INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 81

1. 1 November 1996  Licence document dated 1 November 1996
    Expiry: 31 October 2017

    Interests in the Licence:
    
    Santos Limited 40.25%
    Delhi Petroleum Pty Ltd 27.00%
    Boral Energy Resources Ltd 14.00%
    Vamgas Ltd 14.00%
    Crusader Resources NL 4.75%

2. 1 November 1996  Memorandum entering licence on the public register and notating receipt of security.


4. 17 February 1997  Memorandum entering the following documents on the public register:

    • Deed of Assignment and Transfer dated 20 December 1996 between Santos Ltd (Santos), Delhi Petroleum Pty Ltd (Delhi), Santos Petroleum Pty Ltd (Santos Petroleum), Boral Energy Resources Ltd (Boral), Vamgas Pty Ltd (Vamgas), Bridge Oil Developments Pty Ltd (BOD), Santos (BOL) Pty Ltd (BOL), Reef Oil Pty Ltd (Reef), Alliance Petroleum Australia Pty Ltd (Alliance), Basin Oil NL (Basin) and Crusader Resources NL (Crusader).

    • New JOA Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.

    • Deed of Amendment Unit Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.

    • Deed of Amendment Downstream Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.

5. 30 June 1997  Certificate of Registration on Change of Name dated 12 June 1997:
    From: Crusader Resources NL
    To: Gulf (Aust) Resources NL

6. 30 June 1997  Memorandum entering change of company name on the Public Register.
7. 10 December 1999 Certificate of Registration on Change of Name dated 6 October 1999:
   From: Gulf (Aust) Resources NL
   To: Novus Australia Resources NL

8. 10 December 1999 Memorandum entering change of company name on the Public Register.

9. 13 March 2000 Certificate of Registration on Change of Name dated 24 February 2000:
   From: Boral Energy Resources
   To: Origin Energy Resources Ltd

10. 13 March 2000 Memorandum entering change of company name on the Public Register.

11. 15 October 2002 Certificate of Registration on Change of Type and Conversion to a Proprietary Company dated 8 June 2000:
    From: Basin Oil NL
    To: Basin Oil Pty Ltd

12. 15 October 2002 Memorandum entering change of company name on the Public Register.

13. 7 May 2004 Memorandum dated 7 May 2004 entering notation of adoption of the register for PELs 5&6 as part of the Commercial Register.

14. 23 July 2004 Memorandum entering notation of registrable dealing on the public register:
    • DPPL Security dated 21 May 2004 between Delhi Petroleum Pty Ltd and Westpac Banking Corporation
      Ref: SA 2004-44

15. 23 November 2005 Notation of discharge of security and receipt of replacement security is entered on the public register.

16. 13 January 2006 Certificate of Registration on Change of Name dated 29 June 2005:
    From: Novus Australia Resources NL
    To: Santos (NARNL Cooper) NL

17. 13 January 2006 Memorandum entering change of company name on the Public Register.

18. 9 May 2006 Certificate of Registration on Change of Name dated 1 December 2005:
    From: Santos (NARNL Cooper) NL
    To: Santos (NARNL Cooper) Pty Ltd.

19. 9 May 2006 Memorandum entering change of company name on the Public Register
20. 15 February 2011  Memorandum entering notation of the following registrable dealing on the public register.

Delhi fixed and Floating Charge and Mortgage of JV Assets dated 29 September 2010 between Delhi Petroleum Pty Limited and Westpac Banking Corporation.
Ref: SA 2011-15

21. 28 June 2012  Memorandum entering notation of the following registrable dealing on the public register.

Royalty Deed dated 19 January 2012 between Delhi Petroleum Pty Ltd and Esso Australia Resources Pty Ltd.
Ref: SA 2012-42

22. 9 August 2017  Certificate of Registration on Change of Company Name dated 29 June 2017.

From: Origin Energy Resources Limited
To: Lattice Energy Limited

23. 9 August 2017  Memorandum entering notation of change of company name on the public register.

26. 19 September 2017  Renewal of licence

Expiry date of PPL 81 is now 31 October 2038

Interests in the licence:

- Santos Limited: 40.70%
- Delhi Petroleum Pty Ltd: 20.21%
- Lattice Energy Limited: 13.19%
- Vamgas Pty Ltd: 8.51%
- Santos (NARNL Cooper) Pty Ltd: 4.75%
- Bridge Oil Developments Pty Ltd: 3.99%
- Alliance Petroleum Australia Pty Ltd: 3.97%
- Basin Oil Pty Ltd: 2.10%
- Reef Oil Pty Ltd: 1.97%
- Santos Petroleum Pty Ltd: 0.40%
- Santos (BOL) Pty Ltd: 0.21%

25. 19 September 2017  Memorandum entering renewal of licence on the public register.

26. 7 June 2018  Memorandum entering notation of the following registrable dealing on the public register:

Deed of Variation dated 4 December 2015 between Santos Limited, Santos Petroleum Pty Ltd, Vamgas Pty Ltd, Santos (NARNL Cooper) Pty Ltd, Santos (BOL) Pty Ltd, Reef Oil Pty Ltd, Bridge Oil Developments Pty Limited, Basin Oil Pty Ltd, Alliance Petroleum Australia Pty Ltd, Origin Energy Resources Limited and Delhi Petroleum Pty Ltd
Ref: SA 2018-18
27. 22 January 2020  Certificate of Registration on Change of Name dated 2 December 2019.

   From: Lattice Energy Limited
   To: Beach Energy (Operations) Limited

28. 22 January 2020  Memorandum entering notation of change of company name on the public register.
Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCES

ASSOCIATED ACTIVITIES LICENCES
AALs 258, 259 and 263

PIPELINE LICENCES
PLs 2, 5, 9, 15 and 20

1. Notation of change of company name:

   From: Lattice Energy Limited
   To: Beach Energy (Operations) Limited

   is hereby entered on the public registers.

   BARRY A. GOLDSMITH
   Executive Director
   Energy Resources Division
   Department for Energy and Mining
   Delegate of the Minister for Energy and Mining

   Date: 22 January 2020
Certificate of Registration on Change of Name

This is to certify that

LATTICE ENERGY LIMITED

Australian Company Number 007 845 338

did on the second day of December 2019 change its name to

BEACH ENERGY (OPERATIONS) LIMITED

Australian Company Number 007 845 338

The company is a public company.

The company is limited by shares.

The company is taken to be registered under the Corporations Act 2001 in South Australia and the date of commencement of registration is the ninth day of September, 1977.

Issued by the
Australian Securities and Investments Commission on this second day of December 2019.

James Shipton
Chair
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

PIPELINE LICENCES
PLs 5, 9 and 15

SA 2018-18

Notation of registrable dealing as evidenced by Deed of Variation dated 4 December 2015 between Santos Limited, Santos Petroleum Pty Ltd, Vamgas Pty Ltd, Santos (NARNL Cooper) Pty Ltd, Santos (BOL) Pty Ltd, Reef Oil Pty Ltd, Bridge Oil Developments Pty Limited, Basin Oil Pty Ltd, Alliance Petroleum Australia Pty Ltd, Origin Energy Resources Limited and Delhi Petroleum Pty Ltd is hereby entered on the public register.

BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department of the Premier and Cabinet
Delegate of the Minister for Energy and Mining

Date: 7 June 2018
Ref: 28/01/00045
MEMORANDUM

RENEWAL OF
PETROLEUM PRODUCTION LICENCE
PPL 81

1. Renewal of this licence effective from 1 November 2017 is hereby entered on
the public register.

2. Interests in the licence are:

- Santos Limited: 40.70%
- Delhi Petroleum Pty Ltd: 20.21%
- Lattice Energy Limited: 13.19%
- Vamgas Pty Ltd: 8.51%
- Santos (NARNL Cooper) Pty Ltd: 4.75%
- Bridge Oil Developments Pty Ltd: 3.99%
- Alliance Petroleum Australia Pty Ltd: 3.97%
- Basin Oil Pty Ltd: 2.10%
- Reef Oil Pty Ltd: 1.97%
- Santos Petroleum Pty Ltd: 0.40%
- Santos (BOL) Pty Ltd: 0.21%

BARRY A. GOLDSSTEIN
Executive Director
Energy Resources Division
Department of the Premier and Cabinet
Delegate of the Minister for Mineral Resources and Energy

Date: 19 September 2017
File: 28/1/210
Petroleum and Geothermal Energy Act 2000
Cooper Basin (Ratification) Act 1975

RENEWAL OF
PETROLEUM PRODUCTION LICENCE
PPL 81

I, BARRY ALAN GOLDSTEIN, Executive Director, Energy Resources Division, Department of the Premier and Cabinet, in the State of South Australia, pursuant to the provisions of the Petroleum and Geothermal Energy Act 2000, the Cooper Basin (Ratification) Act 1975 and all other enabling powers for and on behalf of Tom Koutsantonis, Minister for Mineral Resources and Energy (Minister), pursuant to delegated powers, dated 31 March 2017, hereby renew Petroleum Production Licence PPL 81, held by:

Santos Limited ACN 007 550 923
Vangas Pty Ltd ACN 006 245 110
Alliance Petroleum Australia Pty Ltd ACN 004 559 951
Reef Oil Pty Ltd ACN 000 646 800
Santos Petroleum Pty Ltd ACN 000 146 369
Bridge Oil Developments Pty Ltd ACN 001 152 049
Santos (BOL) Pty Ltd ACN 000 670 575
Delhi Petroleum Pty Ltd ACN 007 845 686
Lattice Energy Limited ACN 007 845 338
Basin Oil Pty Ltd ACN 000 628 017
Santos (NARNL Cooper) Pty Ltd ACN 004 761 255

(herein after referred to as the 'Licensee'), and granted pursuant to the Petroleum Act 1940 in relation to all regulated resources except a source of geothermal energy in respect of the area described below, and subject to the conditions set out below and the provisions of the Cooper Basin (Ratification) Act 1975 and the Petroleum and Geothermal Energy Act 2000. The term of this licence is 21 years commencing on 1 November 2017, and expiring at midnight on 31 October 2038.

DESCRIPTION OF AREA

The land comprised in this Licence is that part of the State of South Australia described in the Schedule attached hereto.

TERMS AND CONDITIONS

1. Scope of Rights

For the avoidance of doubt:

(a) this renewal permits the Licensee to conduct all operations authorised by PPL 81 immediately prior to the commencement of this renewal on 1 November 2017; and

(b) nothing in this Licence affects the rights of the Licensee pursuant to the Cooper Basin (Ratification) Act 1975.

2. Pursuant to Section 74 of the Act the regulated activities to be carried out pursuant to this Licence are classified as requiring low level official surveillance.
3. Security

3.1 For the purpose of ensuring the due and proper performance of the Licensee's obligations under this Licence and the Petroleum and Geothermal Energy Act 2000, the Licensee shall provide security in the amount of $50,000 in the form of either:

(a) cash; or

(b) an unconditional, irrevocable bank guarantee or letter of credit in a form, and from a financial institution, approved by the Minister, ('the Security').

3.2 The Security shall be reviewed periodically, and during the term of the Licence if in the opinion of the Minister it is reasonable to increase the Security amount, provide additional security or substitute another security for the existing Security, the Licensee must comply with the Minister's request within 28 days after being requested in writing by the Minister to do so.

3.3 Interest will not be payable by the Minister to the Licensee on any cash Security.

3.4 All charges incurred by the Licensee in obtaining and maintaining the Security shall be met by the Licensee.

If this Licence is surrendered or cancelled and the Minister is satisfied that there are no further obligations under this Licence or the Petroleum and Geothermal Energy Act 2000, the Minister will return the Security to the Licensee.

4. Insurance

4.1 The Licensee must:

(a) upon commencement of regulated activities under this Licence, maintain in force during the term of this Licence public liability insurance to cover regulated activities under this Licence (including sudden and accidental pollution) in the name of the Licensee for a sum not less than twenty million dollars ($20,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time reasonably require;

(b) maintain in force during the drilling of any well or operation in any well, control of well insurance in the name of the Licensee for a sum not less than ten million dollars ($10,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time reasonably require;

(c) upon request by the Minister, provide the Minister with a cover note or certificate of currency of each insurance policy referred to in paragraphs (a) and (b).

4.2 The Minister in specifying the levels of insurance accepts no liability for the completeness of their listing, the adequacy of the sum insured, the limit of liability, the scoped coverage, the conditions or exclusions of these insurances in respect to how they may or may not respond to any loss, damage or liability.
5. Transfer of Liability

A contract or agreement entered into by the licensee to transfer or accept liability for any well or facility constructed for the purpose of undertaking a regulated activity under the Petroleum Act 1940 or the Petroleum and Geothermal Energy Act 2000 cannot transfer, limit or exclude liability under the Petroleum and Geothermal Energy Act 2000 unless written consent of the Minister is obtained.

Date: 19 September 2017

BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department of the Premier and Cabinet
Delegate of the Minister for Mineral Resources and Energy
Signed for and on behalf of:

Santos Limited (ACN 007 550 923)
Vamgas Pty Ltd (ACN 006 245 110)
Alliance Petroleum Australia Pty Ltd (ACN 004 559 951)
Reef Oil Pty Ltd (ACN 000 646 800)
Santos Petroleum Pty Ltd (ACN 000 146 369)
Bridge Oil Developments Pty Ltd (ACN 001 152 049)
Santos (BOL) Pty Ltd (ACN 000 670 575)
Basin Oil Pty Ltd (ACN 000 628 017)
Santos (NARNL Cooper) Pty Ltd (ACN 004 761 255)

by its authorised representative:

........................................
Signature of Authorised Representative

Chad Wilson
[Print Name of Authorised Representative]

........................................
Date

Signed for and on behalf of Lattice Energy Limited (ACN 007 845 338)
by its authorised representative:

........................................
Signature of Authorised Representative

........................................
[Print Name of Authorised Representative]

........................................
Date

Signed for and on behalf of Delhi Petroleum Pty Ltd (ACN 007 854 686)
in accordance with section 127 of the Corporations Act 2000 (Cth):

........................................
Signature of Director

........................................
Signature of Director/Secretary*

........................................
[Print Name of Director]
[Print Name of Director]
(*delete the inapplicable)

........................................
Date

inst 05434.DOCX
Signed for and on behalf of:

Santos Limited (ACN 007 550 923)
Vamgas Pty Ltd (ACN 006 245 110)
Alliance Petroleum Australia Pty Ltd (ACN 004 559 851)
Reef Oil Pty Ltd (ACN 000 646 800)
Santos Petroleum Pty Ltd (ACN 000 146 369)
Bridge Oil Developments Pty Ltd (ACN 001 152 049)
Santos (BOL) Pty Ltd (ACN 000 670 575)
Basin Oil Pty Ltd (ACN 000 628 017)
Santos (NARNL Cooper) Pty Ltd (ACN 004 761 255)

by its authorised representative:

.................................................................
Signature of Authorised Representative

.................................................................
[Print Name of Authorised Representative]

.................................................................
Date

Signed for and on behalf of Lattice Energy Limited (ACN 007 845 336)
by its authorised representative:

.................................................................
Signature of Authorised Representative

.................................................................
[Print Name of Authorised Representative]

.................................................................
Date

Signed for and on behalf of Delhi Petroleum Pty Ltd (ACN 007 854 686)
in accordance with section 127 of the Corporations Act 2000 (Cth):

.................................................................
Signature of Director

.................................................................
[Print Name of Director]

.................................................................
Date

.................................................................
Signature of Director/Secretary*

.................................................................
[Print Name of Director]
(*delete the inapplicable)
Signed for and on behalf of:

Santos Limited (ACN 007 550 923)
Vamgas Pty Ltd (ACN 006 245 110)
Alliance Petroleum Australia Pty Ltd (ACN 004 559 951)
Reef Oil Pty Ltd (ACN 000 646 800)
Santos Petroleum Pty Ltd (ACN 000 146 369)
Bridge Oil Developments Pty Ltd (ACN 001 152 049)
Santos (BOL) Pty Ltd (ACN 000 670 575)
Basin Oil Pty Ltd (ACN 000 628 017)
Santos (NARNL Cooper) Pty Ltd (ACN 004 781 255)

by its authorised representative:

....................................................
Signature of Authorised Representative

...........................
[Print Name of Authorised Representative]

...........................
Date

Signed for and on behalf of Lattice Energy Limited (ACN 007 845 338)
by its authorised representative:

....................................................
Signature of Authorised Representative

...........................
[Print Name of Authorised Representative]

...........................
Date

Signed for and on behalf of Delhi Petroleum Pty Ltd (ACN 007 854 686)
in accordance with section 127 of the Corporations Act 2000 (Cth):

....................................................
Signature of Director
Rod Rayner
Director

....................................................
Signature of Director/Secretary
CATHY OSTER
COMPANY SECRETARY

...........................
[Print Name of Director]

...........................
[Print Name of Director]

...........................
Date

...........................
23/8/ -

Inst 05434.DOCX
SCHEDULE

PETROLEUM PRODUCTION LICENCE

PPL 81

DESCRIPTION OF AREA

All that part of the State of South Australia, bounded as follows:-

Commencing at a point being the intersection of latitude 28°11'50"S AGD66 and longitude 139°56'00"E AGD66, thence east to longitude 139°57'10"E AGD66, south to latitude 28°12'50"S AGD66, west to longitude 139°55'50"E AGD66, north to latitude 28°12'40"S AGD66, west to longitude 139°55'20"E AGD66, north to latitude 28°12'30"S AGD66, east to longitude 139°55'30"E AGD66, north to latitude 28°12'20"S AGD66, east to longitude 139°55'40"E AGD66, north to latitude 28°12'10"S AGD66, east to longitude 139°56'00"E AGD66, and north to the point of commencement.

AREA: 4.39 square kilometres approximately.
Note: There is no warranty that the boundary of this licence is correct in relation to other features of the map. The boundary is to be ascertained by reference to the Australian Geodetic Datum (AGD66) and the schedule.

THE PLAN HEREBEFOREREFERRED TO

CALADAN NORTHEAST FIELD

PETROLEUM PRODUCTION LICENCE NO:  81

SR 28/1/210  AREA:  4.39  sq km (approx)
MEMORANDUM

PETROLEUM RETENTION LICENCE
PRL 106

PETROLEUM EXPLORATION LICENCES
PELs 637 and 638

PETROLEUM PRODUCTION LICENCES

PIPELINE LICENCES
PLs 2, 5, 9, 15 and 20

1. Notation of change of company name:

   From: Origin Energy Resources Limited
   To: Lattice Energy Limited

   is hereby entered on the public registers.

   [Signature]

BARRY A. GOLDBSTEIN
Executive Director
Energy Resources Division
Department of the Premier and Cabinet
Delegate of the Minister for Mineral Resources and Energy

Date: 9 August 2017
Certificate of Registration on Change of Name

This is to certify that

ORIGIN ENERGY RESOURCES LIMITED

Australian Company Number 007 845 338

did on the twenty-ninth day of June 2017 change its name to

LATTICE ENERGY LIMITED

Australian Company Number 007 845 338

The company is a public company.

The company is limited by shares.

The company is taken to be registered under the Corporations Act 2001 in South Australia and the date of commencement of registration is the ninth day of September, 1977.

Issued by the
Australian Securities and Investments Commission
on this twenty-ninth day of June 2017.

Greg Medcraft
Chairman
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

SA 2012-42 Notation of registrable dealing as evidenced by Royalty Deed dated 19 January 2012 between Delhi Petroleum Pty Ltd and Esso Australia Resources Pty Ltd is hereby entered on the public register.

BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy

Date: 28 June 2012

Ref: various files
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

and

PIPELINE LICENCES
PLs 2, 5, 9 and 15

SA 2011–15

Notation of registrable dealing as evidenced by Delhi Fixed and Floating Charge and Mortgage of JV Assets dated 29 September 2010 between Delhi Petroleum Pty Limited and Westpac Banking Corporation is hereby entered on the public register.

[Signature]

BARRY A. GOLDSMITH
Director Petroleum and Geothermal Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

Date: 15 February 2011
MEMORANDUM


1. Notation of change of company name –

From: Santos (NARNL Cooper) NL
To: Santos (NARNL Cooper) Pty Ltd

is hereby entered on the public register of licences.

[Signature]

C. D. COCKSHELL
A/Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development

Date: 9 May 2006

File: 27/2/4

M 0660.doc
Certificate of Registration on Change of Type and Conversion to a Proprietary Company

This is to certify that

SANTOS (NARNL COOPER) NL
Australian Company Number 004 761 255

on the first day of December 2005 converted to a company limited by shares and on the first day of December 2005 changed to a proprietary company.

The name of the company is now

SANTOS (NARNL COOPER) PTY LTD
Australian Company Number 004 761 255

The company is taken to be registered under the Corporations Act 2001 in Victoria and the date of commencement of registration is the twenty-first day of February, 1969.

Issued by the Australian Securities and Investments Commission on this first day of December, 2005.

Jeffrey Lucy
Chairman
MEMORANDUM


1. Notation of change of company name –

   From:  Novus Australia Resources NL
   To:    Santos (NARNL Cooper) NL

   is hereby entered on the public register of licences.

   [Signature]

   BARRY A. GOLDSTEIN
   Director Petroleum
   Minerals and Energy Resources
   Primary Industries and Resources SA
   Delegate of the Minister for Mineral Resources
   Development

   Date:  13 January 2006

   File:  27/2/4

M 0626.doc
Certificate of Registration on Change of Name

This is to certify that

NOVUS AUSTRALIA RESOURCES NL

Australian Company Number 004 761 255

did on the twenty-ninth day of June 2005 change its name to

SANTOS (NARNL COOPER) NL

Australian Company Number 004 761 255

The company is a public company.

The company is a no liability company.

The company is taken to be registered under the Corporations Act 2001 in Victoria and the date of commencement of registration is the twenty-first day of February, 1969.

Issued by the
Australian Securities and Investments Commission
on this twenty-ninth day of June, 2005.

Jeffrey Lucy
Chairman
MEMORANDUM


and

PIPELINE LICENCES (PLs) 2, 5, 9 and 15

1. Notation of receipt of Bank Guarantee dated 27 October 2005, is hereby entered on the commercial register.

2. Security is held to cover any event occurring in any licence operated by Santos Limited on behalf of the respective Cooper Basin Joint Ventures in South Australia.

3. Cash security held in respect of PPL 152 is hereby discharged to Santos Limited.

4. Bank Guarantees held in respect of the above referenced PLs and PPLs (excluding PPL 152) are hereby discharged to Santos Limited.

BARRY A GOLDSTEIN
Director Petroleum
Minerals and Energy Division
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development

Date: 23 November 2005

M 0589.doc
MEMORANDUM

PETROLEUM PRODUCTION LICENCES 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19,
20, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44,
45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 63, 64, 65, 66, 67, 68, 69,
70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93,
94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 113,
114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131,
132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149,
150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167,
169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186,
187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199

PIPELINE LICENCES 2, 5, 9 AND 15

1. Notation of registrable dealing as evidenced by the following document is
hereby entered on the Public Register;

- SA 2004-44 DPPL Security dated 21 May 2004 between Delhi
  Petroleum Pty Ltd and Westpac Banking Corporation.

Paul Holloway
Leader of the Government in the Legislative Council
Minister for Industry, Trade and Regional Development
Minister for Mineral Resources Development
Minister for Small Business

Date: 23/7/04
MEMORANDUM


1  Pursuant to sections 115(2)(e) and 117(2)(b) of the Petroleum Act 2000, notation is hereby entered on the public and commercial register for each of the abovementioned PPLs, that the register created under the then Petroleum Act 1940, relative to Petroleum Exploration Licences 5 and 6, which expired on 27 February 1999, is adopted as part of the commercial register for each of the above said PPLs

Dated: 7 May 2004

T. AUST
A/ Director Petroleum
Minerals and Energy Division
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

And

PIPELINE LICENCE
PL 2

1. Notation of change of company name –

From: Basin Oil NL
To: Basin Oil Pty Ltd

is hereby entered on the public register of licences.

BARRY A GOLDSTEIN
Director Petroleum
Office of Minerals and Energy Resources
Delegate of the Minister for Mineral Resources
Development

Date: 15 October 2002
Certificate of Registration on Change of Type and Conversion to a Proprietary Company

This is to certify that

BASIN OIL N.L.

Australian Company Number 000 628 017

on the eighth day of June 2000 converted to a company limited by shares and on the eighth day of June 2000 changed to a proprietary company.

The name of the company is now

BASIN OIL PTY LTD

Australian Company Number 000 628 017

The company is taken to be registered as a company under the Corporations Law of New South Wales.

Issued by the Australian Securities and Investments Commission on this eighth day of June, 2000.

Alan Cameron
Chairman
MEMORANDUM
PETROLEUM ACT 1940
SECTION 44

PETROLEUM EXPLORATION LICENCES NOS. 27, 32, 57, 66 AND 72
PETROLEUM PRODUCTION LICENCES NOS. 6 TO 20, 22 TO 61 AND 63 TO 168
PIPELINE LICENCES 2, 5, 9 AND 10

Receipt of the following document is hereby entered onto the Petroleum Register.

  Boral Energy Resources Ltd is now known as Origin Energy Resources Ltd.

J S ZABROWARNY
MANAGER PETROLEUM LICENSING AND ROYALTIES

13 March 2000
Certificate of Registration on Change of Name

This is to certify that

BORAL ENERGY RESOURCES LIMITED
Australian Company Number 007 845 338
did on the twenty-fourth day of February 2000 change its name to

ORIGIN ENERGY RESOURCES LIMITED
Australian Company Number 007 845 338

The company is a public company.

The company is limited by shares.

The company is taken to be registered as a company under the Corporations Law of South Australia.

Issued by the Australian Securities and Investments Commission on this twenty-fourth day of February, 2000.

Alan Cameron
Chairman
MEMORANDUM

Section 44, Petroleum Act 1940

PETROLEUM PRODUCTION LICENCES 6 to 20, 22 to 61, 63 to 140, 142 to 167

PIPELINE LICENCE No. 2

Receipt of the following document is hereby entered onto the Petroleum Register.

- Certificate of Registration on Change of Name dated 6 October 1999. Gulf (Aust) Resources NL is now known as Novus Australia Resources NL.

J S Zabrowarny
Manager, Petroleum Licensing and Royalties

10 December 1999
Certificate of Registration on Change of Name

This is to certify that

GULF (AUST) RESOURCES N.L.

Australian Company Number 004 761 255
did on the sixth day of October 1999 change its name to

NOVUS AUSTRALIA RESOURCES NL

Australian Company Number 004 761 255

The company is a public company.

The company is a no liability company.

The company is taken to be registered as a company under the Corporations Law of Victoria.

Issued by the
Australian Securities and Investments Commission
on this sixth day of October, 1999.

[Signature]
Alan Cameron
Chairman
MEMORANDUM

PETROLEUM ACT 1940
SECTION 44

PEL 5 & 6

All Farmout Areas

PPLs 6 to 20, 22 to 61 and 63 to 84, PL 2

Receipt of the following document is hereby entered onto the Petroleum Register:

- Certificate of Registration on Change of Name dated 12 June 1997.

Crusader Resources NL is now known as Gulf (Aust) Resources NL.

M COLELLA
A/Manager, Petroleum Administration

30/6/97
Certificate of Registration on Change of Name

Corporations Law Sub-section 171 (12)

This is to certify that

CRUSADER RESOURCES N.L.
Australian Company Number 004 761 255
did on the twelfth day of June 1997 change its name to

GULF (AUST) RESOURCES N.L.
Australian Company Number 004 761 255

The company is a public company.
The company is a no liability company.
The company is taken to be registered as a company under the Corporations Law of Victoria.

Given under the seal of the
Australian Securities Commission
on this twelfth day of June, 1997.

Alan Cameron
Chairman
MEMORANDUM

PETROLEUM EXPLORATION LICENCE NO 5 & 6

FARMOUT AREAS AND PETROLEUM PRODUCTION LICENCES

This memorandum will confirm that on 17 February 1997 I approved the lodging of the following documents onto the Petroleum Register which confirms the approved provisions as contained in the Minister for Mines' letter dated 20 December 1996.

- Deed of Assignment and Transfer dated 20 December 1996 between Santos Ltd (Santos), Delhi Petroleum Pty Ltd (Delhi), Santos Petroleum Pty Ltd (Santos Petroleum), Boral Energy Resources Ltd (Boral), Vamgas Pty Ltd (Vamgas), Bridge Oil Developments Pty Ltd (BOD), Santos (BOL) Pty Ltd (BOL), Reef Oil Pty Ltd (Reef), Alliance Petroleum Australia Pty Ltd (Alliance), Basin Oil NL (Basin) and Crusader Resources NL (Crusader).

- New JOA Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.

- Deed of Amendment Unit Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.

- Deed of Amendment Downstream Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.

Interests in the following areas and licences are now as follows and effective from 1 January 1992.

<table>
<thead>
<tr>
<th>Farmout Areas</th>
<th>PPLs</th>
<th>Licensees</th>
<th>Interests %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Patchawarra</td>
<td>6 to</td>
<td>Santos</td>
<td>40.70</td>
</tr>
<tr>
<td>Central</td>
<td>20</td>
<td>Vamgas</td>
<td>8.51</td>
</tr>
<tr>
<td>Merrimelia -</td>
<td>22 to</td>
<td>Alliance</td>
<td>3.97</td>
</tr>
<tr>
<td>Innamincka</td>
<td>25</td>
<td>Reef</td>
<td>1.97</td>
</tr>
<tr>
<td>Murta</td>
<td>27 to</td>
<td>Santos Petroleum</td>
<td>0.40</td>
</tr>
<tr>
<td>Tinga-Tingana</td>
<td>61</td>
<td>BOD</td>
<td>3.99</td>
</tr>
<tr>
<td>Patchawarra</td>
<td>63 to</td>
<td>BOL</td>
<td>0.21</td>
</tr>
<tr>
<td>South West</td>
<td>75</td>
<td>Boral</td>
<td>13.19</td>
</tr>
<tr>
<td>Nappacoongee -</td>
<td>78 to</td>
<td>Delhi</td>
<td>20.21</td>
</tr>
<tr>
<td>Murieree</td>
<td>83</td>
<td>Basin</td>
<td>2.10</td>
</tr>
<tr>
<td>Lake Hope</td>
<td></td>
<td>Crusader</td>
<td>4.25</td>
</tr>
<tr>
<td>Moomba</td>
<td></td>
<td></td>
<td>100.00</td>
</tr>
<tr>
<td>Toolachee</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Haddon</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Clifton</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Kooncherra</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

R A LAWS
DIRECTOR, PETROLEUM DIVISION
Delegate of the Minister for Mines
LIQUOR LICENSING ACT 1985—continued

51107300 Ngaparji Multi Media Centre, 211 Rundle Street, Ngaparji Pty Ltd. Leva Koutarzki is approved as a fit and proper person to occupy a position of authority in a body corporate holding a licence of this class
Adelaide, from 12.9.96

51107300 Ngaparji Multi Media Centre, 211 Rundle Street, Ngaparji Pty Ltd. Louise Moran is approved as a fit and proper person to occupy a position of authority in a body corporate holding a licence of this class
Adelaide, from 12.9.96

51107300 Ngaparji Multi Media Centre, 211 Rundle Street, Ngaparji Pty Ltd. John Michael Skinner is approved as a fit and proper person to occupy a position of authority in a body corporate holding a licence of this class
Adelaide, from 12.9.96

51107300 Ngaparji Multi Media Centre, 211 Rundle Street, Ngaparji Pty Ltd. Josephine Ann Murphy is approved as a fit and proper person to occupy a position of authority in a body corporate holding a licence of this class
Adelaide, from 12.9.96

51107300 Ngaparji Multi Media Centre, 211 Rundle Street, Ngaparji Pty Ltd. Wendy Viola Wills is approved as a fit and proper person to occupy a position of authority in a body corporate holding a licence of this class
Adelaide, from 12.9.96

Approval Pursuant to Sections 73 (1), 80 (4) and 91 (1)

Restaurant Licence:
05610520 Cafe Zambraccia, 94-98 Melbourne Street, North Bearfis Pty Ltd. Approval previously given is extended until 31.12.96
Adelaide

Surrender of Licence

Wholesale Liquor Merchant’s Licence:
05300626 Port Crock Co., 4 Orana Drive, Morphett Vale Holding, A. The Wholesale Liquor Merchant’s Licence is surrendered from 24.10.96

Restaurant Licence:
05065514 Nikita’s Greek Barbeque Taverna, 36 Port Road, Manousakis, N. The restaurant licence is surrendered from 24.10.96 Hindmarsh

Dated 7 November 1996.

W. A. PRYOR, Liquor Licensing Commissioner

GRANT OF PETROLEUM PRODUCTION LICENCE
Department of Mines and Energy, Parkside, 1 November 1996

NOTICE is hereby given that pursuant to delegated powers dated 14 June 1995, Gazetted 15 June 1995, page 2845, the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum Act 1940.

A. J. ANDREJEWSKIS, Chief Executive Officer, Delegate of the Minister for Mines and Energy

<table>
<thead>
<tr>
<th>No. of</th>
<th>Licensees</th>
<th>Locality</th>
<th>Date of Expiry</th>
<th>Area in km²</th>
<th>Reference</th>
</tr>
</thead>
<tbody>
<tr>
<td>81</td>
<td>SANTOS Limited Delhi Petroleum Pty Ltd Vangas Pty Ltd Boral Energy Resources Ltd Crusader Resources NL</td>
<td>Caladan Northeast Field in the Cooper Basin of South Australia</td>
<td>31 October 2017</td>
<td>4.39</td>
<td>SR.28.1.210</td>
</tr>
</tbody>
</table>

Description of Area

All that part of the State of South Australia bounded as follows: commencing at a point being the intersection of latitude 28°11'50"S and longitude 139°56'00"E, thence east to longitude 139°55'10"E, south to latitude 28°12'50"S, west to longitude 139°55'50"E, north to latitude 28°12'40"S, west to longitude 139°55'20"E, north to latitude 28°12'30"S, east to longitude 139°55'30"E, north to latitude 28°12'20"S, east to longitude 139°55'40"E, north to latitude 28°12'10"S, east to longitude 139°56'00"E, and north to the point of commencement, all the within latitudes and longitudes being geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of Commonwealth Gazette number 84 dated 6 October 1966.

Area: 4.39 km² approximately.
MEMORANDUM

PETROLEUM PRODUCTION LICENCE NO. 81

1. This licence granted on 1 November 1976 is hereby entered on the Petroleum Register.

2. A security in the form of a $15,000 bank guarantee has been lodged with respect to this licence.

3. Interests in the licence are as follows:

   - Santos Ltd: 40.25%
   - Delhi Petroleum Pty Ltd: 27.0%
   - Vangas Pty Ltd: 14.0%
   - Boral Energy Resources Ltd: 14.0%
   - Crusader Resources NL: 4.75%

A J Andrejewskis
CHIEF EXECUTIVE OFFICER
Delegate of the Minister For Mines
And Energy
PETROLEUM ACT 1940

PETROLEUM PRODUCTION LICENCE NO. 81

I, ANDREW JOSEPH ANDREJEWSKIS, Chief Executive Officer, Department of Mines and Energy (CEO) in the State of South Australia pursuant to the provisions of the Petroleum Act, 1940 and all other enabling powers for and on behalf of Stephen John Baker, Minister for Mines and Energy (Minister), pursuant to delegation dated 14 June 1995, (refer Government Gazette dated 15 June 1995) hereby

GRANT TO:

• SANTOS LIMITED, ACN 007 550 923 of Santos House, Level 29, 91 King William Street, Adelaide, South Australia 5000,

• DELHI PETROLEUM PTY LTD, ACN 007 854 686 of c/- Esso Australia Ltd., Esso House, 12 Riverside Quay, Southbank, Victoria,

• VAMGAS PTY LTD, ACN 006 245 110 of Santos House, Level 29, 91 King William Street, Adelaide, South Australia 5000,

• BORAL ENERGY RESOURCES LIMITED, ACN 007 854 338 of 60 Hindmarsh Square, Adelaide, South Australia, and

• CRUSADER RESOURCES NO LIABILITY, ACN 004 761 255 of 27th Floor, 12 Creek Street, Brisbane, Queensland

(hereinafter referred to as ‘the Licensees’) a Petroleum Production Licence in respect of the area described below and subject to the conditions set out below, to have effect for a period of twenty-one (21) years to expire on the 31st day of May 2017 but carrying the rights of renewal conferred by the Petroleum Act 1940.

DESCRIPTION OF THE AREA

The land comprised in this licence is that part of the State of South Australia described in the Schedule hereto.
CONDITIONS

The Licensees shall at all times comply with:

(a) the provisions of the Petroleum Act 1940 and of any regulations for the time being and from time to time in force under that Act; and

(b) all directions given to them under the Act or regulations for the time being and from time to time in force under that Act.

DECLARATION

It is hereby acknowledged and agreed that the licensees, as at the date of grant of this licence, own and hold the following undivided interests respectively in and under this licence:

<table>
<thead>
<tr>
<th>Licensee</th>
<th>Undivided Interest</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Santos</td>
<td>Forty point two five per centum</td>
<td>40.25%</td>
</tr>
<tr>
<td>Delhi</td>
<td>Twenty seven per centum</td>
<td>27.0%</td>
</tr>
<tr>
<td>Boral Energy</td>
<td>Fourteen per centum</td>
<td>14%</td>
</tr>
<tr>
<td>Vangas</td>
<td>Fourteen per centum</td>
<td>14%</td>
</tr>
<tr>
<td>Crusader</td>
<td>Four point seven five per centum</td>
<td>4.75%</td>
</tr>
</tbody>
</table>

and that as between the Licensees the undivided interests so owned and held by the Licensees shall be subject to the provisions of a Joint Operating Agreement dated the 31st day of December 1979 to which the Licensees are parties and as the same has been amended and as may hereafter be amended or replaced from time to time PROVIDED THAT any amendment or replacement which affects or could affect the undivided interests of the Licensees shall be of no force or effect unless approved by the Minister.
Signed by the Chief Executive Officer,
Department of Mines and Energy at Adelaide

1st
November

Chief Executive Officer
Department of Mines and Energy
Delegate of the Minister for
Mines and Energy

SIGNED, SEALED AND DELIVERED
by the said LICENSEES at Adelaide, this 22 day of October 1996

Executed on behalf of SANTOS LIMITED
and VAMGAS PTY LTD, respectively
by being SIGNED SEALED AND
DELIVERED by its duly authorised Attorney
under Power of Attorney who hereby states
that he has received no notice of revocation
of the Power of Attorney affecting such
appointment, in the presence of:

(Witness)
SIGNED, SEALED AND DELIVERED
for and on behalf of DELHI PETROLEUM PTY LTD, by IAN WILLIAM ANGUS
its duly authorised Attorney under Power of Attorney dated the 12TH day of FEBRUARY 1993, who hereby states that he has no notice of revocation of the said Power of Attorney at the time of executing this instrument in the presence of:

......................................................
(Witness)

......................................................
Delhi Petroleum Pty Ltd
by its Attorney

THE COMMON SEAL of BORAL ENERGY RESOURCES LIMITED was hereunto affixed in the presence of:

......................................................
(Director)

......................................................
(Secretary)

THE COMMON SEAL of CRUSADER RESOURCES NO LIABILITY was hereunto affixed in the presence of:

......................................................
(Director)

......................................................
(Secretary)
All the within latitudes and longitudes are geodetic and expressed in terms of the Australian Geodetic Datum as defined on page 4984 of Commonwealth Gazette number 84 dated 6 October 1966, except those latitudes and longitudes underlined which are expressed in terms of Clarke 1858 Spheroid (Transverse Mercator Projection)

SANTOS LTD. DELHI PETROLEUM PTY. LTD. BORAL ENERGY RESOURCES LTD. VAMGAS PTY. LTD. CRUSADER RESOURCES N.L.

CALADAN NORTHEAST FIELD
PETROLEUM PRODUCTION LICENCE NO. 81

MINES AND ENERGY
SOUTH AUSTRALIA

SR 28/1/210
AREA: 4.39 sq km (approx)
SCHEDULE

PETROLEUM PRODUCTION LICENCE NO. 81

DESCRIPTION OF AREA

All that part of the State of South Australia, bounded as follows:-

Commencing at a point being the intersection of latitude 28°11'50"S and longitude 139°56'00"E, thence east to longitude 139°57'10"E, south to latitude 28°12'50" S, west to longitude 139°55'50"E, north to latitude 28°12'40" S, west to longitude 139°55'20"E, north to latitude 28°12'30" S, east to longitude 139°55'30"E north to latitude 28°12'20" S, east to longitude 139°55'40"E, north to latitude 28°12'10" S, east to longitude 139°56'00"E

and north to the point of commencement, all the within latitudes and longitudes being geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of Commonwealth Gazette number 84 dated 6 October 1966.

AREA: 4.39 square kilometres approximately
In accordance with Section 117 of the Petroleum Act 2000 (Act) this document forms part of ‘The Commercial Register’.

Section 118 of the Act provides for the following:

**Authority to search register**

(1) A person is entitled to have access to the material included in the commercial register, on payment of the prescribed inspection fee, if the access is authorised by—

   (a) a person who has a legal or equitable interest in the relevant licence or registered dealing; or

   (b) the Minister.

(2) The Minister must not authorise access under subsection (1)(b) unless the Minister has consulted with the licensee to whom the material relates and is satisfied that access should be authorised in the public interest.

FOR FURTHER INFORMATION PLEASE CONTACT:

Department of State Development
Energy Resources Division
GPO Box 320,
Adelaide SA 5001
(08) 8463 3204