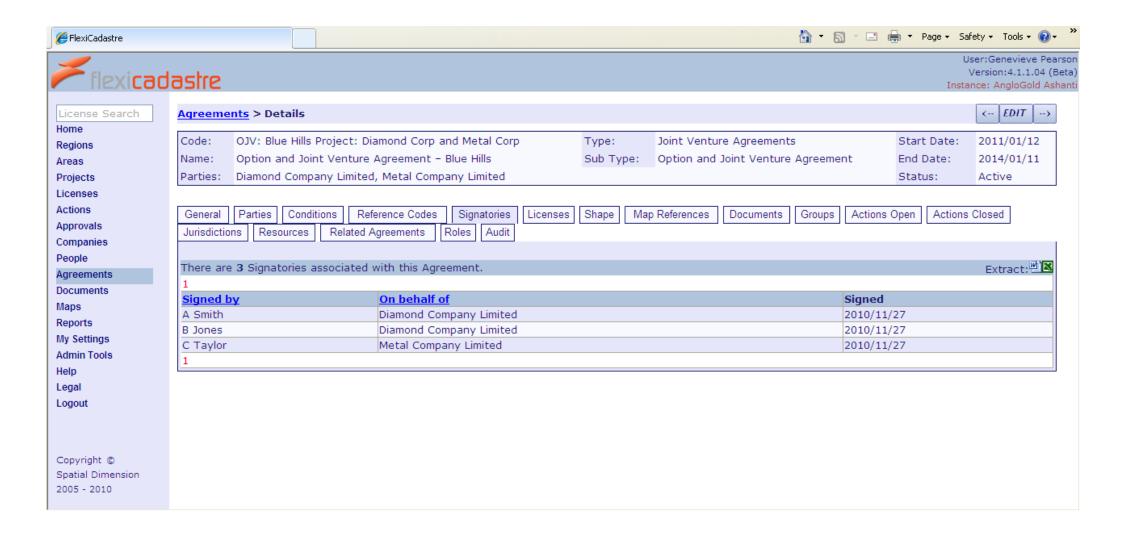
Parties



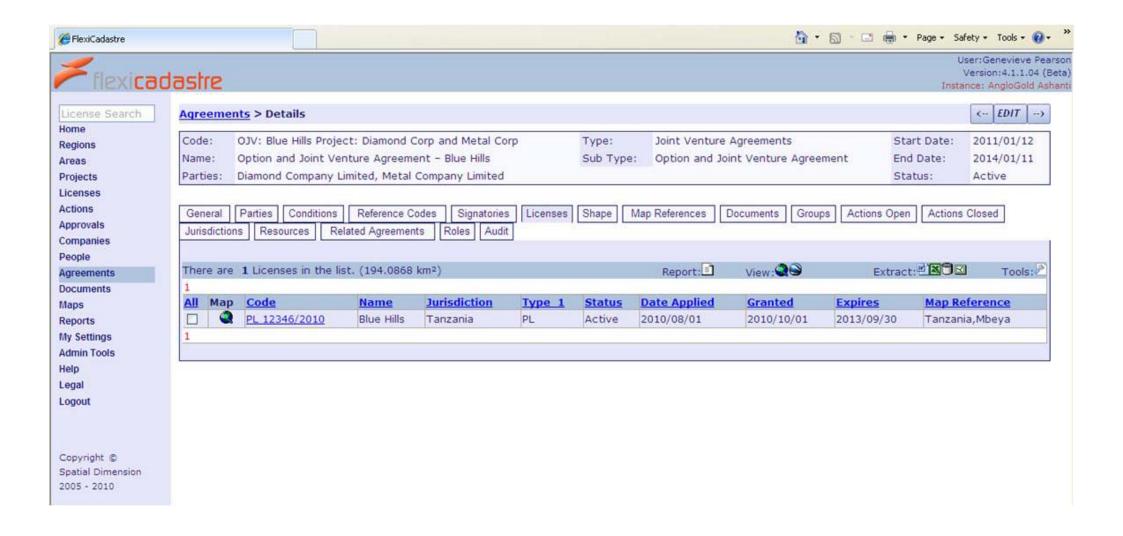
Conditions



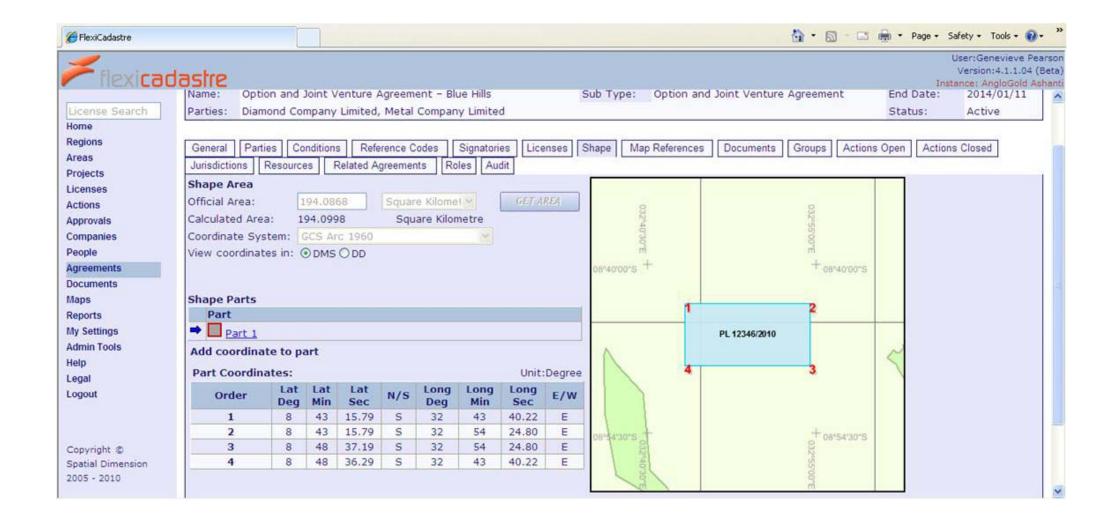
Signatories



Licences



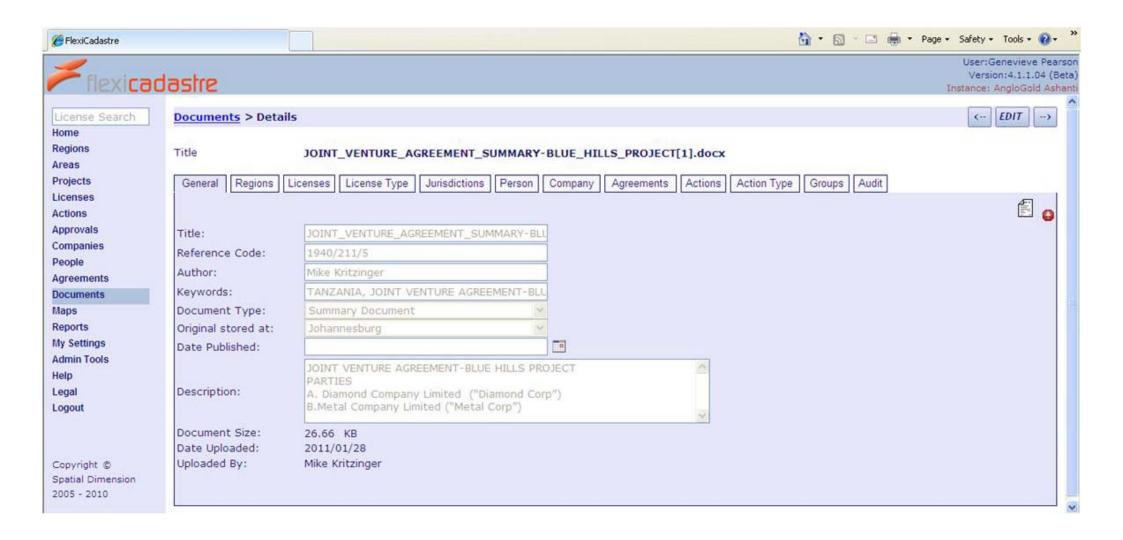
Map of Licence



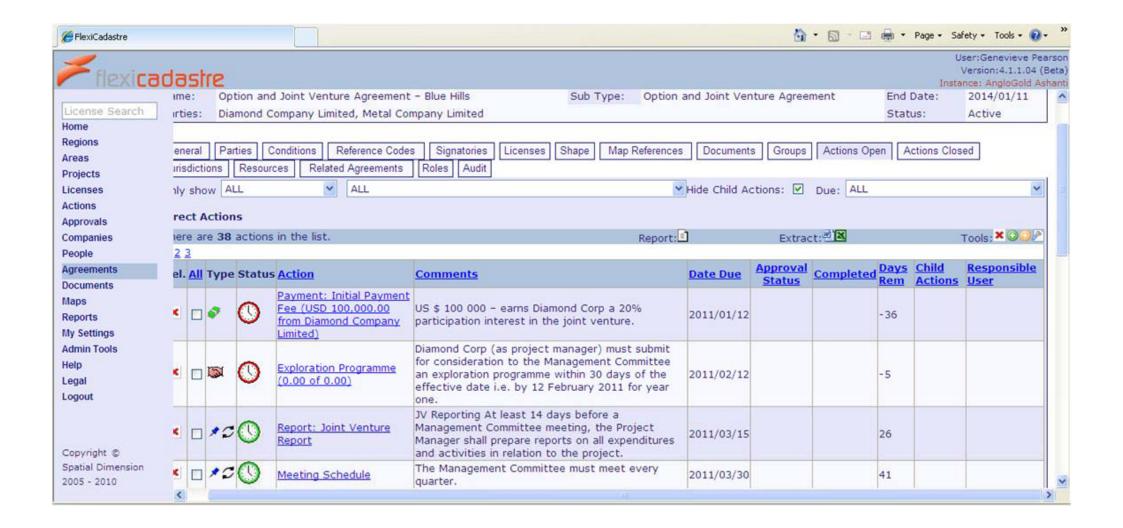
Documents



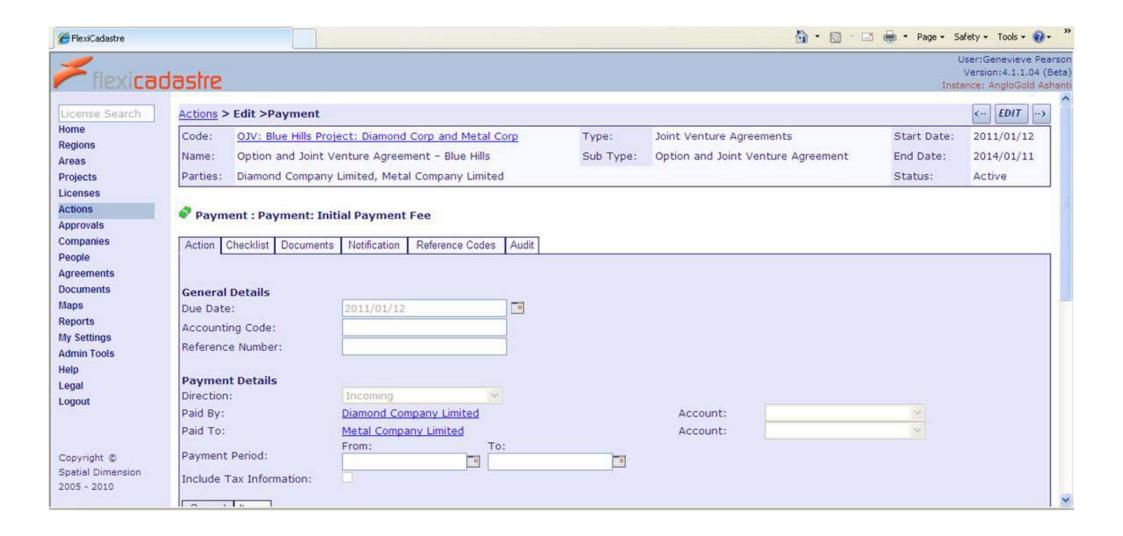
Agreement Summary (under Documents)



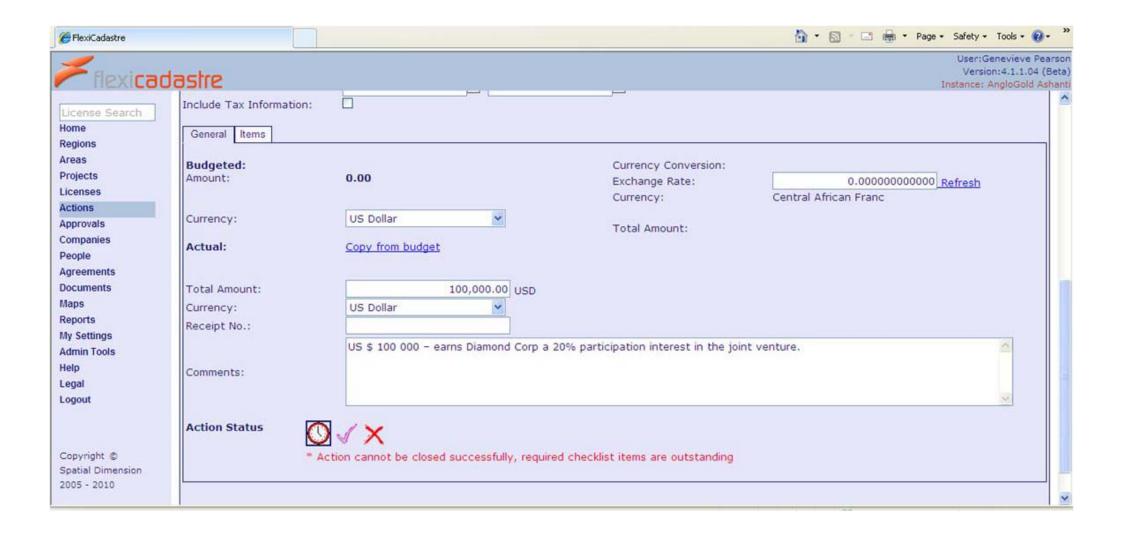
Actions Open



Action Detail – Option Fee Payment



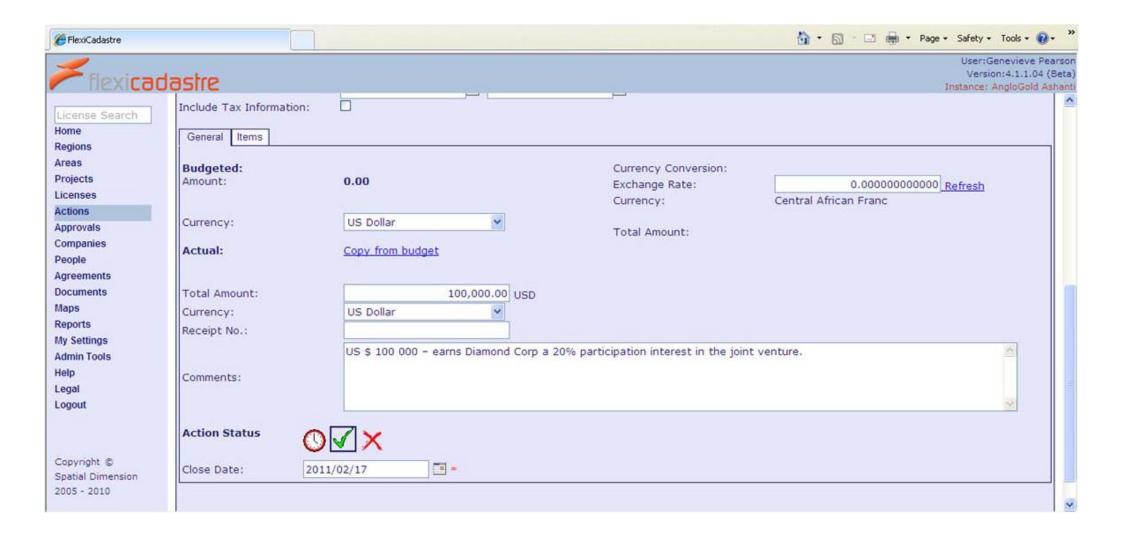
Cannot Close Action due to outstanding item on Checklist



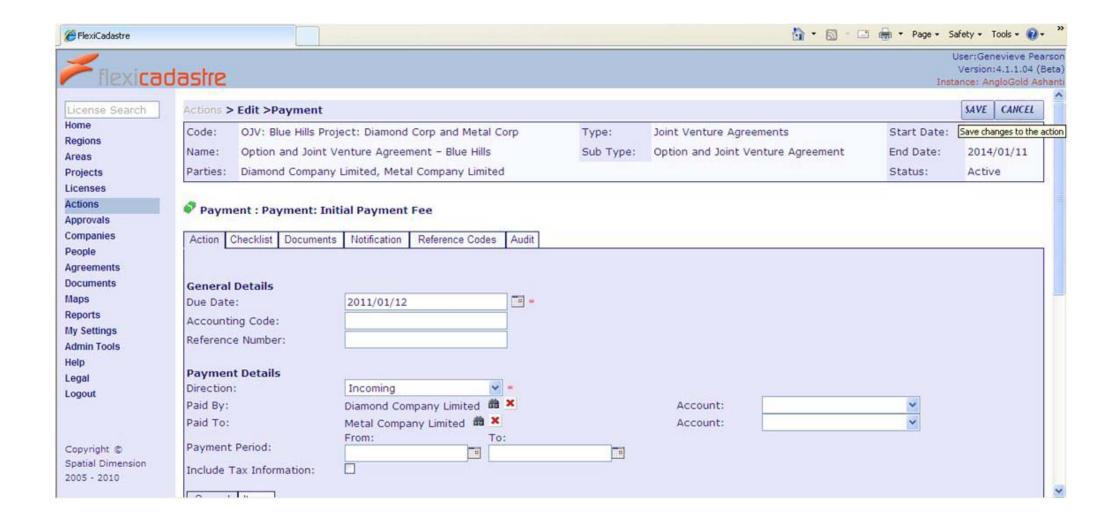
Check the Checklist – tick the box



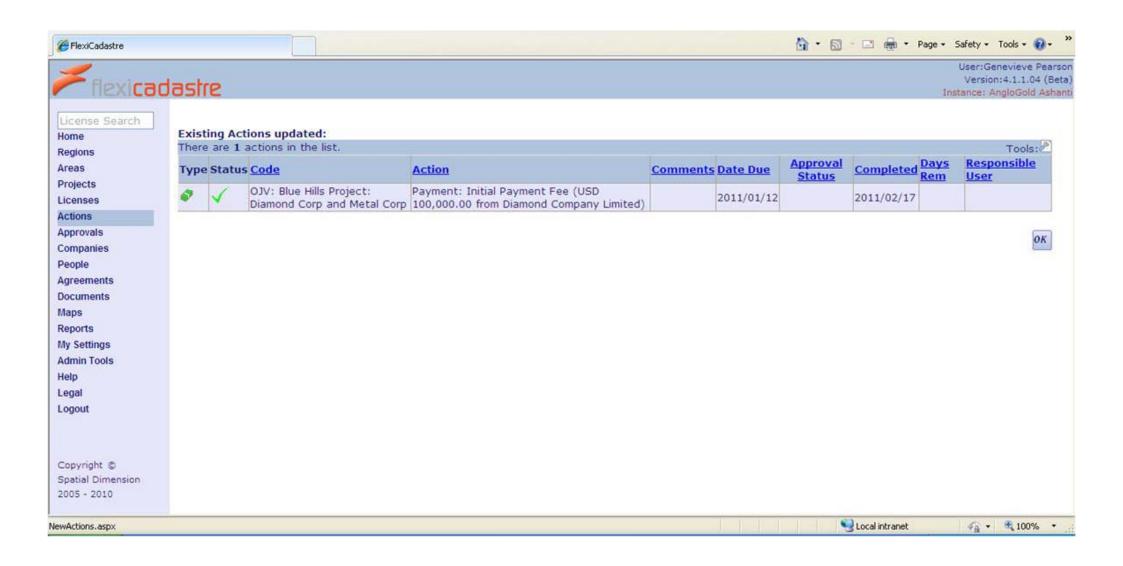
Close the Action



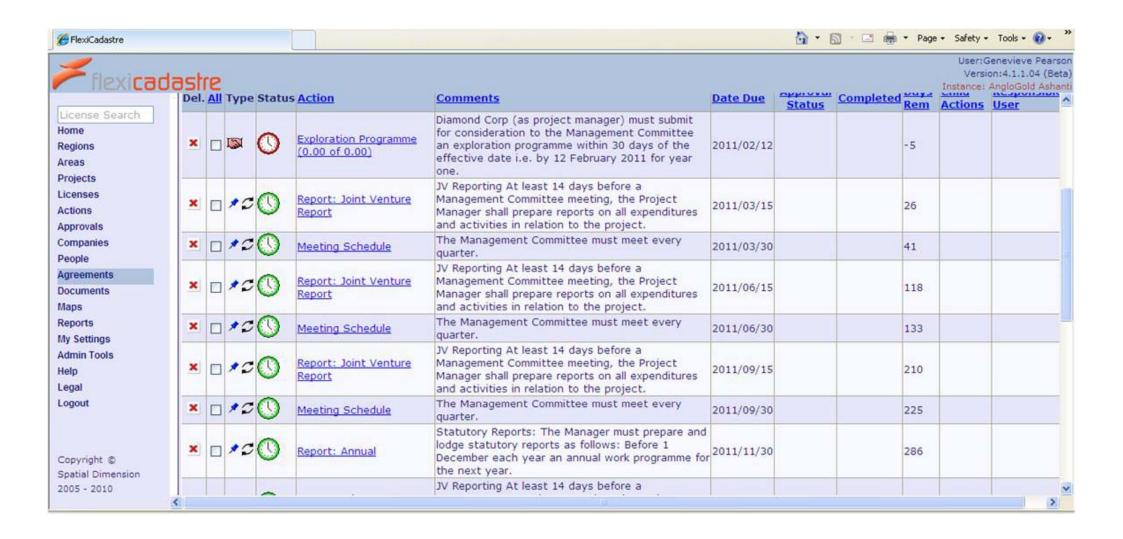
Save!



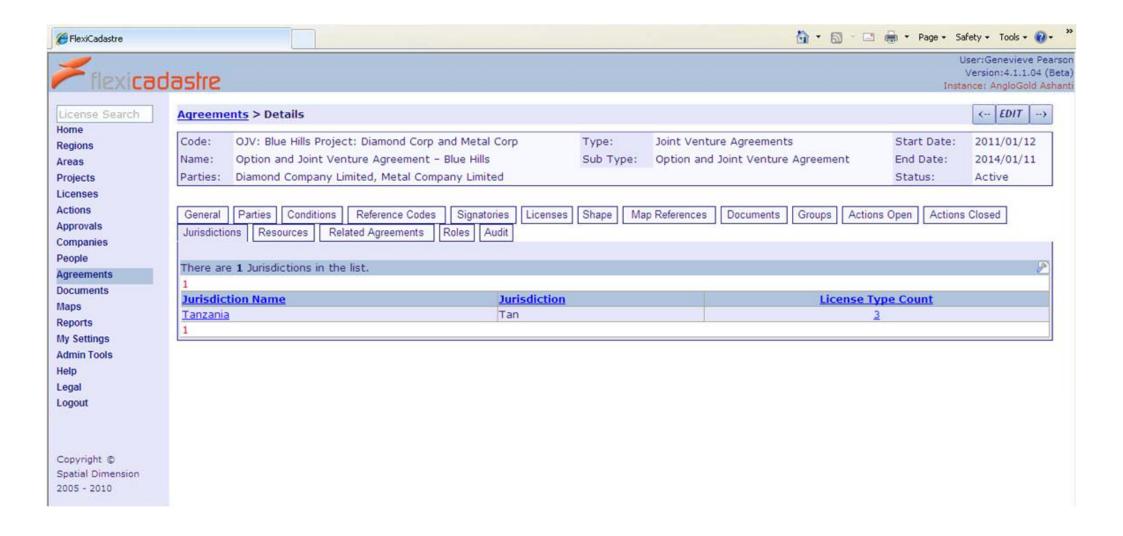
Action Closed



Other Actions



Jurisdictions



Questions?

THANK YOU