# INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 212

<table>
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<th>Date</th>
<th>Event Description</th>
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<tr>
<td>23 January 2006</td>
<td>Grant of Petroleum Production Licence PPL 212</td>
</tr>
<tr>
<td></td>
<td>Interests:</td>
</tr>
<tr>
<td></td>
<td>Beach Petroleum Limited 40%</td>
</tr>
<tr>
<td></td>
<td>Great Artesian Oil and Gas Ltd 30%</td>
</tr>
<tr>
<td></td>
<td>Magellan Petroleum (Southern) Pty Ltd 30%</td>
</tr>
<tr>
<td>23 January 2006</td>
<td>Memorandum entering PPL 212 on the public register.</td>
</tr>
<tr>
<td>23 January 2006</td>
<td>Memorandum entering notation of receipt of security on the public register.</td>
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<tr>
<td>25 January 2006</td>
<td>Gazetral of Grant of PPL 212.</td>
</tr>
<tr>
<td>20 August 2007</td>
<td>Notation of Security Deed dated 4 September 2006 between Commonwealth Bank of Australia and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited, Mawson Petroleum Pty Limited, Wandata Pty Ltd, Claremont Petroleum (USA) Pty Limited, Tagday Pty Ltd, Midland Exploration Pty Limited and Ocita Pty Ltd is hereby entered on the public register. Ref: SA 2007-23</td>
</tr>
<tr>
<td>20 August 2007</td>
<td>Notation of Security dated 28 May 2007 between CBA Corporate Services (NSW) Pty Limited and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited and Mawson Petroleum Pty Limited is hereby entered on the public register. Ref: SA 2007-24</td>
</tr>
<tr>
<td>14 September 2007</td>
<td>Notation of revision to security arrangements is hereby entered on the public register.</td>
</tr>
<tr>
<td>20 February 2008</td>
<td>Memorandum entering notation and registration of the following deeds on the public register:</td>
</tr>
<tr>
<td></td>
<td>- Joint Operating and Production Agreement dated 24 April 2003 between Beach Petroleum Ltd and Great Artesian Oil &amp; Gas Limited Ref: SA 2003-07</td>
</tr>
</tbody>
</table>
9. 28 January 2009 Memorandum entering notation of revision to security arrangements on the public register.

10. 1 April 2009 Memorandum entering the following registrable dealings on the public register.

- Joint Operating and Production Agreement dated 3 December 2008 between Beach Petroleum Limited, Great Artesian Oil and Gas Limited and Magellan Petroleum (Southern) Pty Ltd.
  
  Refer: SA 2009-18

- Native Title Deed of Assumption dated 3 December 2008 between Beach Petroleum Limited, Great Artesian Oil and Gas Limited and Magellan Petroleum (Southern) Pty Ltd.
  
  Refer: SA 2009-19

11. 7 January 2010 Memorandum entering notation of change of company name on the public register.

From: Beach Petroleum Limited
To: Beach Energy Limited

12. 7 January 2010 Certificate of Registration on Change of Name.

13. 1 June 2010 Memorandum entering notation of change of company name on the public register.

From: Magellan Petroleum (Southern) Pty Ltd
To: Drillsearch Gas Pty Limited

14. 31 August 2011 Memorandum entering notation of receipt of security on the public register.

15. 23 March 2012 Memorandum entering notation of discharge of security on the public register.

16. 23 March 2012 Memorandum entering notation of receipt of security on the public register.

17. 19 September 2013 Certificate of Registration on Change of Name.
<table>
<thead>
<tr>
<th>Date</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>18. 19 September 2013</td>
<td>Memorandum entering notation of change to company name on the public register. From: Great Artesian Oil and Gas Ltd To: Great Artesian Oil and Gas Pty Ltd</td>
</tr>
<tr>
<td>19. 28 October 2013</td>
<td>Memorandum entering notation of revision of security arrangements on the public register.</td>
</tr>
<tr>
<td>20. 30 October 2013</td>
<td>Memorandum entering notation of revision of security arrangements on the public register.</td>
</tr>
<tr>
<td>22. 10 January 2014</td>
<td>Memorandum entering notation of revision of security arrangements on the public register.</td>
</tr>
<tr>
<td>23. 5 May 2014</td>
<td>Memorandum entering notation of registrable dealing on the public register: Memorandum dated 27 August 2002 between Naughton Resources, Newport Exploration Ltd and Great Artesian Oil and Gas Limited. Ref: SA 2014-39</td>
</tr>
<tr>
<td>24. 21 August 2014</td>
<td>Memorandum entering notation of revision of security arrangements on the public register.</td>
</tr>
<tr>
<td>25. 19 September 2014</td>
<td>Memorandum entering notation of revision of security arrangements on the public register.</td>
</tr>
<tr>
<td>26. 15 October 2014</td>
<td>Memorandum entering notation of revision of security arrangements on the public register.</td>
</tr>
<tr>
<td>27. 2 August 2016</td>
<td>Memorandum entering notation of registration of the following deed on the public register: Royalty Assumption Deed dated 13 April 2016 between Drillsearch Gas Pty Ltd, Great Artesian Oil and Gas Pty Limited, Newport Exploration Limited and Beach Energy Limited. Ref: SA 2016-08</td>
</tr>
</tbody>
</table>
SA 2016-08 Notation of registrable dealing as evidenced by Royalty Assumption Deed dated 13 April 2016 between Drillsearch Gas Pty Ltd, Great Artesian Oil and Gas Pty Limited, Newport Exploration Limited and Beach Energy Limited 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: 2 August 2016

Ref: 28/1/394
F2014/001299
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

GAS STORAGE EXPLORATION LICENCES
GSELs 633, 634 and 646

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 129 and 130

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239, 245, 246, 247, 248, 249, 250, 253, 254, 255 and 256

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCES
SFLs 3, 4, 8 and 9

1. Notation of receipt of additional security in the form of Commonwealth Bank Guarantees dated 11 September 2014 and 7 October 2017 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Beach Energy Limited or Adelaide Energy Pty Ltd in South Australia.

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

Date: 15 October 2014
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

GAS STORAGE EXPLORATION LICENCES
GSELs 633 and 634

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103 and 104

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239, 245, 246, 247, 248, 249, 250, 253, 254, 255 and 256

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFLs 3, 4, 8 and 9

1. Notation of receipt of additional security in the form of a Commonwealth Bank Guarantee dated 18 August 2014 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Beach Energy Limited or Adelaide Energy Pty Ltd in South Australia.

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

Date: 19 September 2014
Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

GAS STORAGE EXPLORATION LICENCES
GSEls 633 and 634

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103 and 104

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239, 245, 246, 247, 248, 249 and 250

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFLs 3, 4, 8 and 9

1. Notation of receipt of additional security in the form of a Commonwealth Bank Guarantee dated 30 July 2014 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Beach Energy Limited or Adelaide Energy Pty Ltd in South Australia.

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

Date: 21 August 2014
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91 and 107

PETROLEUM PRODUCTION LICENCE
PPL 212

SA 2014-39 Notation of registrable dealing as evidenced by Deed dated 27 August 2002 between Naughton Resources Limited, Newport Exploration Ltd and Great Artesian Oil and Gas Limited 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: 5 May 2014

Ref: 27/02/00169
27/02/00187
28/01/00394
F2011/000278
F2013/002214
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13 and 32

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239, 245, 246, 247, 248, 249 and 250

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFLs 3, 4 and 8

1. Notation of receipt of additional security in the form of an ANZ Bank Guarantee dated 13 December 2013 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.

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: 10 January 2014

File: 27/2/169 27/2/172 27/2/173 27/2/187
27/2/309 27/2/315 27/2/337 27/2/439
28/1/159 28/1/353 28/1/360 28/1/375
28/1/382 28/1/394 28/1/419 28/1/426
28/1/446 F2009/14 F2009/16 F2010/730
F2011/278 F2011/602 F2013/41 F2013/141
F2013/155 F2013/277 F2013/672 F2013/676
F2013/2207 F2013/1842 F2013/1843 F2013/1844
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13 and 32

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239 and 245

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFLs 3 and 4

1. Notation of receipt of additional security in the form of a Bank Guarantee dated 11 November 2013 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.

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

Date: 21 November 2013

File: 27/2/169 27/2/172 27/2/173 27/2/187
27/2/309 27/2/315 27/2/337 27/2/439
28/1/159 28/1/353 28/1/360 28/1/375
28/1/382 28/1/394 28/1/419 28/1/426
28/1/446 F2009/14 F2009/16 F2010/730
F2011/278 F2011/602 F2013/41 F2013/141
F2013/155 F2013/277
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 107, 186, 494, and 495

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13 and 32

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239 and 245

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFL 3

1. Notation of receipt of additional security in the form of a Bank Guarantee dated 23 October 2013 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.

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

Date: 30 October 2013

File: 27/2/169  27/2/170  27/2/172  27/2/173
27/2/187  27/2/309  27/2/315  27/2/337
27/2/439  28/1/159  28/1/353  28/1/360
28/1/375  28/1/382  28/1/394  28/1/419
28/1/426  28/1/446  F2009/14  F2009/16
F2010/730  F2011/278  F2011/602  F2013/41
F2013/155  F2013/277
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 107, 186, 494, and 495

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13 and 32

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224 and 239

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFL 3

1. Notation of receipt of security in the form of a Bank Guarantee dated 6 June 2013 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.

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

Date: 28 October 2013

File: 27/2/169 27/2/170 27/2/172 27/2/173
27/2/187 27/2/309 27/2/315 27/2/337
27/2/439 28/1/159 28/1/353 28/1/360
28/1/375 28/1/382 28/1/384 28/1/419
28/1/426 28/1/446 F2009/14 F2009/16
F2010/730 F2011/278 F2011/602 F2013/41
F2013/155
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 106 and 107

ASSOCIATED ACTIVITIES LICENCE
AAL 162

PETROLEUM PRODUCTION LICENCES
PPLs 212 and 239

1. Notation of change of company name —

From: Great Artesian Oil and Gas Limited
To: Great Artesian Oil and Gas Pty Ltd

is hereby entered on the public registers.

C. D. COCKSHELL
A/Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy

Date: 12 September 2013

File: 27/2/169
     27/2/186
     27/2/187
     28/1/294
     F2011/239
     F2011/323
### Company Summary

<table>
<thead>
<tr>
<th>Name:</th>
<th>GREAT ARTESIAN OIL AND GAS PTY LTD</th>
</tr>
</thead>
<tbody>
<tr>
<td>ACN:</td>
<td>078 607 682</td>
</tr>
<tr>
<td>ABN:</td>
<td>44 078 607 682</td>
</tr>
<tr>
<td>Reg. Date:</td>
<td>20/05/1997</td>
</tr>
<tr>
<td>Next Review Date:</td>
<td>20/09/2013</td>
</tr>
<tr>
<td>Former Name(s):</td>
<td>GREAT ARTESIAN OIL AND GAS LIMITED, GREAT AR TESIAN OIL AND GAS PTY LTD, TYERS INVESTMENTS PTY LIMITED</td>
</tr>
</tbody>
</table>

**Status:** Registered

**Type:** Australian Proprietary Company, Limited By Shares

**Locality of Registered Office:** Sydney NSW 2000

**Regulator:** Australian Securities & Investments Commission

Further information relating to this organisation may be purchased from ASIC.
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 105, 107, 186, 218, 255, 494 and 496

PETROLEUM RETENTION LICENCES
PRLs 1, 2 and 13

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224 and 239

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

1. Notation of receipt of security in the form of a Bank Guarantee dated 15 March 2012 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.

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: 23 March 2012

File:   27/2/169  27/2/170  27/2/172  27/2/173  27/2/185  27/2/187  27/2/309  27/2/315
       27/2/337  27/2/375  27/2/418  27/2/439  28/1/159  28/1/353  28/1/360  28/1/375
       28/1/382  28/1/394  28/1/419  28/1/426  28/1/446  F2009/14  F2009/16  F2010/730
       F2011/278  F2011/602
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELS 91, 92, 94, 95, 107, 186 and 218

PETROLEUM PRODUCTION LICENCES
PPLs 204, 205, 210, 212, 220, 224 and 239


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

Date: 23 March 2012

File:  27/2/169  27/2/170  27/2/172
      27/2/173  27/2/187  27/2/315
      27/2/375  28/1/360  28/1/375
      28/1/382  28/1/394  28/1/419
      28/1/426  F2011/278
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 107, 186 and 218

PETROLEUM PRODUCTION LICENCES
PPLs 204, 205, 210, 212, 220, 224 and 239

1. Notation of receipt of security in the form of a Bank Guarantee dated 26 August 2011 is hereby entered on the public register.

2. Security is held to cover any single event occurring in any licence operated by Beach Energy Limited in South Australia.

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

Date: 31 August 2011

File: 27/2/169 28/1/360
27/2/170 28/1/375
27/2/172 28/1/382
27/2/173 28/1/394
27/2/187 28/1/419
27/2/315 28/1/426
27/2/375 F2011/000278
MEMORANDUM

PETROLEUM EXPLORATION LICENCE PEL 107
and
PETROLEUM PRODUCTION LICENCE PPL 212

1. Notation of change of company name –

From: Magellan Petroleum (Southern) Pty Ltd
To: Drillsearch Gas Pty Limited

is hereby entered on the public registers.

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

Date: 1 June 2010

File: 27/2/187
28/1/394
Certificate of Registration on Change of Name

This is to certify that

MAGELLAN PETROLEUM (SOUTHERN) PTY LTD
Australian Company Number 059 583 032
did on the twenty-sixth day of March 2010 change its name to

DRILLSEARCH GAS PTY LIMITED
Australian Company Number 059 583 032

The company is a proprietary company.
The company is limited by shares.

The company is registered under the Corporations Act 2001 and is taken to be registered in Queensland and the date of commencement of registration is the second day of April, 1993.

Issued by the
Australian Securities and Investments Commission on this twenty-sixth day of March, 2010.

Anthony Michael D’Aloisio
Chairman
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
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
MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 212

SA 2009-18
Notation of registrable dealing as evidenced by Joint Operating and Production Agreement dated 3 December 2008 between Beach Petroleum Limited, Great Artesian Oil and Gas Limited and Magellan Petroleum (Southern) Pty Ltd is hereby entered on the public register.

SA 2009-19
Notation of registrable dealing as evidenced by Native Title Deed of Assumption dated 3 December 2008 between Beach Petroleum Limited, Great Artesian Oil and Gas Limited and Magellan Petroleum (Southern) Pty Ltd. is hereby entered on the public register.

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

Date: 1 April 2009
Ref: 28/1/394
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 91, PEL 92, PEL 94, PEL 95, PEL 107, PEL 110

PETROLEUM PRODUCTION LICENCES
PPL 204, PPL 205, PPL 210, PPL 212, PPL 220, PPL 224

PETROLEUM RETENTION LICENCES
PRL 13, PRL 25

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

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

Date: 28 January 2009

File: 27/2/169  28/1/375
      27/2/170  28/1/382
      27/2/172  28/1/394
      27/2/173  28/1/419
      27/2/187  28/1/426
      27/2/196  27/2/431
      28/1/360  27/2/439
MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 212

1. Notation of the registration of the following documents is hereby entered on the Public Register:

- SA 2003-07 Joint Operating and Production Agreement, dated 24 April 2003 between Beach Petroleum Ltd and Great Artesian Oil and Gas Limited;

- SA 2008-02 PPL 212 Joint Operating and Production – Letter Agreement dated 22 January 2008 between Beach Petroleum Limited, Great Artesian Oil and Gas Limited and Magellan Petroleum (Southern) Pty Ltd.

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

Date: 20 February 2008

28/1/394
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 91, PEL 92, PEL 94, PEL 95, PEL 107, PEL 110

PETROLEUM PRODUCTION LICENCES
PPL 204, PPL 205, PPL 210, PPL 212, PPL 220

PETROLEUM RETENTION LICENCE
PRL 13

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

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

Date: 14 September 2007

File: 27/2/169  28/1/360
      27/2/170  28/1/375
      27/2/172  28/1/382
      27/2/173  28/1/394
      27/2/187  28/1/419
      27/2/196  27/2/439
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 90; PEL 91; PEL 92; PEL 94; PEL 95; PEL 106; PEL 107; PEL 110;
PEL 113 (Saintly & Harpoon/Dunoon Blocks)

PETROLEUM RETENTION LICENCES
PRL 13

PETROLEUM PRODUCTION LICENCES
PPL 203; PPL 204; PPL 205; PPL 209; PPL 210; PPL 211; PPL 212

SA 2007-24 Notation of registrable dealing as evidenced by Deed of
Security dated 28 May 2007 between CBA Corporate Services
(NSW) Pty Limited and Beach Petroleum Limited, Beach
Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach
Production Services Pty Limited, Beach Petroleum (Surat) Pty
Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach
Petroleum (Gippsland) Pty Limited and Mawson Petroleum Pty
Limited is hereby entered on the public register.

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

Date: 20 August 2007

Ref: 27/2/168; 27/2/169; 27/2/170; 27/2/172; 27/2/173; 27/2/186; 27/2/187;
27/2/196; 27/2/199; 27/2/439; 28/1/359; 28/1/360; 28/1/361; 28/1/381;
28/1/382; 28/1/383; 28/1/394
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 90; PEL 91; PEL 92; PEL 94; PEL 95; PEL 106; PEL 107; PEL 110;
PEL 113 (Saintly & Harpoon/Dunoon Blocks)

PETROLEUM RETENTION LICENCES
PRL 13

PETROLEUM PRODUCTION LICENCES
PPL 203; PPL 204; PPL 205; PPL 209; PPL 210; PPL 211; PPL 212

SA 2007-23  Notation of registrable dealing as evidenced by Security Deed
dated 4 September 2006 between Commonwealth Bank of
Australia and Beach Petroleum Limited, Beach Petroleum (NZ)
Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production
Services Pty Limited, Beach Petroleum (Surat) Pty Limited,
Beach Petroleum (Cooper Basin) Pty Limited, Beach
Petroleum (Gippsland) Pty Limited, Mawson Petroleum Pty
Limited, Wandata Pty Ltd, Clarendon Petroleum (USA) Pty
Limited, Tagday Pty Ltd, Midland Exploration Pty Limited and
Ocita Pty Ltd is hereby entered on the public register.

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

Date: 20 August 2007

Ref: 27/2/168; 27/2/169; 27/2/170; 27/2/172; 27/2/173; 27/2/186; 27/2/187;
27/2/196; 27/2/199; 27/2/439; 28/1/359; 28/1/360; 28/1/361; 28/1/381;
28/1/382; 28/1/383; 28/1/394
PETROLEUM ACT 2000
Grant of Petroleum Production Licence—PPL 212

Pursuant to section 92 (1) of the Petroleum Act 2000, notice is hereby given that the undermentioned Petroleum Production Licence has been granted with effect from 23 January 2006, under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, Gazetted 11 April 2002, page 1573.

<table>
<thead>
<tr>
<th>No. of Licence</th>
<th>Licensees</th>
<th>Locality</th>
<th>Area in km²</th>
<th>Reference</th>
</tr>
</thead>
<tbody>
<tr>
<td>PPL 212</td>
<td>Beach Petroleum Limited</td>
<td>Cooper Basin of South Australia</td>
<td>1.6</td>
<td>28/01/394</td>
</tr>
<tr>
<td></td>
<td>Great Artesian Oil and Gas Limited</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Magellan Petroleum (Southern) Pty Ltd</td>
<td></td>
<td></td>
<td></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°08'50"S GDA94 and longitude 139°52'00"E GDA94, thence east to longitude 139°52'40"E GDA94, south to latitude 28°09'20"S GDA94, west to longitude 139°52'30"E GDA94, south to latitude 28°09'35"S GDA94, west to longitude 139°52'10"E GDA94, north to latitude 28°09'30"S GDA94, west to longitude 139°51'55"E GDA94, north to latitude 28°09'20"S GDA94, west to longitude 139°51'47"E GDA94, north to latitude 28°09'00"S GDA94, east to longitude 139°52'00"E GDA94, and north to the point of commencement.

Area: 1.6 km² approximately.

Dated 23 January 2006.

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

PETROLEUM ACT 2000
Suspension of Exploration Licence PEL—107

Pursuant to section 90 of the Petroleum Act 2000, notice is hereby given that the abovementioned Exploration Licence has been suspended under the provisions of the Petroleum Act 2000, for a period of 244 days, from and including 23 January 2006 until 23 September 2006, pursuant to delegated powers dated 28 March 2002, Gazetted 11 April 2002, page 1573.

The expiry date of Exploration Licence PEL 107 is now determined to be 1 December 2008.

Dated 18 January 2006.

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

ROADS (OPENING AND CLOSING) ACT 1991:
SECTION 24
NOTICE OF CONFIRMATION OF ROAD PROCESS ORDER
Road Closure
Robe Road, Sandy Grove

By Road Process Order made on 3 August 2005, the Kingston District Council ordered that:

1. Portion of Robe Road adjoining Pinks Beach Road, allotment 4 in Filed Plan 122537, allotment 14 in Deposited Plan 28055 and section 15 in the Hundred of Lacepede more particularly delineated and lettered "A" in Preliminary Plan No. 03/0107 be closed.

2. The whole of the land subject to closure be transferred to David Stuart Gibbs in accordance with agreement for transfer dated 23 December 2003 entered into between the Kingston District Council and D. S. Gibbs.

3. The following easement be granted over portion of the land subject to that closure:

Grant to Distribution Lessor Corporation an easement for overhead electricity supply purposes.

On 20 December 2005 that order was confirmed by the Minister for Administrative Services conditionally upon the deposit by the Registrar-General of Deposited Plan 69054 being the authority for the new boundaries.

Pursuant to section 24 (5) of the Roads (Opening and Closing) Act 1991, NOTICE of the order referred to above and its confirmation is hereby given.


P. M. KENTISH, Surveyor-General
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 27, PEL 91, PEL 92, PEL 94, PEL 95, PEL 107, PEL 110,
PEL 136, PETROLEUM PRODUCTION LICENCES PPL 204,
PPL 205, PPL 210 and PPL 212

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

[Signature]

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

Date: 23 January 2006

File: 27/2/66
27/2/169
27/2/170
27/2/172
27/2/173
27/2/187
27/2/196
27/2/213
28/1/360
28/1/375
28/1/382
28/1/394
Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 212

1. This Licence granted on 23 January 2006 is hereby entered on the public register.

2. Interests in the licence are:-

   Beach Petroleum Limited  40%
   Great Artesian Oil and Gas Limited  30%
   Magellan Petroleum (Southern) Pty Ltd  30%


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

Date: 23 January 2006

Ref: 28/1/386
Petroleum Act 2000

PETROLEUM PRODUCTION LICENCE No. 212

I, BARRY ALAN GOLDSTEIN, Director Petroleum, Department of 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 delegated powers dated 28 March 2002 (refer Government Gazette dated 11 April 2002, page 1573), HEREBY GRANT to:

Beach Petroleum Limited ACN: 007 617 969
Great Artesian Oil and Gas Limited ACN: 078 607 682
Magellan Petroleum (Southern) Pty Ltd ACN: 059 583 032

(hereinafter referred to as the ‘Licensees’) 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 Act 2000, to have effect from 23 January 2006.

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°08'50"S GDA94 and longitude 139°52'00"E GDA94, thence east to longitude 139°52'40"E GDA94, south to latitude 28°09'20"S GDA94, west to longitude 139°52'30"E GDA94, south to latitude 28°09'35"S GDA94, west to longitude 139°52'10"E GDA94, north to latitude 28°09'30"S GDA94, west to longitude 139°51'55"E GDA94, north to latitude 28°09'20"S GDA94, west to longitude 139°51'47"E GDA94, north to latitude 28°09'00"S GDA94, east to longitude 139°52'00"E GDA94, and north to the point of commencement.

AREA: 1.6 square kilometres approximately.

TERMS AND CONDITIONS

1. For the purpose of ensuring the due and proper performance of the Licensee’s obligations under this Licence and the Act, the Licensees 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”).
(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 Licensees 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 Licensees on any cash Security.

1.3 All charges incurred by the Licensees in obtaining and maintaining the Security shall be met by the Licensees.

1.4 If upon surrender of the licence the Minister is satisfied that there are no further obligations under this Licence or the Act, the Minister will return the Security to the Licensees.

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) maintain in force during the drilling of any well or operation in any well, control of well insurance in the name of the Licensees 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. The Licensees shall upon production of a regulated resource from the licence area, comply with their obligations under Clause 7 of the Deed dated 6 February 2003, entered into for the purposes of Section 31 of the Native Title Act 1993.

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: 23 January 2006

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

Date: 16/1/06 2006

[Signature]
Authorised Representative

[Signature]
Witness

[Name]
Hector Gordon
Executive Director

Name

[Name]
Danny Burns

Name

[Position]
Chief Geophysicist

Position

[Company]
Bega Petroleum Ltd

Company

Signed by the said LICENSEE

Date: 17 January 2006

[Signature]
Authorised Representative

[Signature]
Witness

[Name]
R. D. Shaw

Name

[Position]
Managing Director

Position

[Company]
Great Artisan Oil & Gas Ltd

Company

[Name]
C. J. Carty

Name

[Position]
Exploration Manager

Position

[Company]
Great Artisan Oil & Gas

Company
Signed by the said LICENSEE

Date: 17th January 2006

Authorised Representative
T. Gwynn Davies
Name
Director
Position
Magellan Petroleum (Southern) Pty Ltd
Company

Witness

Name
Bruce McInnes
Director

Position

Magellan Petroleum (Southern) Pty Ltd
Company
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
KIANA FIELD

PETROLEUM PRODUCTION LICENCE NO: 212

SR 28/1/394 AREA: 1.6 sq km (approx)