

8. The Parapara Company and the Development Company shall and will execute any such other agreement or instrument (if any) as may be required by the syndicate or its solicitors to carry into effect the purposes of this agreement, and in the event of the said sale being completed the Parapara Company and the Development Company shall and will procure good and valid titles in favour of the syndicate or its nominee to all the mineral property, water-rights, and other assets comprised or included in the said agreement of the seventh day of September, one thousand nine hundred and eleven, or in the schedules thereto.

In witness whereof the parties hereto have executed this agreement the day and year first above written.

The common seal of the Parapara Iron-ore Company (Limited) was hereto } [SEAL.]
affixed in the presence of—

D. RUTHERFORD,
D. D. MACFARLANE, } Directors.
R. HEYWOOD, Secretary.

The common seal of the Christchurch Mines Development Company } [SEAL.]
(Limited) was hereto affixed in the presence of—

D. RUTHERFORD,
D. D. MACFARLANE, } Directors.
R. HEYWOOD, Secretary.

EXHIBIT F.

AGREEMENT BETWEEN THOMAS A. TURNBULL AND THE ETHELBURGA SYNDICATE.

AN AGREEMENT made the fourth day of August, one thousand nine hundred and eleven, between THOMAS A. TURNBULL, of Nelson, in the Provincial District of Nelson, in the Dominion of New Zealand, mining engineer (hereinafter called "the vendor"), of the one part, and the ETHELBURGA SYNDICATE (LIMITED), having its registered office at 65 Bishopsgate, in the City of London (hereinafter called "the syndicate"), of the other part.

Whereas the vendor is the proprietor of the mineral prospecting warrant and licence for water-race short particulars whereof are set forth in the First Schedule hereto: And whereas the vendor is also entitled to the benefit of the options specified in the Second Schedule hereto, subject to payment of the considerations and to the performance of the conditions upon which the same are exercisable: And whereas a company (hereinafter called "the company") is about to be formed by the syndicate as a company limited by shares under the Companies (Consolidation) Act, 1908, for the purpose (among other objects) of acquiring and working such mineral prospecting warrant and premises and acquiring such options: And whereas it is proposed that the capital of the company shall be three hundred and fifty thousand pounds, divided into three hundred and fifty thousand shares of one pound each, and that the company shall create and issue a series of five hundred thousand pound cumulative four-per-cent. first-mortgage debentures, and that the company shall after payment of all expenses, including underwriting, brokerage, and the remuneration of the syndicate, have a sum of four hundred thousand pounds at least available for the purpose of purchasing plant and machinery, the purchase price of the property hereunder and any other property which may be acquired, the erection of ironworks, and for working capital and the general expenses of the company:

Now it is hereby agreed and declared as follows:—

1. The vendor shall sell and the syndicate shall purchase, subject as hereinafter mentioned:—

(a.) The mineral prospecting warrant, licence, and premises specified in the First Schedule hereto, and any extension thereof, and all rights and privileges incidental thereto, and all other licences, leases, and rights (if any) held by the vendor relating to the Onakaka property in connection with iron-ore rights, subject to the syndicate paying the rents and royalties payable in respect thereof, and performing and observing the labour and other terms and conditions in respect thereof in accordance with the laws and mining regulations of New Zealand.

(b.) The right to exercise (so far as the vendor is able to confer the same) the options specified in the agreements mentioned in the Second Schedule hereto, subject to the syndicate paying the moneys and performing and observing the other terms and conditions of the said agreements and keeping the vendor indemnified therefrom.

2. The consideration for the said sale shall be the sum of fifty thousand pounds.

3. If before the thirty-first day of December, one thousand nine hundred and eleven, the syndicate shall have resold the said mineral prospecting warrant, licence, rights, options, and premises to a company duly formed under the Companies (Consolidation) Act, 1908, as aforesaid for the purpose (*inter alia*) of acquiring and working the said mineral prospecting warrant, licence, rights, and premises, with a nominal capital and debenture capital as aforesaid, and with the sum of four hundred thousand pounds at least available for the purposes aforesaid, and bound by agreement with the syndicate to purchase from the syndicate the said mineral prospecting