INDEX OF DOCUMENTS HELD ON THE PETROLEUM REGISTER FOR
ASSOCIATED FACILITIES LICENCE AFL 82

1. 30 January 2007
   Grant of Associated Facilities Licence AFL 82
   
   Interests:-
   
   Beach Petroleum Limited  75%
   Cooper Energy Limited   25%

2. 30 January 2007
   Memorandum entering AFL 82 on the public register.

3. 8 February 2007
   Gazettal of Grant of AFL 82

4. 7 January 2010
   Memorandum entering notation of change of company name on the public register.
   
   From:  Beach Petroleum Limited
   To:    Beach Energy Limited

5. 7 January 2010
   Certificate of Registration on Change of Name.

6. 23 September 2015
   Memorandum entering notation of the following registrable dealings on the public register:
   
   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)
   Ref:   SA 2015-69

   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 (Seruway) Pty Ltd and Cooper Energy (PBGP) Pty Ltd and Westpac Administration Pty Limited
   Ref:   SA 2015-21

7. 25 October 2017
   Memorandum entering the notation of the following document on the public register:
   
   Ref:   SA 2017-24
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 (Seroway) 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:

Commencing at a point being the intersection of latitude 28°01′22″S GDA94 and longitude 139°29′50″E AGD66, thence east to longitude 139°30′30″E GDA94, south-easterly to a point latitude 28°01′35″S GDA94 and longitude 139°30′55″E GDA94, north to latitude 28°01′30″S GDA94, east to longitude 139°31′15″E GDA94, south to latitude 28°01′45″S GDA94, east to longitude 139°32′00″E GDA94, south to latitude 28°02′10″S GDA94, west to longitude 139°31′50″E GDA94, south to latitude 28°02′15″S GDA94, west to longitude 139°31′10″E GDA94, north to latitude 28°02′05″S GDA94, west to longitude 139°30′55″E GDA94, north to latitude 28°01′42.5″S GDA94, north-westerly to a point latitude 28°01′26.5″S GDA94 and longitude 139°30′28.5″E GDA94, west to longitude 139°29′30″E AGD66 and north to the point of commencement.

Area: 1.97 km$^2$ approximately.


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 82

1. This Licence granted on 30 January 2007 is hereby entered on the public register.

2. Interests in the licence are:-

   Beach Petroleum Limited                              75.00%
   Cooper Energy Limited                                 25.00%

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: 30 January 2007

Ref: 27/2/438
Petroleum Act 2000

ASSOCIATED FACILITIES LICENCE

AFL 82

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  ABN 20 007 617 969
Cooper Energy Limited  ABN 93 096 170 295

(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 30 January 2007.

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 construct and operate a yard for the storage of materials and equipment.

2. For the purpose of ensuring the due and proper performance of the Licensee's obligations under this Licence and the Act, the security held in respect of Petroleum Production Licence PPL 205 shall be deemed to also apply to this licence.

3. 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).
4. 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. A contract or agreement entered into by the Licensees 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 2000 cannot transfer, limit or exclude liability under the Petroleum Act 2000 unless written consent of the Minister is obtained.

Date: 30 January 2007

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 for and on behalf of **Beach Petroleum Limited** in the presence of:

Hector Gordon  
Executive Director  
Authorised Representative (print)  

\[Signature\]

Candace Moore  
Legal & Corporate Assistant  
Witness Name (print)  

\[Signature\]

Signed for and on behalf of **Cooper Energy Limited** in the presence of:

**MICHAEL SCOTT**  
Authorised Representative (print)  

\[Signature\]

**CONNAD TODD**  
Witness Name (print)  

\[Signature\]
THE SCHEDULE

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°01'22"S GDA94 and longitude 139°29'50"E AGD66, hence east to longitude 139°30'30"E GDA94, southeasterly to a point latitude 28°01'35"S GDA94 and longitude 139°30'55"E GDA94, north to latitude 28°01'30"S GDA94, east to longitude 139°31'15"E GDA94, south to latitude 28°01'45"S GDA94, east to longitude 139°32'00"E GDA94, south to latitude 28°02'10"S GDA94, west to longitude 139°31'50"E GDA94, south to latitude 28°02'15"S GDA94, west to longitude 139°31'10"E GDA94, north to latitude 28°02'05"S GDA94, west to longitude 139°30'55"E GDA94, north to latitude 28°01'42.5"S GDA94, northwesterly to a point latitude 28°01'26.5"S GDA94 and longitude 139°30'28.5"E GDA94, west to longitude 139°29'50"E AGD66, and north to the point of commencement.

AREA: 1.97 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), the Geocentric Datum of Australia (GDA94) and the schedule.

THE PLAN HEREINBEFORE REFERRED TO

ASSOCIATED FACILITIES LICENCE NO: 82