INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 202

1. 3 October 2003 Grant of Petroleum Production Licence PPL 202
   Interests:
   - Origin Energy Resources Ltd 20.0000%
   - Sagasco Southeast Inc. 55.7143%
   - Omega Oil NL 24.2857%

2. 3 October 2003 Memorandum entering PPL 202 on the public register.

3. 3 October 2003 Memorandum entering notation of revision to security arrangements on the public register.

4. 9 October 2003 Gazettal of Grant of PPL 202

5. 10 January 2005 Notation of revision to security arrangements is entered on the public register.

6. 18 February 2005 Notation of Change of Name:
   From: Omega Oil NL
   To: Omega Oil Pty Ltd

7. 18 February 2005 Certificate of Registration on Change of Type and Conversion to a Proprietary Company

8. 21 May 2007 Memorandum entering the following document on the public register:
   Deed of Assignment and Assumption dated 23 March 2007 between Omega Oil Pty Ltd, Origin Energy Resources Limited and Sagasco South East Inc.
   Ref: SA 2007-15
   Interests in the licence are:
   - Sagasco South East Inc 55.7143%
   - Origin Energy Resources Limited 44.2857%

9. 29 May 2009 Memorandum entering the following registrable dealings on the public register.
   Ref: SA 2009-11
   Deed of Assignment and Assumption, Petroleum Titles dated 18 December 2008 between Origin
Energy Resources Limited, SAGASCO South East Inc. and Adelaide Energy Limited.

Interests in the licence:
Adelaide Energy Limited 100%
Ref: SA 2009-12

Fixed Charge Deed dated 14 May 2009 between Adelaide Energy Limited (Chargor) and The Minister for Mineral Resources Development for and on behalf of the State of South Australia (Chargee).
Ref: SA 2009-20

10. 29 May 2009 Memorandum entering notation of discharge of security on the public register.

11. 23 March 2012 Memorandum entering notation of receipt of security on the public register.

12. 12 September 2012 Memorandum entering notation of change of company name on the public register.

From: Adelaide Energy Limited
To: Adelaide Energy Pty Ltd

13. 12 September 2012 Certificate of change of company name.

14. 28 October 2013 Memorandum entering notation of revision of security arrangements on the public register.

15. 30 October 2013 Memorandum entering notation of revision of security arrangements on the public register.

16. 21 November 2013 Memorandum entering notation of revision of security arrangements on the public register.

17. 10 January 2014 Memorandum entering notation of revision of security arrangements on the public register.

18. 23 July 2014 Memorandum entering notation of the following documents on the public register.

Release and Undertaking to Amend Registration dated 18 July 2014.
Ref: SA 2014-57

Ref: SA 2014-58
19. 21 August 2014 Memorandum entering notation of revision of security arrangements on the public register.

20. 19 September 2014 Memorandum entering notation of revision of security arrangements on the public register.

21. 15 October 2014 Memorandum entering notation of revision of security arrangements on the public register.
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. GOLDESTIN
Executive Director
Energy Resources Division
Department of State Development
Delegate of the Minister for Mineral Resources and Energy

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

MEMORANDUM

PETROLEUM RETENTION LICENCES PRLs 1 and 2
and
PETROLEUM PRODUCTION LICENCES PPLs 62, 168 and 202

SA 2014-57 Notation of the registration of a Release and Undertaking to Amend Registration dated 18 July 2014 is hereby entered on the public register.


The above documents give effect to the release of secured property pursuant to a Fixed Charge dated 14 May 2009 between Adelaide Energy Limited and the Minister for Mineral Resources Development (SA 2009-20) and entered on the Personal Properties Securities Register as Registration Number: 201112202117320.

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

Date: 23 July 2014

Ref: 27/2/309
27/2/337
28/1/159
28/1/340
28/1/353
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. GOLDSSTEIN
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

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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.

Signed

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: 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

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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. 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 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 105, 255, 494 and 496

PIPELINE LICENCE
PL 19

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168 and 202

PETROLEUM RETENTION LICENCES
PRLs 1, 2 and 13

GAS STORAGE RETENTION LICENCE
GSRL 27

1. Notation of change of company name –

From: Adelaide Energy Limited
To: Adelaide Energy Pty Ltd

is 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: 18 September 2012

File: Various
Australian Company
ADELAIDE ENERGY PTY LTD
ACN 116 256 823

Extracted from ASIC's database at AEST 16:06:35 on 21/09/2012

### Company Summary

<table>
<thead>
<tr>
<th>Name:</th>
<th>ADELAIDE ENERGY PTY LTD</th>
</tr>
</thead>
<tbody>
<tr>
<td>ACN:</td>
<td>116 256 823</td>
</tr>
<tr>
<td>ABN:</td>
<td>43 116 256 823</td>
</tr>
<tr>
<td>Registration Date:</td>
<td>15/09/2005</td>
</tr>
<tr>
<td>Next Review Date:</td>
<td>21/12/2012</td>
</tr>
<tr>
<td>Former Name(s):</td>
<td>ADELAIDE ENERGY LIMITED, ADELAIDE ENERGY PTY LTD</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Status:</th>
<th>Registered</th>
</tr>
</thead>
<tbody>
<tr>
<td>Company Type:</td>
<td>Australian Proprietary Company, Limited By Shares</td>
</tr>
<tr>
<td>Locality of Registered Office:</td>
<td>Glenside SA 5065</td>
</tr>
<tr>
<td>Regulator:</td>
<td>Australian Securities &amp; Investments Commission</td>
</tr>
</tbody>
</table>

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 RETENTION LICENCES PRLs 1 and 2
and
PETROLEUM PRODUCTION LICENCES PPLs 62, 168 and 202

1. Notation of discharge of Bank Guarantee to Origin Energy Resources 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: 29 May 2009

File: 27/2/309
27/2/337
28/1/159
28/1/340
28/1/353

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MEMORANDUM

PETROLEUM RETENTION LICENCES PRLs 1 and 2
and
PETROLEUM PRODUCTION LICENCES PPLs 62, 168 and 202

SA 2009-11

SA 2009-12
Notation of registrable dealing as evidenced by Deed of Assignment and Assumption, Petroleum Titles dated 18 December 2008 between Origin Energy Resources Limited, SAGASCO South East Inc. and Adelaide Energy Limited is hereby entered on the public register.

Interests in the licences are:
Adelaide Energy Limited 100%

SA 2009-20
Notation of registrable dealing as evidenced by Fixed Charge Deed dated 14 May 2009 between Adelaide Energy Limited (Charger) and The Minister for Mineral Resources Development for and on behalf of the State of South Australia (Chargee) is hereby entered on the public register.

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

Date: 29 May 2009

Ref: 27/2/309
27/2/337
28/1/159
28/1/340
28/1/353
MEMORANDUM

PETROLEUM PRODUCTION LICENCES
PPL 62, PPL 168, PPL 202
PETROLEUM RETENTION LICENCE PRL 2

SA 2007-15  Notation of registrable dealing as evidenced by Deed of Assignment and Assumption dated 23 March 2007 between Omega Oil Pty Ltd, Origin Energy Resources Limited and Sagasco South East Inc is hereby entered on the public register.

Interests in each of the licences are:

<table>
<thead>
<tr>
<th>Company</th>
<th>Interest</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sagasco South East Inc</td>
<td>55.7143%</td>
</tr>
<tr>
<td>Origin Energy Resources Ltd</td>
<td>44.2857%</td>
</tr>
</tbody>
</table>

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: 21 May 2007
 Certificate of Registration on Change of Type and Conversion to a Proprietary Company

This is to certify that:

OMEGA OIL NL
Australian Company Number 006 472 564

on the sixth day of May 2004 converted to a company limited by shares
and on the sixth day of May 2004 changed to a proprietary company.

The name of the company is now

OMEGA OIL PTY LTD
Australian Company Number 006 472 564

The company is taken to be registered under the Corporations Act 2001 in Victoria and the date of commencement of registration is the seventeenth day of September, 1985.

Issued by the Australian Securities and Investments Commission on this sixth day of May, 2004.

Jeffrey Lucy
Acting Chairman
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

PPL 62, PPL 168 AND PPL 202

1. Notation of change of company name –

   From: Omega Oil NL
   To: Omega Oil Pty Ltd

   is hereby entered on the public register of licences.

   [Signature]

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

   Date: 18 February 2005

   File: 28/1/159
         28/1/340
         28/1/353
Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 27, 32, 66

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202

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

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

Date: 10 January 2005

File: 27/2/66
27/2/73
27/2/138
28/1/159
28/1/340
28/1/353
PETROLEUM ACT 2000

Grant of Petroleum Production Licence PPL 202

NOTICE is hereby given that pursuant to section 92 (1) of the Petroleum Act 2000, the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, Gazette 11 April 2002, page 1573.

<table>
<thead>
<tr>
<th>No. of Licence</th>
<th>Licensee</th>
<th>Locality</th>
<th>Area in km²</th>
<th>Reference</th>
</tr>
</thead>
<tbody>
<tr>
<td>PPL 202</td>
<td>Origin Energy Resources Ltd</td>
<td>Otway Basin of South Australia</td>
<td>2.26</td>
<td>28/01/353</td>
</tr>
</tbody>
</table>

Description of Area

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

Area ‘A’—Commencing at a point being the intersection of latitude 37°26'35"S GDA94 and longitude 140°51'05"E AGD66, thence east to longitude 140°51'35"E GDA94, south to latitude 37°26'40"S GDA94, east to longitude 140°51'45"E GDA94, south to latitude 37°26'45"S GDA94, east to longitude 140°52'00"E GDA94, south to latitude 37°26'50"S GDA94, east to longitude 140°52'05"E GDA94, south to latitude 37°27'00"S GDA94, west to longitude 140°51'50"E AGD66, south to latitude 37°27'05"S AGD66, west to longitude 140°51'25"E AGD66, north to latitude 37°27'65"S AGD66, west to longitude 140°51'15"E AGD66, north to latitude 37°26'45"S AGD66, west to longitude 140°51'05"E AGD66, and north to point of commencement.

Area ‘B’—Commencing at a point being the intersection of latitude 37°27'15"S GDA94 and longitude 140°51'55"E AGD66, thence east to longitude 140°52'25"E GDA94, south to latitude 37°27'20"S GDA94, east to longitude 140°52'35"E GDA94, south to latitude 37°27'25"S GDA94, east to longitude 140°52'40"E GDA94, south to latitude 37°27'30"S GDA94, east to longitude 140°52'50"E GDA94, south to latitude 37°27'35"S GDA94, east to longitude 140°53'00"E GDA94, south to latitude 37°27'50"S GDA94, west to longitude 140°52'20"E GDA94, north to latitude 37°27'45"S GDA94, west to longitude 140°52'00"E GDA94, north to latitude 37°27'40"S GDA94, west to longitude 140°51'55"E GDA94, north to latitude 37°27'35"S GDA94, west to longitude 140°51'35"E GDA94, north to latitude 37°27'35"S AGD66, east to longitude 140°51'50"E AGD66, north to latitude 37°27'25"S AGD66, east to longitude 140°51'55"E AGD66, and north to point of commencement.

Area ‘C’—Commencing at a point being the intersection of latitude 37°28'15"S AGD66 and longitude 140°48'20"E GDA94, thence east to longitude 140°48'55"E GDA94, south to latitude 37°28'15"S GDA94, west to longitude 140°48'35"E GDA94, south to latitude 37°28'20"S GDA94, west to longitude 140°48'20"E GDA94, and north to point of commencement.

Area ‘D’—Commencing at a point being the intersection of latitude 37°28'05"S AGD66 and longitude 140°46'10"E GDA94, thence east to longitude 140°46'20"E AGD66, south to latitude 37°28'10"S AGD66, east to longitude 140°46'30"E GDA94, south to latitude 37°28'10"S GDA94, west to longitude 140°46'10"E GDA94, and north to point of commencement.

Area ‘E’—Commencing at a point being the intersection of latitude 37°25'45"S GDA94 and longitude 140°49'30"E AGD66, thence east to longitude 140°49'45"E GDA94, south to latitude 37°25'55"S AGD66, west to longitude 140°49'30"E AGD66, and north to point of commencement.

Area: 2.26 km² approximately.


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

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 27, PEL 32, PEL 57, PEL 66, PEL 83,

and

PETROLEUM PRODUCTION LICENCES
PPL 62, PPL 168 and PPL 202

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

BARRY A. GOLDSTEIN
Director Petroleum
Minerals and Energy Division, PIRSA
Delegate of the Minister for Mineral Resources Development

Date: 2 October 2003

File: 27/2/66
27/2/73
27/2/113
27/2/138
27/2/210
28/1/159
28/1/340
28/1/353
MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 202

1. This Licence granted on 2 October 2003 is hereby entered on the public register.

2. Interests in the licence are:-

   Origin Energy Resources Ltd        20.0000%
   Sagasco Southeast Inc.            55.7143%
   Omega Oil NL                      24.2857%

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

Date: 2 October 2003

Ref: 28/1/353
Petroleum Act 2000

PETROLEUM PRODUCTION LICENCE No. 202

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:

Origin Energy Resources Ltd
ACN 007 845 338

Sagasco Southeast Inc.
ARBN 002 382 023

Omega Oil NL
ACN 006 472 564

(herein after 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 the 2 October 2003.

DESCRIPTION OF AREA

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

AREA A
Commencing at a point being the intersection of latitude 37°26'35"S GDA94 and longitude 140°51'05"E AGD66, thence east to longitude 140°51'35"E GDA94, south to latitude 37°26'40"S GDA94, east to longitude 140°51'45"E GDA94, south to latitude 37°26'45"S GDA94, east to longitude 140°52'00"E GDA94, south to latitude 37°26'50"S GDA94, east to longitude 140°52'05"E GDA94, south to latitude 37°27'00"S GDA94, west to longitude 140°51'50"E AGD66, south to latitude 37°27'05"S AGD66, west to longitude 140°51'35"E AGD66, north to latitude 37°27'00"S AGD66, west to longitude 140°51'25"E AGD66, north to latitude 37°26'55"S AGD66, west to longitude 140°51'15"E AGD66, north to latitude 37°26'45"S AGD66, west to longitude 140°51'05"E AGD66, and north to point of commencement.

AREA B
Commencing at a point being the intersection of latitude 37°27'15"S GDA94 and longitude 140°51'55"E AGD66, thence east to longitude 140°52'25"E GDA94, south to latitude 37°27'20"S GDA94, east to longitude 140°52'35"E GDA94, south to latitude 37°27'25"S GDA94, east to longitude 140°52'40"E GDA94,
south to latitude 37°27'30"S GDA94, east to longitude 140°52'50"E GDA94, south to latitude 37°27'35"S GDA94, east to longitude 140°53'00"E GDA94, south to latitude 37°27'50"S GDA94, west to longitude 140°52'20"E GDA94, north to latitude 37°27'45"S GDA94, west to longitude 140°52'00"E GDA94, north to latitude 37°27'40"S GDA94, west to longitude 140°51'55"E GDA94, north to latitude 37°27'35"S GDA94, west to longitude 140°51'35"E GDA94, north to latitude 37°27'35"S AGD66, east to longitude 140°51'50"E AGD66, north to latitude 37°27'25"S AGD66, east to longitude 140°51'55"E AGD66, and north to point of commencement.

AREA C
Commencing at a point being the intersection of latitude 37°28'15"S AGD66 and longitude 140°48'20"E GDA94, thence east to longitude 140°48'55"E GDA94, south to latitude 37°28'15"S GDA94, west to longitude 140°48'35"E GDA94, south to latitude 37°28'20"S GDA94, west to longitude 140°48'20"E GDA94, and north to point of commencement.

AREA D
Commencing at a point being the intersection of latitude 37°28'05"S AGD66 and longitude 140°46'10"E GDA94, thence east to longitude 140°46'20"E AGD66, south to latitude 37°28'10"S AGD66, east to longitude 140°46'30"E GDA94, south to latitude 37°28'10"S GDA94, west to longitude 140°46'10"E GDA94, and north to point of commencement.

AREA E
Commencing at a point being the intersection of latitude 37°25'45"S GDA94 and longitude 140°49'30"E AGD66, thence east to longitude 140°49'45"E GDA94, south to latitude 37°25'55"S AGD66, west to longitude 140°49'30"E AGD66, and north to point of commencement.

AREA: 2.26 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 Licensee shall provide security in the amount of $100,000 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, 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 so to do.
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.

1.4 If upon expiry, this Licence is not renewed and the Minister is satisfied that there are no further obligations under this Licence or the Act, 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 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 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. The Licensees must not undertake activities on any part of the surface of that part of the licence area depicted as ‘natural forest area’, on the plan contained in the schedule. This condition applies until such time as:

(a) there has been an approved determination of native title for the purposes of the Commonwealth Native Title Act 1993 to the effect that native title does not exist; or

(b) a native title declaration has been made pursuant to the Native Title (South Australia) Act 1994 that native title does not exist.
5. 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 2000 cannot transfer, limit or exclude liability under the Petroleum Act 2000 unless written consent of the Minister is obtained.

Date: 20th October 2003

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

Signed by the said LICENSEE

Date: 17th September 2003

Authorised Representative

Name

Position

Company

Authorised Representative

Name

Position

Company
Signed by the said LICENSEE

Date: 17 September 2003

Authorised Representative

Name

Position

Company

Authorised Representative

Name

Position

Company

Signed by the said LICENSEE

Date: 15/9 2003

Authorised Representative

Name

Position

Company

Authorised Representative

Name

Position

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), the Australian Geodetic Datum (AGD66) and the schedule.

THE PLAN HEREINBEFORE REFERRED TO

PETROLEUM PRODUCTION LICENCE NO: 202

SR 28/1/353   AREA: 2.26 sq km (approx)