<table>
<thead>
<tr>
<th>Date</th>
<th>Event</th>
</tr>
</thead>
<tbody>
<tr>
<td>5 February 2008</td>
<td>Grant of Associated Facilities Licence AFL 128</td>
</tr>
<tr>
<td></td>
<td>Interests in the licence are:</td>
</tr>
<tr>
<td></td>
<td>Beach Petroleum Limited 75.0%</td>
</tr>
<tr>
<td></td>
<td>Cooper Energy Limited 25.0%</td>
</tr>
<tr>
<td>7 February 2008</td>
<td>Gazettal of Grant of AFL 128</td>
</tr>
<tr>
<td>7 January 2010</td>
<td>Memorandum entering notation of change of company name on the public register.</td>
</tr>
<tr>
<td></td>
<td>From: Beach Petroleum Limited</td>
</tr>
<tr>
<td></td>
<td>To: Beach Energy Limited</td>
</tr>
<tr>
<td>7 January 2010</td>
<td>Certificate of Registration on Change of Name.</td>
</tr>
<tr>
<td>23 September 2015</td>
<td>Memorandum entering notation of the following registrable dealings on the public register:</td>
</tr>
<tr>
<td></td>
<td>PPL 204, 205, 220, 224, 245, 246, 247, 248, 249 &amp; 250 Priority Deed dated 16 September 2015 between Cooper Energy Limited (Grantor), Westpac Banking Corporation (Westpac), Westpac Administration Pty. Ltd (Security Trustee), Cooper Energy Limited and Beach Energy Limited (each severally called the Venturer) and Beach Energy Limited (Operator) Ref: SA 2015-69</td>
</tr>
<tr>
<td>25 October 2017</td>
<td>Memorandum entering the notation of the following document on the public register:</td>
</tr>
</tbody>
</table>
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 90, 93 and 494

PETROLEUM RETENTION LICENCES
PRLs 32, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95,
96, 97, 98, 99, 100, 101, 102, 103 and 104

ASSOCIATED ACTIVITIES LICENCES
AALs 18, 82, 98, 128, 146 and 157

PETROLEUM PRODUCTION LICENCES
PPLs 204, 205, 207, 220, 224, 245, 246, 247,
248, 249 and 250

SA 2017-24

Notation of the registration of a Deed Poll of Release Westpac
Administration Pty Limited dated 20 September 2017 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 Mineral Resources and Energy

Date: 25 October 2017

Ref: F2013/002371 28/1/379
F2013/002361 28/1/419
F2015/000278 28/1/426
27/2/339  F2013/000277
27/2/438  F2013/000672
27/2/512  F2013/000676
27/2/520  F2013/001842
27/2/543  F2013/001843
F2010/000982  F2013/001844
28/1/360  F2009/000014
28/1/375  F2013/000155
MEMORANDUM

PETROLEUM PRODUCTION LICENCES
PPL 204, 205, 220, 224, 245, 246, 247, 248, 249 and 250

ASSOCIATED ACTIVITIES LICENCES
AALs 18, 82, 98, 128, 146, 157, 214, 215, 216 and 217

SA 2015-69  Notation of registrable dealing as evidenced by PPL 204, 205, 220, 224, 245, 246, 247, 248, 249 & 250 Priority Deed dated 16 September 2015 between Cooper Energy Limited (Grantor), Westpac Banking Corporation (Westpac), Westpac Administration Pty. Ltd (Security Trustee), Cooper Energy Limited and Beach Energy Limited (each severally called the Venturer) and Beach Energy Limited (Operator) is hereby entered on the public register.

SA 2015-21  Notation of registrable dealing as evidenced by General Security Deed dated 28 November 2014 between Cooper Energy Limited, Somerton Energy Pty Ltd, Essential Petroleum Exploration Pty Ltd, CE Poland Pty Ltd, Cooper Energy (Sernoxy) Pty Ltd and Cooper Energy (PBGP) Pty Ltd (Grantors) and Westpac Administration Pty Limited is hereby entered on the public register.

NICK PANAGOPoulos
A/Executive Director
Energy Resources Division
Department of State Development
Delegate of the Minister for Mineral Resources and Energy

Date: 23 September 2015
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 106, 107 and 218

PETROLEUM RETENTION LICENCES
PRLs 13 and 25

PETROLEUM PRODUCTION LICENCES
PPLs 204, 205, 210, 212, 220 and 224

ASSOCIATED ACTIVITIES LICENCES
AALs 18, 82, 98, 128, 146 and 154

1. Notation of change of company name:

   From: Beach Petroleum Limited
   To: Beach Energy Limited

   is hereby entered on the public register

   ELINOR ALEXANDER
   A/Director Petroleum and Geothermal
   Minerals and Energy Resources
   Primary Industries and Resources SA
   Delegate of the Minister for Mineral Resources
   Development

   Date: 7 January 2010

Ref: 27/2/169 27/2/520
     27/2/170 27/2/543
     27/2/172 28/1/360
     27/2/173 28/1/375
     27/2/186 28/1/382
     27/2/187 28/1/394
     27/2/339 28/1/419
     27/2/375 28/1/426
     27/2/438 28/1/431
     27/2/439 F2009/000739
     27/2/512

M 1359 doc
Certificate of Registration on Change of Name

This is to certify that

BEACH PETROLEUM LIMITED

Australian Company Number 007 617 969

did on the tenth day of December 2009 change its name to

BEACH ENERGY LIMITED

Australian Company Number 007 617 969

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 twenty-first day of December, 1961.

Issued by the Australian Securities and Investments Commission on this tenth day of December, 2009.

Anthony Michael D’Aloisio
Chairman
NOTICE is hereby given that the abovementioned Associated Facilities Licence has been granted to Beach Petroleum Limited and Cooper Energy Limited under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, Gazetted 11 April 2002, page 1573.

**Description of Area**

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

The land bounded by a line joining the points of co-ordinates set out in the following table:

<table>
<thead>
<tr>
<th>MGA Zone 54</th>
<th>E</th>
<th>N</th>
</tr>
</thead>
<tbody>
<tr>
<td>363454mE</td>
<td>6883142mN</td>
<td></td>
</tr>
<tr>
<td>363517mE</td>
<td>6883176mN</td>
<td></td>
</tr>
<tr>
<td>363526mE</td>
<td>6883160mN</td>
<td></td>
</tr>
<tr>
<td>363526mE</td>
<td>6883154mN</td>
<td></td>
</tr>
<tr>
<td>363533mE</td>
<td>688318mN</td>
<td></td>
</tr>
<tr>
<td>363502mE</td>
<td>6883110mN</td>
<td></td>
</tr>
<tr>
<td>363508mE</td>
<td>6883081mN</td>
<td></td>
</tr>
<tr>
<td>363474mE</td>
<td>6883073mN</td>
<td></td>
</tr>
<tr>
<td>363458mE</td>
<td>6883113mN</td>
<td></td>
</tr>
<tr>
<td>363454mE</td>
<td>6883142mN</td>
<td></td>
</tr>
</tbody>
</table>

Area: 0.49 hectares approximately.

Dated 5 February 2008.

B. A. GOLDSTEIN,
Director Petroleum and Geothermal Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development
Petroleum Act 2000
S.115

MEMORANDUM

ASSOCIATED FACILITIES LICENCE
AFL 128

1. This Licence granted to Beach Petroleum Limited and Cooper Energy Limited on 5 February 2008 is hereby entered on the public register.

2. Interests in the licence are:-

<table>
<thead>
<tr>
<th>Company</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Beach Petroleum Limited</td>
<td>75.00%</td>
</tr>
<tr>
<td>Cooper Energy Limited</td>
<td>25.00%</td>
</tr>
</tbody>
</table>

Date: 5 February 2008

Ref: 27/2/520

BARRY A. GOLDSTEIN
Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development
Petroleum Act 2000

ASSOCIATED FACILITIES LICENCE

AFL 128

I, BARRY ALAN GOLDSTEIN, Director Petroleum and Geothermal, Minerals and Energy Resources, Primary Industries and Resources, in the State of South Australia pursuant to the provisions of the Petroleum Act 2000 and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegation dated 28 March 2002, (refer Government Gazette dated 11 April 2002 page 1573), HEREBY GRANT to:

Beach Petroleum Limited (ACN 007 617 969)
Cooper Energy Limited (ACN 096 170 295)

(hereinafter referred to as the Licensees) an Associated Facilities Licence as an adjunct to Petroleum Production Licence PPL 205, in respect of the area set out below, to have effect from 5th February 2008.

DESCRIPTION OF AREA

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

CONDITIONS

1. During the term of the licence, the Licensees may carry out or cause to be carried out the construction, and operation of an Unloading Terminal at the Tantanna oil satellite

2. The Licensees 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) upon request by the Minister, provide the Minister with a cover note or certificate of currency of the insurance policy referred to in paragraph (a)
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.

Date: .......................... 2008

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

Date: 30th January 2008

[Signature]

Authorised Representative

Tony Lake

Name

CHIEF RESERVOIR ENGINEER

Position

BEACH PETROLEUM LIMITED

Company

Signed by the said LICENSEE

Date: 30th January 2008

[Signature]

Authorised Representative

Michael Scott

Name

MANAGING DIRECTOR

Position

COOK PETERS LIMITED

Company
THE SCHEDULE

DESCRIPTION OF AREA

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

The land bounded by a line joining the points of coordinates set out in the following table:

**MGA Zone 54**

363454mE 6883142mN  
363517mE 6883176mN  
363526mE 6883160mN  
363526mE 6883154mN  
363533mE 6883118mN  
363502mE 6883110mN  
363508mE 6883081mN  
363474mE 6883073mN  
363458mE 6883113mN  
363454mE 6883142mN

**AREA:** 0.49 hectares 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 HEREINBEFORE REFERRED TO

ASSOCIATED FACILITIES LICENCE NO: 128