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MEMORANDUM

PETROLEUM EXPLORATION LICENCES
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PETROLEUM PRODUCTION LICENCES
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SPECIAL FACILITIES LICENCE
SFL 10

1. Notation of revision to security arrangements is hereby entered on the public register.

BARRY A. GOLSTEIN
Executive Director
Energy Resources Division
Department of State Development
Delegate of the Minister for Mineral Resources and Energy

Date: 15 December 2014
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 87, 88, 90, 93, 100, 104, 110, 111, 182, 288, 289, 290, 331, 424, 514, 516, 636, 637 and 638

PETROLEUM PRODUCTION LICENCES
PPLs 203, 207, 208, 209, 211, 213, 214, 215, 217, 218, 221, 240, 241, 242, 243, 251 and 258

PETROLEUM RETENTION LICENCES
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GEOTHERMAL EXPLORATION LICENCES
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SPECIAL FACILITIES LICENCE
SFL 10

1. Notation of revision to security arrangements is hereby entered on the public register.

BARRY A. GOLDSTEIN
Executive Director
Energy Resources Division
Department of State Development
Delegate of the Minister for Mineral Resources and Energy

Date: 27 October 2014
Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 87, 88, 90, 93, 100, 104, 110, 111, 182, 288, 289, 290, 331, 424, 514, 516, 636 and 637

PETROLEUM PRODUCTION LICENCES
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PETROLEUM RETENTION LICENCES
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GEOTHERMAL EXPLORATION LICENCES
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SPECIAL FACILITIES LICENCE
SFL 10

1. Notation of revision to security arrangements 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 May 2014

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MEMORANDUM

PETROLEUM EXPLORATION LICENCE
PPL 241

1. Notation of the Grant of Associated Activities Licence AAL 205 (adjunct to PPL 241) 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 Minster for Mineral Resources and Energy

Date: 26 March 2014
File: F2014/000063
MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 241

1. Notation of receipt of security in the form of ANZ Bank Guarantees dated 28 June 2011 and 5 September 2012 are hereby entered on the public register.

ELINOR ALEXANDER
A/Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy

Date: 19 September 2012

Ref. F2012/000382
PETROLEUM AND GEOTHERMAL ENERGY ACT 2000

Grant of Petroleum Production Licence—PPL 241

PURSUANT to Section 92 (1) of the Petroleum and Geothermal Energy Act 2000, notice is hereby given that the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum and Geothermal Energy Act 2000, pursuant to delegated powers dated 21 March 2012.

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°30′05″S GDA94 and longitude 140°41′35″E GDA94, thence east to longitude 140°41′40″E AGD66, south to latitude 28°30′40″S AGD66, east to longitude 140°41′50″E GDA94, south to latitude 28°30′40″S GDA94, west to longitude 140°41′45″E GDA94, south to latitude 28°30′45″S GDA94, west to longitude 140°41′35″E GDA94, north to latitude 28°30′40″S GDA94, west to longitude 140°41′30″E GDA94, north to latitude 28°30′35″S GDA94, west to longitude 140°41′25″E GDA94, north to latitude 28°30′20″S GDA94, east to longitude 140°41′30″E GDA94, north to latitude 28°30′10″S GDA94, east to longitude 140°41′35″E GDA94 and north to the point of commencement.

Area: 0.53 km² approximately.

Dated 16 August 2012.

B. A. GOLDSTEIN,
Executive Director,
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy
Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 241

1. This Licence granted with effect from and including 16 August 2012 is hereby entered on the public register.

2. Interests in the licence are:-

   Stuart Petroleum Pty Ltd                      100%

3. Yandruwandha/Yawarrawarrika Indigenous Land use Agreement Acceptance
   Deed dated 23 March 2010 is hereby entered on the public register.

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

Date: 16 August 2012

Ref: F2012/000382
Yandruwandha Yawarrawarri Petroleum Conjunctive Indigenous
Land Use Agreement
Acceptance Deed

DATED 23rd March 2010

ACCEPTANCE DEED
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ACCEPTANCE DEED

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1. **Covenant to be Bound**

The Company enters into the Executed Acceptance Contract by duly completing and signing this Acceptance Deed in compliance with clause 13.2 of the Framework ILUA.

2. **When Effective**

The Executed Acceptance Contract comes into force and effect between the Company, the Native Title Parties, the Association, the Minister and the State on the date upon which all of the following have occurred:

(a) the Company has duly completed (by indicating in the relevant spot below which licence requires authorising) and signed this Acceptance Deed;

(b) the Company has provided a copy of the duly completed and signed Acceptance Deed to the Minister, and

(c) the Company has notified the Association and the Native Title Parties that the Company has duly completed and signed this Acceptance Deed by providing the Association and the Native Title Parties with an original or duplicate original of this Acceptance Deed.
3. **Benefit**

This Acceptance Deed is made by the Company in favour, and for the benefit of, the Native Title Parties, the Association, the Minister and the State.

4. **Terms**

Terms defined in the Framework ILUA bear their defined meanings when used in this Acceptance Deed.

5. **Type of Licence to be Authorised**

The following PEL(s)*, PPL(s) or Additional Licence(s) are authorised by this Deed (Tick relevant box):

PELA 516 (to the extent the area thereof is within the ILUA area)

...or

PPL(s).....N/A ..............................................or

Additional Licence(s) — (insert description of type of licence and number if known)

.............................................N/A...............................................................

.............................................N/A...............................................................

.............................................N/A..............................................................

.............................................N/A..............................................................

... 

*Once a Company has entered into an Executed Acceptance Contract in relation to a PEL or PPL any Subsequent Licence granted thereafter to the Company in the ILA area will automatically become an Authorised Licence

**EXECUTED AS A DEED**

**Executed by** STUART PETROLEUM LIMITED in accordance with section 127(1) of the Corporations Act, 2001.

[Signature of director]  [Signature of director/secretary]

John Branson  Giustino Guagliermo

Name of director  Name of director/secretary

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Petroleum and Geothermal Energy Act 2000

PETROLEUM PRODUCTION LICENCE

PPL 241

I, BARRY ALAN GOLDSTEIN, Executive Director, Energy Resources Division, Department for Manufacturing, Innovation, Trade, Resources and Energy, in the State of South Australia, pursuant to the provisions of the Petroleum and Geothermal Energy Act 2000 and all other enabling powers, for and on behalf of Tom Koutsantonis, Minister for Mineral Resources and Energy (Minister), pursuant to delegated powers dated 21 March 2012, HEREBY GRANT to:

Stuart Petroleum Pty Ltd
ACN 059 146 226

(hereinafter referred to as the ‘Licensee’) a Production Licence, 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 Petroleum and Geothermal Energy Act 2000, to have effect from 16 August 2012.

DESCRIPTION OF AREA

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

CONDITIONS

1. For the purpose of ensuring the due and proper performance of the Licensee’s obligations under this Licence and the Act, 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”).

1.1 The Security shall be reviewed periodically. 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.

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

1.3 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.
2. 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 Licensees 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 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 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).

3. 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.

4. 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.

5. The licensee shall upon production of a regulated resource from the licence area, comply with its obligations under Clause 8 of the Acceptance Contract Conditions of the Yandruwandha/Yawarrawarrka Conjunctive Petroleum ILUA, entered into by the Licensee by the execution of an Acceptance Deed on 23 March 2010.

Date: 16 August 2012

........................................
BARRY A. GOLDBSTEIN
Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy
Signed by the said LICENSEE

Date: 24/07/2012

Authorised Representative
IAN RICHARD DAVIES

Name
MANAGING DIRECTOR

Position
STUART PETROLEUM PTY LTD

Company
THE SCHEDULE

PETROLEUM PRODUCTION LICENCE

PPL 241

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°30'05"S GDA94 and longitude 140°41'35"E GDA94, thence east to longitude 140°41'40"E AGD66, south to latitude 28°30'40"S AGD66, east to longitude 140°41'50"E GDA94, south to latitude 28°30'40"S GDA94, west to longitude 140°41'45"E GDA94, south to latitude 28°30'45"S GDA94, west to longitude 140°41'35"E GDA94, north to latitude 28°30'40"S GDA94, west to longitude 140°41'30"E GDA94, north to latitude 28°30'35"S GDA94, west to longitude 140°41'25"E GDA94, north to latitude 28°30'20"S GDA94, east to longitude 140°41'30"E GDA94, north to latitude 28°30'10"S GDA94, east to longitude 140°41'35"E GDA94 and north to the point of commencement.

AREA: 0.53 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 Geocentric Datum of Australia (GDA94) and the schedule.

THE PLAN HEREBEFOR REFERRED TO

PETROLEUM PRODUCTION LICENCE NO: 241

AREA: 0.53 sq km (approx)