1. 12 June 2001  Deed dated 12 June 2001 between the Minister for Minerals and Energy and:

   Origin Energy Resources Limited
   Delhi Petroleum Pty Ltd
   Novus Australia Resources NL
   Santos Limited
   Vamgas Pty Ltd

2. 29 June 2001  Licence document dated 29 June 2001

   Interests in the Licence:

<table>
<thead>
<tr>
<th>Company</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Santos Limited</td>
<td>25.6022%</td>
</tr>
<tr>
<td>Delhi Petroleum Pty Ltd</td>
<td>17.143%</td>
</tr>
<tr>
<td>Origin Energy Resources Limited</td>
<td>10.536%</td>
</tr>
<tr>
<td>Vamgas Pty Ltd</td>
<td>43.75%</td>
</tr>
<tr>
<td>Novus Australia Resources NL</td>
<td>2.9688%</td>
</tr>
</tbody>
</table>

3. 29 June 2001  Memorandum entering licence on the public register and notating receipt of security.


5. 7 May 2004  Memorandum dated 7 May 2004 entering notation of adoption of the register for PELs 5&6 as part of the Commercial Register.

6. 23 July 2004  Memorandum entering notation of registrable dealing on the public register:

   - DPPL Security dated 21 May 2004 between Delhi Petroleum Pty Ltd and Westpac Banking Corporation
     Ref: SA 2004-44

7. 23 November 2005  Notation of discharge of security and receipt of replacement security is entered on the public register.

8. 21 December 2005  Deed to Amend Patchawarra East Area Deeds dated 24 October 2005 between the Minister for Minerals Resources Development and:

   Origin Energy Resources Limited
   Delhi Petroleum Pty Ltd
   Novus Australia Resources NL
   Santos Limited
   Vamgas Pty Ltd
9. 13 January 2006 Certificate of Registration on Change of Name dated 29 June 2005:
   From: Novus Australia Resources NL
   To: Santos (NARNL Cooper) NL

10. 13 January 2006 Memorandum entering change of company name on the Public Register.

11. 9 May 2006 Certificate of Registration on Change of Name dated 1 December 2005:
    From: Santos (NARNL Cooper) NL
    To: Santos (NARNL Cooper) Pty Ltd.

12. 9 May 2006 Memorandum entering change of company name on the Public Register

13. 2 June 2006 Memorandum entering grant of Associated Facilities Licences AFLs 35,36,37,38 and 39 (adjunct to PPL 182) on the public register.

14. 6 June 2007 Notation of surrender of AFLs 35, 36, 37, 38 and 39 on the public register.

15. 22 May 2008 Memorandum entering grant of Associated Facilities Licence AFL 140 (adjunct to PPL 182) on the public register.

16. 3 September 2008 Deed to Amend James Deed dated 30 June 2008 between the Minister for Mineral Resources Development and –

   Origin Energy Resources Limited
   Delhi Petroleum Pty Ltd
   Santos (NARNL Cooper) Pty Ltd
   Santos Limited; and
   Vamgas Pty Ltd

17. 4 May 2009 Memorandum entering notation of surrender of Associated Facilities Licence AFL 140 (adjunct to PPL 182) on the public register.

18. 21 July 2009 Partial Surrender of Licence Area and Revocation of Licence Condition.

19. 21 July 2009 Memorandum entering partial surrender and revocation on public register.

20. 23 July 2009 Gazettal of partial surrender of licence area.

21. 15 February 2011 Memorandum entering notation of the following registrable dealing on the public register.

   Delhi Fixed and Floating Charge and Mortgage of JV Assets dated 29 September 2010 between Delhi Petroleum Pty Limited and Westpac Banking Corporation.
   Ref: SA 2011-15
22. 28 June 2012  Memorandum entering notation of the following registrable dealing on the public register:

Royalty Deed dated 19 January 2012 between Delhi Petroleum Pty Ltd and Esso Australia Resources Pty Ltd.  
Ref: SA 2012-42

23. 9 August 2017  Certificate of Registration on Change of Company Name dated 29 June 2017.

From: Origin Energy Resources Limited  
To: Lattice Energy Limited

24. 9 August 2017  Memorandum entering notation of change of company name on the public register.

25. 7 June 2018  Memorandum entering notation of the following registrable dealing on the public register:

Deed of Variation dated 4 December 2015 between Santos Limited, Santos Petroleum Pty Ltd, Vamgas Pty Ltd, Santos (NARNL Cooper) Pty Ltd, Santos (BOL) Pty Ltd, Reef Oil Pty Ltd, Bridge Oil Developments Pty Limited, Basin Oil Pty Ltd, Alliance Petroleum Australia Pty Ltd, Origin Energy Resources Limited and Delhi Petroleum Pty Ltd  
Ref: SA 2018-18


From: Lattice Energy Limited  
To: Beach Energy (Operations) Limited

27. 22 January 2020  Memorandum entering notation of change of company name on the public register.
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

ASSOCIATED ACTIVITIES LICENCES
AALs 258, 259 and 263

PIPELINE LICENCES
PLs 2, 5, 9, 15 and 20

1. Notation of change of company name:

   From: Lattice Energy Limited
   To: Beach Energy (Operations) Limited

   is hereby entered on the public registers.

   

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

Date: 22 January 2020
Certificate of Registration on Change of Name

This is to certify that

LATTICE ENERGY LIMITED

Australian Company Number 007 845 338

did on the second day of December 2019 change its name to

BEACH ENERGY (OPERATIONS) LIMITED

Australian Company Number 007 845 338

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 ninth day of September, 1977.

Issued by the
Australian Securities and Investments Commission on this second day of December 2019.

James Shipton
Chair
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

PIPELINE LICENCES
PLs 5, 9 and 15

SA 2018-18

Notation of registrable dealing as evidenced by Deed of Variation dated 4 December 2015 between Santos Limited, Santos Petroleum Pty Ltd, Vamgas Pty Ltd, Santos (NARNL Cooper) Pty Ltd, Santos (BOL) Pty Ltd, Reef Oil Pty Ltd, Bridge Oil Developments Pty Limited, Basin Oil Pty Ltd, Alliance Petroleum Australia Pty Ltd, Origin Energy Resources Limited and Delhi Petroleum Pty Ltd is hereby entered on the public register.

BARRY A. GOLDBSTEIN
Executive Director
Energy Resources Division
Department of the Premier and Cabinet
Delegate of the Minister for Energy and Mining

Date: 7 June 2018
Ref: 28/01/00045
MEMORANDUM

PETROLEUM RETENTION LICENCE
PRL 106

PETROLEUM EXPLORATION LICENCES
PELs 637 and 638

PETROLEUM PRODUCTION LICENCES

PIPELINE LICENCES
PLs 2, 5, 9, 15 and 20

1. Notation of change of company name:

   From: Origin Energy Resources Limited
   To: Lattice Energy Limited

   is hereby entered on the public registers.

   [Signature]

BARRY A. GOLDSIE
Executive Director
Energy Resources Division
Department of the Premier and Cabinet
Delegate of the Minister for Mineral Resources and Energy

Date: 9 August 2017
Certificate of Registration on Change of Name

This is to certify that

ORIGIN ENERGY RESOURCES LIMITED

Australian Company Number 007 845 338

did on the twenty-ninth day of June 2017 change its name to

LATTICE ENERGY LIMITED

Australian Company Number 007 845 338

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 ninth day of September, 1977.

Issued by the
Australian Securities and Investments Commission
on this twenty-ninth day of June 2017.

Greg Medcraft
Chairman
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

SA 2012-42 Notation of registrable dealing as evidenced by Royalty Deed dated 19 January 2012 between Delhi Petroleum Pty Ltd and Esso Australia Resources Pty Ltd 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: 28 June 2012

Ref: various files

M 1877.docx
MEMORANDUM

PETROLEUM PRODUCTION LICENCES

and

PIPELINE LICENCES
PLs 2, 5, 9 and 15

SA 2011–15

Notation of registrable dealing as evidenced by Delhi Fixed and Floating Charge and Mortgage of JV Assets dated 29 September 2010 between Delhi Petroleum Pty Limited and Westpac Banking Corporation 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: 15 February 2011
NOTICE is hereby given that pursuant to section 89 of the Petroleum Act 2000, I have accepted the partial surrender of the below-mentioned Petroleum Production Licence areas, pursuant to delegated powers dated 28 March 2002, Gazette 11 April 2002, page 1573:

<table>
<thead>
<tr>
<th>No of Licence</th>
<th>Licensees</th>
<th>Locality</th>
<th>Date of Surrender</th>
<th>Approx. Area surrendered in km²</th>
<th>Reference</th>
</tr>
</thead>
<tbody>
<tr>
<td>PPL 145</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.708</td>
<td>5.50</td>
<td>28/1/262</td>
</tr>
<tr>
<td>PPL 148</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.708</td>
<td>6.96</td>
<td>28/1/294</td>
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<tr>
<td>PPL 174</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
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<td>0.38</td>
<td>28/1/305</td>
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<tr>
<td>PPL 175</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.708</td>
<td>44.40</td>
<td>28/1/315</td>
</tr>
<tr>
<td>PPL 178</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
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<td>28/1/332</td>
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<tr>
<td>PPL 179</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.708</td>
<td>1.27</td>
<td>28/1/280</td>
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<tr>
<td>PPL 190</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.708</td>
<td>228.29</td>
<td>28/1/314</td>
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<tr>
<td>PPL 193</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.708</td>
<td>5.030</td>
<td>28/1/312</td>
</tr>
<tr>
<td>PPL 195</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.109</td>
<td>2.030</td>
<td>28/1/149</td>
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<tr>
<td>PPL 182</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.708</td>
<td>4.62</td>
<td>28/1/252</td>
</tr>
<tr>
<td>PPL 187</td>
<td>Delhi Petroleum Pty Ltd</td>
<td>Cooper Basin of South Australia</td>
<td>1.109</td>
<td>4.49</td>
<td>28/1/242</td>
</tr>
</tbody>
</table>

**Description of Licence Areas Remaining**

**PPL 145**

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

Commencing at a point being the intersection of latitude 28°25’00” S Clarke1858 and longitude 139°57’00” E AGD66, thence east to longitude 139°58’15” E AGD66, south to latitude 28°25’30” S GDA94, east to longitude 139°58’40” E GDA94, south to latitude 28°25’35” S GDA94, east to longitude 139°59’10” E GDA94, south to latitude 28°27’10” S GDA94, east to longitude 139°59’20” E GDA94, south to latitude 28°27’25” S GDA94, east to longitude 139°58’45” E AGD66, south to latitude 28°27’35” S AGD66, west to longitude 139°58’30” E AGD66, south to latitude 28°27’50” S AGD66, west to longitude 139°57’40” E GDA94, north to latitude 28°27’30” S GDA94, west to longitude 139°57’20” E AGD66, north to latitude 28°26’45” S AGD66, east to longitude 139°57’25” E AGD66, east to latitude 28°26’00” S AGD66, west to longitude 139°57’00” E AGD66 and north to point of commencement.

Area: 12.5 km² approximately.

**PPL 148**

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

Commencing at a point being the intersection of latitude 27°47’00” S GDA94 and longitude 139°46’45” E GDA94, thence east to longitude 139°46’50” E GDA94, south to latitude 27°47’05” S GDA94, east to longitude 139°46’55” E GDA94, south to latitude 27°47’13” S GDA94, east to longitude 139°47’00” E GDA94, south to latitude 27°47’40” S GDA94, west to longitude 139°46’55” E GDA94, south to latitude 27°47’48” S GDA94, west to longitude 139°46’50” E GDA94, south to latitude 27°47’50” S GDA94, west to longitude 139°46’30” E GDA94, south to latitude 27°47’52” S GDA94, west to longitude 139°46’25” E GDA94, south to latitude 27°47’55” S GDA94, west to longitude 139°46’20” E GDA94, north to latitude 27°47’52” S GDA94, west to longitude 139°46’15” E GDA94, north to latitude 27°46’10” E GDA94, north to latitude 27°47’28” S GDA94, east to longitude 139°46’20” E GDA94, north to latitude 27°47’25” S GDA94, east to longitude 139°46’25” E GDA94, north to latitude 27°47’20” S GDA94, east to longitude 139°46’30” E GDA94, north to latitude 27°47’17” S GDA94, east to longitude 139°46’35” E GDA94, north to latitude 27°47’10” GDA94, east to longitude 139°46’40” E GDA94, north to latitude 27°47’05” S GDA94, east to longitude 139°46’45” E GDA94 and north to point of commencement.

Area: 1.44 km² approximately.

**PPL 174**

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

Commencing at a point being the intersection of latitude 27°39’30” S AGD66 and longitude 140°15’00” E AGD66, thence east to longitude 140°17’00” E AGD66, south to latitude 27°44’30” S GDA94, west to longitude 140°16’55” E GDA94, south to latitude 27°40’40” S GDA94, west to longitude 140°16’45” E GDA94, south to latitude 27°40’45” S GDA94, west to longitude 140°16’40” E GDA94, south to latitude 27°40’50” S GDA94, west to longitude 140°16’30” E GDA94, south to latitude 27°41’00” S GDA94, west to longitude 140°16’00” E Clarke1858, north to latitude 27°41’00” S Clarke1858, west to longitude 140°14’00” E Clarke1858, south to latitude 27°41’40” S AGD66, west to longitude 140°13’20” E AGD66, north to latitude 27°40’50” S AGD66, east to longitude 140°13’40” E AGD66, north to latitude 27°40’40” S AGD66, east to longitude 140°14’00” E AGD66, north to latitude 27°40’30” S AGD66, east to longitude 140°14’10” E AGD66, north to latitude 27°40’10” S AGD66, east to longitude 140°14’30” E AGD66, north to latitude 27°40’00” S AGD66, east to longitude 140°15’00” E AGD66 and north to point of commencement.

Area: 12.92 km² approximately.
All that part of the State of South Australia, bounded as follows:

Commencing at a point being the intersection of latitude 28°13'50"S AGD66 and longitude 139°55'05"E GDA94, thence east to longitude 139°55'40"E GDA94, south to latitude 28°14'30"S AGD66, west to longitude 139°54'40"E AGD66, north to latitude 28°14'05"S GDA94, east to longitude 139°54'55"E GDA94, north to latitude 28°13'55"S GDA94, east to longitude 139°55'00"E GDA94, north to latitude 28°13'50"S GDA94, east to longitude 139°55'05"E GDA94 and north to point of commencement.

Area: 1.6 km² approximately.

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

Commencing at a point being the intersection of latitude 27°52'40"S AGD66 and longitude 140°04'40"E AGD66, thence east to longitude 140°05'45"E GDA94, south to latitude 27°53'00"S GDA94, west to longitude 140°05'40"E GDA94, south to latitude 27°54'00"S Clarke1858, west to longitude 140°03'50"E AGD66, north to latitude 27°53'45"S AGD66, east to longitude 140°03'40"E AGD66, north to latitude 27°53'50"S AGD66, east to longitude 140°04'00"E AGD66, north to latitude 27°53'00"S AGD66, east to longitude 140°04'30"E AGD66, north to latitude 27°52'50"S AGD66, east to longitude 140°04'40"E AGD66 and north to point of commencement.

Area: 6.34 km² approximately.

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

Commencing at a point being the intersection of latitude 28°22'40"S AGD66 and longitude 140°05'00"E AGD66, thence east to longitude 140°05'35"E GDA94, south to latitude 28°22'50"S AGD66, east to longitude 140°06'00"E AGD66, south to latitude 28°23'10"S AGD66, west to longitude 140°05'55"E AGD66, south to latitude 28°23'15"S AGD66, west to longitude 140°05'50"E AGD66, south to latitude 28°23'35"S AGD66, west to longitude 140°05'45"E GDA94, south to latitude 28°23'35"S GDA94, east to longitude 140°05'50"E GDA94, south to latitude 28°23'50"S GDA94, west to longitude 140°05'45"GDA94, south to latitude 28°24'20"S AGD66, west to longitude 140°05'35"E AGD66, south to latitude 28°24'25"S GDA94, west to longitude 140°05'30"E AGD66, south to latitude 28°24'25"S GDA94, north to latitude 140°05'05"GDA94, north to latitude 28°24'15"S GDA94, west to longitude 140°05'00"E GDA94, north to latitude 28°24'00"S GDA94, west to longitude 140°04'50"E AGD66, north to latitude 28°23'50"S AGD66, west to longitude 140°04'40"E AGD66, north to latitude 28°23'25"S GDA94, east to longitude 140°04'50"E GDA94, north to latitude 28°23'20"S GDA94, east to longitude 140°04'35"E GDA94, north to latitude 28°23'05"S GDA94, east to longitude 140°05'00"E AGD66, north to latitude 28°23'00"S GDA94, east to longitude 140°05'00"E AGD66 and north to point of commencement.

Area: 4.83 km² approximately.

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

Commencing at a point being the intersection of latitude 28°19'00"S Clarke1858 and longitude 140°13'40"E GDA94, thence east to longitude 140°15'10"E GDA94, south to latitude 28°19'15"S GDA94, west to longitude 140°15'00"E GDA94, south to latitude 28°19'35"S GDA94, west to longitude 140°14'40"E GDA94, south to longitude 28°19'45"S GDA94, west to longitude 140°14'20"E GDA94, south to latitude 28°19'50"S GDA94, west to longitude 140°14'05"E GDA94, south to latitude 28°19'55"S GDA94, west to longitude 140°13'25"E GDA94, south to latitude 28°19'05"S GDA94, east to longitude 140°13'40"E GDA94 and north to point of commencement.

Area: 4.31 km² approximately.

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

Commencing at a point being the intersection of latitude 27°33'50"S AGD66 and longitude 140°04'30"E AGD66, thence east to longitude 140°06'00"E Clarke1858, south to latitude 27°34'20"S AGD66, west to longitude 140°05'40"E AGD66, south to longitude 27°34'00"S AGD66, west to longitude 140°04'50"E AGD66, south to latitude 27°34'50"S AGD66, west to longitude 140°04'20"E AGD66, south to latitude 27°35'00"S AGD66, west to longitude 140°04'10"E AGD66, south to latitude 27°35'10"S AGD66, west to longitude 140°04'00"E GDA94, north to latitude 27°35'40"S GDA94, west to longitude 140°03'50"E GDA94, south to latitude 27°35'00"S GDA94, north to latitude 27°35'45"S AGD66, west to longitude 140°03'50"E AGD66, north to latitude 27°35'00"S AGD66, east to longitude 27°34'00"S AGD66, east to longitude 140°04'30"E AGD66 and north to point of commencement.

Area: 5.17 km² approximately.

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

Commencing at a point being the intersection of latitude 27°32'40"S AGD66 and longitude 140°23'20"E AGD66, thence east to longitude 140°23'40"E AGD66, south to latitude 27°32'50"S AGD66, east to longitude 140°24'00"E GDA94, south to latitude 27°32'55"S GDA94, east to longitude 140°24'00"E AGD66, south to latitude 27°33'00"S AGD66, west to longitude 140°23'50"E AGD66, south to latitude 27°33'55"S AGD66, west to longitude 140°23'45"E AGD66, south to latitude 27°33'50"S AGD66, west to longitude 140°23'40"E AGD66, south to latitude 27°33'55"S AGD66, west to longitude 140°23'35"E AGD66, south to latitude 27°34'00"S AGD66, west to longitude 140°23'30"E AGD66, south to latitude 27°34'10"S AGD66, west to longitude 140°23'25"E AGD66, south to latitude 27°34'20"S AGD66, west to longitude 140°23'20"E AGD66, south to latitude 27°34'25"S AGD66, west to longitude 140°23'15"E AGD66, south to latitude 27°34'30"S AGD66, west to longitude 140°23'10"E AGD66, south to latitude 27°35'15"S AGD66, south to latitude 27°34'40"S AGD66, west to longitude 140°23'00"E AGD66, south to latitude 27°34'50"S AGD66, west to longitude 140°22'50"E AGD66, south to latitude 27°34'55"S AGD66, west to longitude 140°22'35"E AGD66, south to latitude 27°35'00"S AGD66, west to longitude 140°22'30"E AGD66, south to latitude 27°35'05"S AGD66, west to longitude 140°22'25"E AGD66, south to latitude 27°35'10"S AGD66, west to longitude 140°22'15"E AGD66, south to latitude 27°35'00"S AGD66, east to longitude 140°22'20"E AGD66, north to latitude 27°34'45"S AGD66, east to
longitude 140°22'25"E AGD66, north to latitude 27°34'40"S AGD66, east to longitude 140°22'30"E AGD66, north to latitude 27°33'35"S AGD66, east to longitude 140°22'40"E AGD66, north to latitude 27°33'20"S AGD66, east to longitude 140°22'50"E AGD66, north to latitude 27°33'05"S AGD66, east to longitude 140°23'00"E AGD66, north to latitude 27°32'55"S AGD66, east to longitude 140°23'10"E AGD66, north to latitude 27°32'45"S AGD66, east to longitude 140°23'20"E AGD66 and north to point of commencement.

Area: 6.52 km² approximately.

PPL 182

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

Commencing at a point being the intersection of 26°48'36"S GDA94 and longitude 140°50'41"E GDA94, thence east to longitude 140°50'54"E GDA94, south to latitude 26°48'30"S AGD66, south to latitude 26°48'40"S AGD66, east to longitude 140°51'01"E GDA94, south to latitude 26°48'43"S GDA94, west to longitude 140°51'00"E GDA94, south to latitude 26°48'50"S GDA94, west to longitude 140°50'58"E GDA94, south to latitude 26°48'52"S GDA94, west to longitude 140°50'55"E GDA94, south to latitude 26°48'54"S GDA94, east to longitude 140°50'57"E GDA94, south to latitude 26°48'58"S GDA94, east to longitude 140°51'00"E GDA94, south to latitude 26°49'01"S GDA94, west to longitude 140°50'54"E GDA94, north to latitude 26°48'56"S GDA94, west to longitude 140°50'48"E GDA94, south to latitude 26°49'02"S GDA94, west to longitude 140°50'38"E GDA94, north to latitude 26°49'00"S GDA94, east to longitude 140°50'36"E GDA94, north to latitude 26°48'57"S GDA94, west to longitude 140°50'34"E GDA94, north to latitude 26°48'55"S GDA94, west to longitude 140°50'32"E GDA94, north to latitude 26°48'53"S GDA94, west to longitude 140°50'30"E GDA94, north to latitude 26°48'40"S GDA94, east to longitude 140°50'32"E GDA94, north to latitude 26°48'37"S GDA94, east to longitude 140°50'34"E GDA94, north to latitude 26°48'35"E GDA94, north to latitude 26°48'32"S GDA94, east to longitude 140°50'39"E GDA94, north to latitude 26°48'29"S GDA94, east to longitude 140°50'41"E GDA94 and north to the point of commencement.

Area: 0.75 km² approximately.

PPL 187

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

Commencing at a point being the intersection of latitude 27°20'00"S AGD66 and longitude 140°23'10"E AGD66, thence to longitude 140°24'00"E GDA94, south to latitude 27°20'00"S GDA94, east to longitude 140°24'25"E GDA94, south to latitude 27°20'10"S GDA94, east to longitude 140°24'40"E GDA94, south to latitude 27°20'05"S GDA94, west to longitude 140°24'35"E GDA94, south to latitude 27°21'30"S GDA94, west to longitude 140°24'25"E GDA94, south to latitude 27°21'45"S GDA94, west to longitude 140°24'10"E GDA94, south to latitude 27°21'55"S GDA94, west to longitude 140°24'00"E GDA94, south to latitude 27°22'05"S GDA94, west to longitude 140°23'50"E GDA94, south to latitude 27°22'15"S GDA94, west to longitude 140°22'40"E GDA94, south to latitude 27°22'30"E GDA94, north to latitude 27°21'15"S GDA94, east to longitude 140°22'45"E GDA94, north to latitude 27°21'00"S GDA94, east to longitude 140°22'55"E GDA94, north to latitude 27°20'45"S GDA94, east to longitude 140°23'05"E GDA94, north to latitude 27°20'30"S GDA94, east to longitude 140°23'10"E AGD66 and north to point of commencement.

Area: 12.2 km² approximately.

PPL 194

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

Commencing at a point being the intersection of latitude 27°14'07"S GDA94 and longitude 140°57'13"E GDA94, thence east to longitude 140°57'23"E GDA94, south to latitude 27°14'10"S GDA94, east to longitude 140°57'31"E GDA94, south to latitude 27°14'13"S GDA94, east to longitude 140°57'40"E GDA94, south to latitude 27°14'26"S GDA94, east to longitude 140°57'43"E GDA94, south to latitude 27°14'36"S GDA94, west to longitude 140°57'37"E GDA94, north to latitude 27°14'30"E GDA94, west to longitude 140°57'20"E GDA94, south to latitude 27°14'35"S GDA94, west to longitude 140°57'05"E GDA94, south to latitude 27°14'40"S GDA94, west to longitude 140°57'00"E GDA94, south to latitude 27°14'43"S GDA94, west to longitude 140°56'40"E GDA94, south to latitude 27°14'45"S GDA94, west to longitude 140°56'10"E AGD66, north to latitude 27°14'30"S GDA94, east to longitude 140°56'23"E GDA94, north to latitude 27°14'23"S GDA94, east to longitude 140°56'25"E GDA94, north to latitude 27°14'20"S GDA94, east to longitude 140°56'28"E GDA94, north to latitude 27°14'17"S GDA94, east to longitude 140°56'44"E GDA94, south to latitude 27°14'35"S GDA94, east to longitude 140°56'33"E GDA94, north to latitude 27°14'22"S GDA94, east to longitude 140°56'50"E GDA94, north to latitude 27°14'12"S GDA94, east to longitude 140°57'10"E GDA94, north to latitude 27°14'10"S GDA94, east to longitude 140°57'13"E GDA94 and north to the point of commencement.

Area: 1.61 km² approximately.

Dated 21 July 2009.

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

PETROLEUM PRODUCTION LICENCE
PPL 182

1. Pursuant to Condition 3 of Petroleum Production Licence PPL 182, the licence area is partially surrendered with effect from 1 January 2009, and is hereby reduced to an area of approximately 0.75 square kilometres.

2. Variation of licence area is hereby entered on the public register.

3. Revocation of Condition 3 of Petroleum Production Licence PPL 182 is hereby entered on the public register.

B 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 July 2009

Ref: 28/1/149
Petroleum Act 2000

PARTIAL SURRENDER AND REVOCATION OF CONDITION

PETROLEUM PRODUCTION LICENCE
PPL 182

I, BARRY ALAN GOLDSTEIN, Director Petroleum and Geothermal, Minerals and Energy Resources, Department of Primary Industries and Resources, in the State of South Australia, pursuant to the provisions of the Petroleum Act 2000 (the Act) 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, Gazetted 11 April 2002, page 1573—

1. in fulfilment of Condition 3 of PPL 182, hereby accept partial surrender of Petroleum Production Licence PPL 182 pursuant to section 89 of the Act, with effect from 1 January 2009

The total area of PPL 182 is reduced to 0.75 square kilometres approximately, as a result of partial surrender of the licence area.

Variation of licence area resulting from the partial surrender as per the attached Schedule and Map is hereby entered on the public register.

2. hereby revoke Condition 3 of the licence conditions of PPL 182 pursuant to section 76(3)(b) of the Act, following the fulfilment of the conditions of the Deed dated 12 June 2001, as subsequently amended by Deed to Amend Patchawarra East Area Deeds dated 24 October 2005 and Deed to Amend James Deed dated 30 June 2008.

Date: 21 July 2009

[Signature]

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

3. The following signatures evidence the consent of the licensees to the revocation of Condition 3 of the conditions of PPL 182, pursuant to section 76(3)(b) of the Act

Inst 04018
Executed for and on behalf of:

**Santos Ltd**
**Vamgas Pty Ltd**
**Santos (NARNL Cooper) Pty Ltd**

by its duly appointed attorney:

.................. **James Leslie Baulderstone**  
Name (print)

..............................................
Signature

Signed for and on behalf of **Delhi Petroleum Pty Ltd** by its authorised representative:

.................. **Hector Gordon**  
**Director**
**Delhi Petroleum Pty Ltd**
Name (print)

..............................................
Signature

Signed for and on behalf of **Origin Energy Resources Ltd** by its authorised representative, duly appointed attorney:

.................. **[Signature]**  
Name (print)

..............................................
Signature
THE SCHEDULE

PETROLEUM PRODUCTION LICENCE PPL 182

DESCRIPTION OF AREA

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

Commencing at a point being the intersection of latitude 26°48'25" S GDA94 and longitude 140°50'54"E GDA94, thence east to longitude 140°50'59"E GDA94, south to latitude 26°48'35"S GDA94, east to longitude 140°51'01"E GDA94, south to latitude 26°48'43"S GDA94, west to longitude 140°51'00"E GDA94, south to latitude 26°48'50"S GDA94, west to longitude 140°50'58"E GDA94, south to latitude 26°48'52"S GDA94, west to longitude 140°50'55"E GDA94, south to latitude 26°48'54"S GDA94, east to longitude 140°50'57"E GDA94, south to latitude 26°48'56"S GDA94, east to longitude 140°50'59"E GDA94, south to latitude 26°48'58"S GDA94, east to longitude 140°51'00"E GDA94, south to latitude 26°49'01"S GDA94, west to longitude 140°50'54"E GDA94, north to latitude 26°48'56"S GDA94, west to longitude 140°50'48"E GDA94, south to latitude 26°49'02"S GDA94, west to longitude 140°50'38"E GDA94, north to latitude 26°49'00"S GDA94, west to longitude 140°50'36"E GDA94, north to latitude 26°48'57"S GDA94, west to longitude 140°50'34"E GDA94, north to latitude 26°48'55"S GDA94, west to longitude 140°50'32"E GDA94, north to latitude 26°48'53"S GDA94, west to longitude 140°50'30"E GDA94, north to latitude 26°48'40"S GDA94, east to longitude 140°50'32"E GDA94, north to latitude 26°48'37"S GDA94, east to longitude 140°50'34"E GDA94, north to latitude 26°48'35"S GDA94, east to longitude 140°50'38"E GDA94, north to latitude 26°48'32"S GDA94, east to longitude 140°50'39"E GDA94, north to latitude 26°48'29"S GDA94, east to longitude 140°50'41"E GDA94, north to latitude 26°48'26"S GDA94, east to longitude 140°50'54"E GDA94, and north to the point of commencement.

AREA: 0.74 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 HEREBEFOREREFERRED TO

JAMES FIELD

PETROLEUM PRODUCTION LICENCE NO: 182
Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 182

1. Notation of the surrender of Associated Facilities Licence AFL 140 (adjunct to PPL 182) is hereby entered on the public register.

C. D. COCKSHELL
Acting Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development

Date: 4 May 2009

File: 27/2/536
MEMORANDUM

PETROLEUM PRODUCTION LICENCES
PPL 182, PPL 194

Deed to Amend James Deed dated 30 June 2008 between the Minister for Mineral Resources Development and -

Origin Energy Resources Limited
Delhi Petroleum Pty Ltd
Santos (NARNL Cooper) Pty Ltd
Santos Limited; and
Vamgas Pty Ltd

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: 3 September 2008

28/01/149
28/01/242
DEED TO AMEND JAMES DEED

BETWEEN

MINISTER FOR MINERAL RESOURCES DEVELOPMENT
("MINISTER")

-AND-

ORIGIN ENERGY RESOURCES LIMITED
A.C.N. 007 845 338

DELHI PETROLEUM PTY LTD
A.C.N. 007 854 686

SANTOS (NARNL COOPER) PTY LTD
A.C.N. 004 761 255

SANTOS LIMITED
A.C.N. 80 007 550 923

VAMGAS PTY LTD
A.C.N. 76 006 245 110

("LICENSEES")

CROWN SOLICITOR
Level 9, 45 Pirie Street, Adelaide SA 5000
<table>
<thead>
<tr>
<th>Section</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>ACCURACY OF RECITALS</td>
<td>4</td>
</tr>
<tr>
<td>DEFINITIONS &amp; INTERPRETATION</td>
<td>4</td>
</tr>
<tr>
<td>AMENDMENT TO JAMES DEED</td>
<td>5</td>
</tr>
<tr>
<td>COSTS</td>
<td>5</td>
</tr>
<tr>
<td>SUCCESSORS BOUND</td>
<td>5</td>
</tr>
<tr>
<td>PROPER LAW AND JURISDICTION</td>
<td>5</td>
</tr>
<tr>
<td>COUNTERPARTS</td>
<td>6</td>
</tr>
<tr>
<td>CONFIRMATION</td>
<td>6</td>
</tr>
<tr>
<td>AUDITOR-GENERAL</td>
<td>6</td>
</tr>
</tbody>
</table>
THIS DEED is made the 30th day of JUNE 2008

BETWEEN:

MINISTER FOR MINERAL RESOURCES DEVELOPMENT a body corporate pursuant to the Administrative Arrangements Act, 1994 (SA) and whose office is situated at Level 9, 178 North Terrace, Adelaide 5000 in the State of South Australia ("Minister")

AND

ORIGIN ENERGY RESOURCES LIMITED ACN 007 845 338 of Level 45, Australia Square, 264-278 George Street, Sydney, New South Wales 2000, DELHI PETROLEUM PTY LTD ACN 007 854 686 of 25 Conyngham Street, Glenside South Australia 5065, SANTOS (NARNL COOPER) PTY LTD ACN 004 761 255 (formerly named Novus Australia Resources NL) of Ground Floor, Santos Centre, 60 Flinders Street, Adelaide, South Australia 5000, SANTOS LIMITED ACN 007 550 923 of Ground Floor, Santos Centre, 60 Flinders Street, Adelaide, South Australia 5000, VAMGAS PTY LTD ABN 006 245 100 of Ground Floor, Santos Centre, 60 Flinders Street, Adelaide, South Australia 5000 ("Licensees")

RECITALS:
A. By way of a deed dated 12 June 2001, the Parties agreed certain special conditions on Petroleum Production Licences ("PPL") that require that areas greater than twice the proved and probable area of the field, be surrendered by various agreed dates

B. By way of a deed entitled "Deed to Amend Patchawarra East Area Deeds" dated 24 October 2005 the parties recorded that special conditions as they relate to Petroleum Production Licences referred to in the James Deed were to be extended to 30 June 2008

C. The parties now wish to record that the James Deed be amended to extend the special conditions as they relate to PPL 182 and 194 to 31 December 2008.

THE PARTIES COVENANT AS FOLLOWS:
1. **ACCURACY OF RECITALS**

The Parties agree both that the matters referred to in the recitals of this Deed are true and correct in every material particular and that the recitals shall form part of this Deed.

2. **DEFINITIONS & INTERPRETATION**

2.1 **Definitions**

Subject to any contrary intention indicated by subject or context, for the purpose of the interpretation of this Deed the following terms and expressions are stipulated as having the following meanings:

2.1.1 **“Petroleum Production Licence / PPL”** means either

(a) a petroleum production licence granted to the Licensees by the Minister pursuant to Petroleum Act, 1940 and other enabling legislation and continued pursuant to Section 2 of the Schedule to the Petroleum Act, 2000, or

(b) a petroleum production licence granted to the Licensees by the Minister pursuant to the Petroleum Act, 2000.

2.1.2 **“Licensee”** means Origin Energy Resources Limited A.C.N. 007 845 338, Delhi Petroleum Pty Ltd A.C.N. 007 854 686, Santos (NARNL Cooper) Pty Ltd A.C.N. 004 761 255, Santos Limited A.B.N. 80 007 550 923, Vamgas Pty Ltd A.B.N. 006 245 100

2.1.3 **“Parties”** means the parties to this Deed.

2.1.4 **“James Deed”** means the deed between the Parties dated 12\textsuperscript{th} June 2001 in relation to PPL 182 named James and other PPLs 191, 194 and 197 as amended by the Deed referred to in Recital B.

2.2 **Interpretation**

Subject to any contrary intention indicated by subject or context, the following rules of construction shall be used in the interpretation of this Deed.

2.2.1 Words denoting the singular number or plural number include the plural number and singular number respectively.

2.2.2 Words denoting any gender shall include all genders.

2.2.3 Headings are for convenience only and shall not affect interpretation.

2.2.4 Words denoting individuals shall include corporations and vice versa.
2.2.5 A reference to a recital, party, clause, schedule appendix or annexure is a reference to a recital, party, clause, schedule, appendix or annexure of this Deed.

2.2.6 A reference to any Act, regulation or by-law shall be deemed to include all amendments thereto and all statutory provisions substituted hereafter.

2.2.7 The use of "or" shall be that of the inclusive "or", i.e., meaning one, some or all of a number of possibilities or alternatives.

2.2.8 All references to "dollars" or to "$" are to Australian dollars.

3 AMENDMENT TO JAMES DEED

3.1 The Parties agree to amend the James Deed by deleting the words and figure "30 June 2008" where they appear in Column 4 of the Schedule in respect to PPL 182 and 194 and substituting in their place the words and figures "31 December 2008".

3.2 The provision of this Deed will be read together with and form part of the James Deed.

4 COSTS

The Parties each bear their own legal costs and expenses incurred in respect of the negotiation, preparation and execution of this Deed. Further, the Licensee shall pay any stamp duty assessed in respect of this Deed.

5 SUCCESSORS BOUND

This Deed binds a party's successors, personal representatives and assigns.

6 PROPER LAW AND JURISDICTION

6.1 The laws in force in South Australia apply to this Deed

6.2 The Parties agree to submit to the exclusive jurisdiction of the courts of South Australia in respect of all disputes arising under or relating to this Deed and any proceedings brought in the Federal Court must be instituted in the Adelaide Registry of the Federal Court.
7. COUNTERPARTS

This Deed may be executed in any number of counterparts each of which is taken to be an original. All of those counterparts taken together constitute one document.

8. CONFIRMATION

Except and to the extent that the James Deed is varied by this Deed the James Deed remains unchanged.

9. AUDITOR-GENERAL

Nothing in this Deed derogates from the powers of the Auditor-General under the Public Finance and Audit Act 1987 (SA)

EXECUTED UNCONDITIONALLY AS A DEED

THE COMMON SEAL of the MINISTER FOR MINERAL RESOURCES DEVELOPMENT was hereunto affixed by authority of the Minister in the presence of:

[Print Name: LEE B T 2 OS ]
EXECUTED for and on behalf of SANTOS LIMITED, SANTOS (NARNL COOPER) PTY LTD and VAMGAS PTY LTD respectively, by being SIGNED, SEALED AND DELIVERED by their duly appointed Attorney in the presence of:

Witness
ALICIA GENET
Corporate Lawyer

Date

EXECUTED by DELHI PETROLEUM PTY LTD in accordance with section 127(1) of the Corporations Act by authority of its Directors:

Signature of Director
Hector Gordon
Executive Director

Name of Director (block letters)

EXECUTED by ORIGIN ENERGY RESOURCES LIMITED (ABN 66 007 845 338) by being SIGNED SEALED AND DELIVERED by Ross Stewart Evans pursuant to a Power of Attorney dated 30 May 2008 for which I have received no notice of revocation as at the date hereof

Signature of Witness
Gregory John Horton
Name of Director (block letters) Witness

Signature of Attorney
Ross Stewart Evans
Name of Attorney
Memorandum

Petroleum Production Licence
PPL 182

1. Notation of the grant of Associated Facilities Licence AFL 140 (adjunct to PPL 182) 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: 22 May 2008

File: 27/2/536
MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 182

1. Notation of the surrender of Associated Facilities Licences AFL 35, AFL 36, AFL 37, AFL 38 and AFL 39 (adjunct to PPL 182) 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: 6 June 2007

File: 27/2/374
1. Notation of the Grant of Associated Facilities Licences AFLs 35, 36, 37, 38 and 39 (adjunct to PPL 182) 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: 2 June 2006

File: 27/2/374
MEMORANDUM


1. Notation of change of company name –

   From: Santos (NARNL Cooper) NL
   To: Santos (NARNL Cooper) Pty Ltd

   is hereby entered on the public register of licences.

   
   
   [Signature]

   C. D. COCKSHELL
   A/Director Petroleum and Geothermal
   Minerals and Energy Resources
   Primary Industries and Resources SA
   Delegate of the Minister for Mineral Resources
   Development

   Date: 9 May 2006

   File: 27/2/4
Certificate of Registration on Change of Type and Conversion to a Proprietary Company

This is to certify that

SANTOS (NARNL COOPER) NL
Australian Company Number 004 761 255

on the first day of December 2005 converted to a company limited by shares and on the first day of December 2005 changed to a proprietary company.

The name of the company is now

SANTOS (NARNL COOPER) PTY LTD
Australian Company Number 004 761 255

The company is taken to be registered under the Corporations Act 2001 in Victoria and the date of commencement of registration is the twenty-first day of February, 1969.

Issued by the
Australian Securities and Investments Commission on this first day of December, 2005.

Jeffrey Lucy
Chairman
MEMORANDUM


1. Notation of change of company name –

   From: Novus Australia Resources NL
   To: Santos (NARNL Cooper) NL

   is hereby entered on the public register of licences.

   

   

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

   Date: 13 January 2006

   File: 27/2/4
Certificate of Registration on Change of Name

This is to certify that

NOVUS AUSTRALIA RESOURCES NL
Australian Company Number 004 761 255
did on the twenty-ninth day of June 2005 change its name to

SANTOS (NARNL COOPER) NL
Australian Company Number 004 761 255

The company is a public company.

The company is a no liability company.

The company is taken to be registered under the Corporations Act 2001 in Victoria and the date of commencement of registration is the twenty-first day of February, 1969.

Issued by the
Australian Securities and Investments Commission on this twenty-ninth day of June, 2005.

Jeffrey Lucy
Chairman
Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCES
PPLs 142, 152, 156, 182, 187, 191, 194 and 197.

1. The following Deed is entered on the Public Register:

Deed to Amend Patchawarra East Area Deeds dated 24th October 2005 between the Minister for Mineral Resources Development, Origin Energy Resources Limited, Delhi Petroleum Pty Ltd, Novus Australia Resources NL (now Santos (NARL Cooper) NL), Santos Limited and Vamgas Pty Ltd.

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

Date: 21 December 2005

SR 27/2/4
DEED TO AMEND PATCHAWARRA EAST AREA DEEDS

BETWEEN

MINISTER FOR MINERAL RESOURCES DEVELOPMENT
("MINISTER")

-AND-

ORIGIN ENERGY RESOURCES LIMITED
A.B.N. 66 007 845 338

DELHI PETROLEUM PTY LTD
A.B.N. 65 007 854 686

NOVUS AUSTRALIA RESOURCES NL
A.B.N. 75 004 761 255

SANTOS LIMITED
A.B.N. 80 007 550 923

VAMGAS PTY LTD
A.B.N. 76 006 245 110

("LICENSEES")

CROWN SOLICITOR

Level 9, 45 Pirie Street, Adelaide SA 5000
# TABLE OF CONTENTS

1. ACCURACY OF RECITALS ................................................................. 2
2. DEFINITIONS & INTERPRETATION .................................................. 2
3. AMENDMENT TO JAMES DEED ....................................................... 3
4. AMENDMENT TO LAMDINA DEED .................................................. 4
5. AMENDMENT TO PATCHAWARRA EAST DEED ................................. 4
6. COSTS ......................................................................................... 4
7. SUCCESSORS BOUND .................................................................... 4
8. PROPER LAW AND JURISDICTION ............................................... 4
9. COUNTERPARTS .......................................................................... 5
10. ORIGINAL DEEDS ......................................................................... 5
THIS DEED is made the 24th day of October 2005

BETWEEN:

MINISTER FOR MINERAL RESOURCES DEVELOPMENT a body corporate pursuant to the Administrative Arrangements Act, 1994 (SA) and whose office is situated at Level 9, 178 North Terrace, Adelaide 5000 in the State of South Australia. (“Minister”) AND

ORIGIN ENERGY RESOURCES LIMITED A.B.N. 66 007 845 338 of Level 2, South Tower John Oxley Centre, 339 Coronation Drive, Milton Queensland (formally named Boral Energy Resources Ltd), DELHI PETROLEUM PTY LTD A.B.N. 65 007 854 686 of c/- Gradav Ltd., 128 Crown Street, East Sydney, NSW, NOVUS AUSTRALIA RESOURCES NL A.B.N. 75 004 761 255 of Level 19, 321 Kent Street, Sydney, New South Wales (formerly named Gulf (Aust) Resources No Liability, SANTOS LIMITED A.B.N. 80 007 550 923 of Level 29, 91 King William Street, Adelaide, South Australia, VAMGAS PTY LTD A.B.N. 006 245 100 of Level 29, 91 King William Street, Adelaide, South Australia (“Licensees”) RECOLALS:

A. By way of three deeds between the Parties, one deed dated 23 July 1999 and two deeds dated 12 June 2001, the Parties agreed certain special conditions on Petroleum Production Licences (“PPL”) that require that areas greater than twice the proved and probable area of the field, be surrendered by various agreed dates.

B. Several of the special conditions on Petroleum Production Licences have been met. However, many of the special conditions on Petroleum Production Licences remain unmet.

C. The parties now wish to record that certain Petroleum Production Licences referred to in the Original Deeds have met the special conditions set out in the Original Deeds and
that other Petroleum Production Licences referred to in the Original Deeds have not met the special conditions set out in the Original Deeds and that the Original Deeds as they relate to the unmet special conditions are to be extended to 30 June 2008.

THE PARTIES COVENANT AS FOLLOWS:

1. ACCURACY OF RECITALS

The Parties agree both that the matters referred to in the recitals of this Deed are true and correct in every material particular and that the recitals shall form part of this Deed.

2. DEFINITIONS & INTERPRETATION

2.1 Definitions

Subject to any contrary intention indicated by subject or context, for the purpose of the interpretation of this Deed the following terms and expressions are stipulated as having the following meanings:

2.1.1 "Petroleum Production Licence / PPL" means either

(a) a petroleum production licence granted to the Licensees by the Minister pursuant to Petroleum Act, 1940 and other enabling legislation and continued pursuant to Section 2 of the Schedule to the Petroleum Act, 2000, or

(b) a petroleum production licence granted to the Licensees by the Minister pursuant to the Petroleum Act, 2000.


2.1.3 "Parties" means the parties to this deed.

2.1.4 "James Deed" means the deed between the Parties dated 12th June 2001 in relation to PPL 182 named James and other PPLs 191, 194 and 197.

2.1.5 "Lamdina Deed" means the deed between the Parties dated 12th June 2001 in relation to PPL 187 named Lamdina.
2.1.6 "Patchawarra East Deed" means the deed between the Parties dated 23 July 1999 in relation to PPLs 156, 142, 152 in an area named Patchawarra East;

2.1.7 "Original Deeds" means the James Deed, the Patchawarra East Deed and the Lamdina Deed.

2.2 Interpretation

Subject to any contrary intention indicated by subject or context, the following rules of construction shall be used in the interpretation of this Deed.

2.2.1 Words denoting the singular number or plural number include the plural number and singular number respectively.

2.2.2 Words denoting any gender shall include all genders.

2.2.3 Headings are for convenience only and shall not affect interpretation.

2.2.4 Words denoting individuals shall include corporations and vice versa.

2.2.5 A reference to a recital, party, clause, schedule appendix or annexure is a reference to a recital, party, clause, schedule, appendix or annexure of this Deed.

2.2.6 A reference to any Act, regulation or by-law shall be deemed to include all amendments thereto and all statutory provisions substituted hereafter.

2.2.7 The use of "or" shall be that of the inclusive "or", i.e., meaning one, some or all of a number of possibilities or alternatives.

2.2.8 All references to "dollars" or to "$" are to Australian dollars.

3. AMENDMENT TO JAMES DEED

3.1 The Parties agree to amend the James Deed by deleting the words and figure "5 years from grant" where they appear in Column 4 of the Schedule and substituting in their place the words and figures "30 June 2008".

3.2 The provision of this Deed will be read together with and form part of the James Deed.
4. **AMENDMENT TO LAMDINA DEED**

4.1 The Parties agree to amend the Lamdina Deed by deleting the words and figure “5 years from grant” where they appear in Column 4 of the Schedule to that Deed and in their place substituting the words and figures “30 June 2008”.

4.2 The provisions of this Deed will be read together with and form part of the Lamdina Deed.

5. **AMENDMENT TO PATCHAWARRA EAST DEED**

5.1 The Parties agree to amend the Patchawarra Deed by deleting the words and figure “5 years from Grant” where they appear in the third line of Column 4 of the Schedule to that Deed and in their place substituting the words and figures “30 June 2008”.

5.2 The Parties agree that PPLs 152 and 156 referred to in the Patchawarra East Deed have met the special conditions set out in that deed.

5.3 The provisions of this Deed will be read together with and form part of the Patchawarra East Deed.

6. **COSTS**

The Parties each bear their own legal costs and expenses incurred in respect of the negotiation, preparation and execution of this Deed. Further, the Licensee shall pay any stamp duty assessed in respect of this Deed.

7. **SUCCESSORS BOUND**

This Deed binds a party’s successors, personal representatives and assigns.

8. **PROPER LAW AND JURISDICTION**

8.1 The laws in force in South Australia apply to this Deed.

8.2 The Parties agree to submit to the exclusive jurisdiction of the courts of South Australia in respect of all disputes arising under or relating to this Deed and any proceedings brought in the Federal Court must be instituted in the Adelaide Registry of the Federal Court.
9. **COUNTERPARTS**

This Deed may be executed in any number of counterparts each of which is taken to be an original. All of those counterparts taken together constitute one document.

10. **ORIGINAL DEEDS**

Except and to the extent that the Original Deeds are varied by this Deed the Original Deeds remain unchanged.

---

**EXECUTED UNCONDITIONALLY AS A DEED**

**THE COMMON SEAL** of the **MINISTER**

**FOR MINERAL RESOURCES**

**DEVELOPMENT** was hereunto affixed by authority of the Minister in the presence of:

---

Witness
Print Name: **LEWIS BURROWS**

---

Executed for and on behalf of **SANTOS LIMITED.**

and **VAMGAS PTY LTD** respectively by being **SIGNED.**

**SEALED AND DELIVERED** by its duly appointed

Attorney in the presence of:

---

Witness
Print Name: **DIANE GIBSON**

---

**EXECUTED** for and on behalf of **DELHI PETROLEUM PTY LTD** by its duly
THE COMMON SEAL of NOVUS AUSTRALIA
RESOURCES N.L. was hereunto affixed in accordance with its constitution in the presence of:

Director: PETER C. WASOW
Print Name: PETER C. WASOW

Secretary: ROBERT JAMES WISHART
Print Name: ROBERT JAMES WISHART

THE COMMON SEAL of ORIGIN ENERGY
RESOURCES LTD was hereunto affixed in the presence of:

Director: DIRECTOR ROBBERT JAN. WILNK
Print Name: ROBBERT JAN. WILNK

Secretary: Bruce John Atkinson
Print Name: Bruce John Atkinson
DPPL

EXECUTED by DELHI PETROLEUM PTY LTD in Accordance with section 127(1) of the Corporations Act by authority of its Directors:

Signature of director

Name of director (block letters)

Signature of director/company secretary*

Name of director/company secretary*

*delete whichever is not applicable
MEMORANDUM


and

PIPELINE LICENCES (PLs) 2, 5, 9 and 15

1. Notation of receipt of Bank Guarantee dated 27 October 2005, is hereby entered on the commercial register.

2. Security is held to cover any event occurring in any licence operated by Santos Limited on behalf of the respective Cooper Basin Joint Ventures in South Australia.

3. Cash security held in respect of PPL 152 is hereby discharged to Santos Limited.

4. Bank Guarantees held in respect of the above referenced PLs and PPLs (excluding PPL 152) are hereby discharged to Santos Limited.

[Signature]

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

Date: 23 November 2005
MEMORANDUM


PIPELINE LICENCES 2, 5, 9 AND 15

1. Notation of registrable dealing as evidenced by the following document is hereby entered on the Public Register;


Paul Holloway
Leader of the Government in the Legislative Council
Minister for Industry, Trade and Regional Development
Minister for Mineral Resources Development
Minister for Small Business

Date: 23/7/04
MEMORANDUM


1 Pursuant to sections 115(2)(e) and 117(2)(b) of the Petroleum Act 2000, notation is hereby entered on the public and commercial register for each of the abovementioned PPLs, that the register created under the then Petroleum Act 1940, relative to Petroleum Exploration Licences 5 and 6, which expired on 27 February 1999, is adopted as part of the commercial register for each of the above said PPLs

Dated: 7 May 2004

T. AUST
A/ Director Petroleum
Minerals and Energy Division
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

M 0332 doc
PETROLEUM ACT 2000
Grant of Production Licences

NOTICE is hereby given that pursuant to delegated powers dated 25 September 2000, Gazetted 28 September 2000, page 2289, the undermentioned Production Licences have been granted under the provisions of the Petroleum Act 2000.

C. D. COCKSHELL, Acting Director, Petroleum Group, Delegate of the Minister for Minerals and Energy

No. of Licences | Licensees | Locality | Date Effective From
--- | --- | --- | ---
199, 170 | Santos Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
174, 176 | Delhi Petroleum Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
177, 178 | Origin Energy Resources Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
180, 184 | Vamgas Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
193 | Novus Australia Resources NL | Various Fields in the Cooper Basin of South Australia | 29 June 2001
174 | Alliance Petroleum Australia Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
177 | Red Oil Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
178 | Santos Petroleum Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
180 | Bridge Oil Development Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
184 | Santos (BOL) Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
186 | Bass Oil Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
193 | Delhi Petroleum Pty Ltd | Various Fields in the Cooper Basin of South Australia | 29 June 2001
197 | Origin Energy Resources Limited | Various Fields in the Cooper Basin of South Australia | 29 June 2001

(P)PL 169
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°16'30"S AGD66 and longitude 140°45'10"E AGD66, thence east to longitude 148°20'40"E AGD66, south to latitude 28°17'20"S AGD66, east to longitude 140°52'00"E AGD66, north to latitude 28°18'30"S AGD66, east to longitude 140°52'30"E AGD66, south to latitude 28°19'40"S AGD66, east to longitude 140°53'20"E AGD66, south to latitude 28°20'10"S Clarke 1858, east to longitude 140°54'00"E AGD66, north to latitude 28°17'50"S AGD66, west to commencement.

Area: 13.81 km² approximately.

(P)PL 170
Description of Area

All that part of the State of South Australia, bounded as follows: Commencing at a point being the intersection of latitude 27°44'20"S AGD66 and longitude 139°55'20"E AGD66, thence east to longitude 139°52'40"E AGD66, south to latitude 27°44'30"S AGD66, east to longitude 139°55'40"E AGD66, south to latitude 27°46'10"S AGD66, east to longitude 139°55'00"E AGD66, south to latitude 139°56'30"E AGD66, east to longitude 27°46'10"S AGD66, west to longitude 139°55'20"E AGD66, north to latitude 27°45'10"S AGD66, west to longitude 139°54'00"E AGD66, north to latitude 27°45'00"S Clarke 1858, west to longitude 139°54'20"E AGD66, north to latitude 27°44'30"S AGD66.

Area: 10.11 km² approximately.

(P)PL 174
Description of Field

All that part of the State of South Australia, bounded as follows: Commencing at a point being the intersection of latitude 27°39'50"S AGD66 and longitude 140°15'00"E AGD66, thence east to longitude 140°17'00"E AGD66, south to latitude 27°39'50"S AGD66, east to longitude 140°13'00"E AGD66, north to latitude 27°40'40"S AGD66, east to longitude 140°14'00"E AGD66, north to latitude 27°40'20"E AGD66, east to longitude 140°14'30"E AGD66.

Area: 13.28 km² approximately.

(P)PL 176
Description of Area

All that part of the State of South Australia bounded as follows: Commencing at a point being the intersection of latitude 27°39'25"S AGD66 and longitude 139°43'00"E AGD66, thence east to longitude 139°44'00"E AGD66, south to latitude 27°39'25"S AGD66, east to longitude 139°44'00"E AGD66, south to latitude 27°39'25"S AGD66.

Area: 8.16 km² approximately.
(PPL 177)

**Description of Area**

All that part of the State of South Australia bounded as follows: Commencing at a point being the intersection of latitude 27°23'10"S AGD66 and longitude 139°44'10"E AGD66, thence east to longitude 139°45'30"E AGD66, south to latitude 27°26'00"S AGD66, west to longitude 139°45'30"E AGD66, south to latitude 27°26'20"S AGD66, east to longitude 139°45'10"E AGD66, south to latitude 27°27'30"S AGD66, west to longitude 139°44'50"E AGD66, south to latitude 27°27'30"S AGD66, west to longitude 139°44'20"E AGD66, south to latitude 27°27'30"S AGD66, west to longitude 139°44'20"E AGD66, north to latitude 27°27'10"S AGD66, east to longitude 139°43'20"E AGD66, north to latitude 27°26'10"S AGD66, east to longitude 139°43'40"E AGD66, north to latitude 27°26'00"S AGD66, east to longitude 139°43'20"E AGD66, north to latitude 27°25'30"S AGD66, east to longitude 139°44'10"E AGD66, north to latitude 27°25'30"S AGD66, and north to the point of commencement.

**Area:** 11.98 km² approximately.

(PPL 178)

**Description of Area**

All that part of the State of South Australia, bounded as follows: Commencing at a point being the intersection of latitude 27°52'00"S AGD66 and longitude 140°05'50"E AGD66, thence east to longitude 140°06'00"E AGD66, south to latitude 27°54'10"S AGD66, west to longitude 140°03'50"E AGD66, north to latitude 27°53'40"S AGD66, east to longitude 140°04'00"E AGD66, north to latitude 27°53'30"S AGD66, east to longitude 140°04'10"E AGD66, north to latitude 27°53'30"S AGD66, east to longitude 140°04'20"E AGD66, north to latitude 27°53'20"S AGD66, east to longitude 140°04'30"E AGD66, north to latitude 27°53'05"E AGD66, east to longitude 140°04'40"E AGD66, north to latitude 27°52'40"S AGD66, east to longitude 140°05'00"E AGD66 and north to the point of commencement.

**Area:** 8.80 km² approximately.

(PPL 179)

**Description of Area**

All that part of the State of South Australia, bounded as follows: Commencing at a point being the intersection of latitude 27°44'00"S Clarke 1858 and longitude 140°07'00"E AGD66, thence east to longitude 140°07'00"E Clarke 1858, south to latitude 27°45'50"S Clarke 1858, west to longitude 140°07'00"E AGD66 and north to the point of commencement.

**Area:** 3.89 km² approximately.

(PPL 180)

**Description of Area**

All that part of the State of South Australia bounded as follows: Commencing at a point being the intersection of latitude 26°48'30"S AGD66 and longitude 140°30'25"E AGD66, thence east to longitude 140°30'55"E AGD66, south to longitude 26°48'40"S latitude 26°48'30"S AGD66, west to longitude 140°31'05"E AGD66, south to longitude 26°48'40"S AGD66, west to longitude 140°31'30"E AGD66, south to longitude 26°48'30"S AGD66, west to longitude 140°31'50"E AGD66, south to longitude 26°49'05"S AGD66, west to longitude 140°32'05"E AGD66, south to longitude 26°48'40"S AGD66, west to longitude 140°32'15"E AGD66, and north to the point of commencement.

**Area:** 2.76 km² approximately.

(PPL 181)

**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°21'55"S AGD66 and longitude 140°31'40"E AGD66, thence east to longitude 140°32'05"E AGD66, south to latitude 28°22'05"S AGD66, east to longitude 140°32'05"E AGD66, south to latitude 28°22'15"S AGD66, west to longitude 140°32'20"E AGD66, west to longitude 140°32'25"E AGD66, west to longitude 140°32'40"E AGD66, west to longitude 140°32'45"E AGD66, west to longitude 140°32'50"E AGD66, west to longitude 140°32'55"E AGD66, west to longitude 140°33'00"E AGD66, west to longitude 140°33'10"E AGD66, west to longitude 140°33'20"E AGD66, west to longitude 140°33'30"E AGD66, west to longitude 140°33'40"E AGD66, west to longitude 140°33'50"E AGD66, west to longitude 140°34'00"E AGD66, west to longitude 140°34'10"E AGD66, west to longitude 140°34'20"E AGD66, west to longitude 140°34'30"E AGD66, and north to the point of commencement.

**Area:** 2.27 km² approximately.

(PPL 182)

**Description of Area**

All that part of the State of South Australia bounded as follows: Commencing at a point being the intersection of latitude 27°20'00"S AGD66 and longitude 140°23'10"E AGD66, thence east to longitude 140°24'50"E AGD66, south to latitude 27°21'30"S AGD66, east to longitude 140°24'30"E AGD66, south to latitude 27°21'30"S AGD66, east to longitude 140°24'10"E AGD66, south to latitude 27°21'30"S AGD66, east to longitude 140°24'00"E AGD66, south to latitude 27°21'30"S AGD66, east to longitude 140°23'20"E AGD66, east to longitude 140°23'30"E AGD66, east to longitude 140°23'40"E AGD66, east to longitude 140°23'50"E AGD66, east to longitude 140°24'00"E AGD66, and north to the point of commencement.

**Area:** 16.62 km² approximately.
(P)PL 191

Description of Area

All that part of the State of South Australia bounded as follows: Commencing at a point being the intersection of latitude 27°13′30″S AGD66 and longitude 140°37′10″E AGD66, thence east to longitude 140°37′00″E AGD66, south to latitude 27°14′20″S AGD66, west to longitude 140°36′40″E AGD66, south to latitude 27°14′30″S AGD66, west to longitude 140°35′50″E AGD66, south to latitude 27°15′00″S AGD66, west to longitude 140°33′30″E AGD66, south to latitude 27°14′30″S AGD66, west to longitude 140°35′00″E AGD66, south to latitude 27°14′30″S AGD66, west to longitude 140°34′30″E AGD66, south to latitude 27°14′30″S AGD66, west to longitude 140°34′10″E AGD66, and north to the point of commencement.

Area: 10.36 km² approximately.

(P)PL 193

Description of Area

All that part of the State of South Australia, bounded as follows: Commencing at a point being the intersection of latitude 27°34′00″S AGD66 and longitude 140°04′20″E Clarke 1858, thence east to longitude 140°03′20″E AGD66, south to latitude 27°33′50″S AGD66, east to longitude 140°05′00″E AGD66, west to longitude 140°04′10″E AGD66, south to latitude 27°33′10″S AGD66, west to longitude 140°05′00″E AGD66, south to latitude 27°33′30″S AGD66, west to longitude 140°03′20″E AGD66, south to latitude 27°33′30″S AGD66, west to longitude 140°03′20″E AGD66, south to latitude 27°33′30″S AGD66, west to longitude 140°03′20″E AGD66, south to latitude 27°33′30″S AGD66, west to longitude 140°03′20″E Clarke 1858 and north to the point of commencement.

Area: 10.15 km² approximately.

(P)PL 197

Description of Area

Commencing at a point being the intersection of latitude 27°30′00″S AGD66 and longitude 140°15′00″E Clarke 1858, thence east to longitude 140°16′00″E Clarke 1858, south to latitude 27°30′00″S Clarke 1858, west to longitude 140°15′00″E Clarke 1858 and north to the point of commencement.

Area: 3.03 km² approximately.

GRANT OF FIRST RENEWAL OF (P) EXPLORATION LICENCE


NOTICE is hereby given that pursuant to delegated powers dated 25 September 2000, Gazetted 28 September 2000, page 2289, the undersigned (P) Exploration Licence has been renewed under the provisions of the Petroleum Act 2000.

C. D. COCKSHELL, Acting Director, Petroleum Group, Office of Minerals and Energy Resources, Delegate of the Minister for Minerals and Energy

<table>
<thead>
<tr>
<th>No. of Licence</th>
<th>Licencees</th>
<th>Locality</th>
<th>Date of Expiry</th>
<th>Area in km²</th>
<th>Reference</th>
</tr>
</thead>
<tbody>
<tr>
<td>66</td>
<td>Origin Energy Resources Ltd</td>
<td>Orway Basin of South Australia</td>
<td>17 June 2006</td>
<td>376</td>
<td>SR.27.2.118</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 37°10′00″S AGD66 and longitude 140°15′15″E AGD66, thence east to longitude 140°20′00″E AGD66, south to latitude 37°15′00″S AGD66, east to longitude 140°30′00″E AGD66, south to latitude 37°23′00″S AGD66, east to longitude 140°35′30″E AGD66, south to latitude 37°27′30″S AGD66, east to longitude 140°32′30″E AGD66, south to latitude 37°29′30″S AGD66, west to longitude 140°27′30″E AGD66, north to latitude 37°17′30″S AGD66, west to longitude 140°19′10″E AGD66, and north to the point of commencement.
MEMORANDUM

PRODUCTION LICENCE NO. 182

1. This licence granted on 29 June 2001 is hereby entered on the Petroleum Register.

2. A security in the form of a $15,000 bank guarantee has been lodged with respect to this licence.

3. Interests in the licence are as follows:

- Santos Ltd: 25.6022%
- Delhi Petroleum Pty Ltd: 17.143
- Origin Energy Resources Limited: 10.536
- Vamgas Pty Ltd: 43.7500
- Novus Australia Resources NL: 2.9688

C D Cockshell
ACTING DIRECTOR PETROLEUM
Delegate of the Minister for Minerals and Energy
SOUTH AUSTRALIA
PETROLEUM ACT 2000

PRODUCTION LICENCE NO. 182

I, ROBERT ANTHONY LAWS, Director Petroleum, Office of Minerals and Energy Resources, 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 Wayne Anthony Matthew, Minister for Minerals and Energy (Minister) pursuant to delegation dated 25 September 2000 (refer Government Gazette dated 28 September 2000), HEREBY GRANT JOINTLY TO :-

• SANTOS LIMITED, ABN 80 007 550 923 of Level 29, 91 King William Street, Adelaide, South Australia,

• DELHI PETROLEUM PTY LTD, ABN 65 007 854 686 of 12 Riverside Quay, Southbank, Victoria,

• VAMGAS PTY LTD, ABN 76 006 245 110 of Level 29, 91 King William Street, Adelaide, South Australia,

• ORIGIN ENERGY RESOURCES LIMITED, ABN 66 007 845 338 of Level 12, 1 King William Street, Adelaide, and

• NOVUS AUSTRALIA RESOURCES NO LIABILITY, ABN 75 004 751 255 of Level 9, 321 Kent Street, Sydney, New South Wales.

(herin after referred to as the 'Licensees') a Production Licence, in relation to all regulated resources except a source of geothermal energy and in respect of the area described below and subject to the conditions set out below, to have effect from the 29th day of JUNE 2001.

DESCRIPTION OF THE AREA

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

TERMS AND CONDITIONS

By agreement between the Minister and the Producers pursuant to the provisions of the Petroleum Act 2000 the following terms and conditions apply to this Licence.

1. Payment of Fees and Royalty
   The Licensees hereby convenant with the Minister that they will make payment of the annual fee and royalty provided under the Petroleum Act 2000 and comply with the provisions of the Petroleum Act 2000 and with all Regulations
for the time being in force under that Act and with any directions given by the
Minister or any other person pursuant to that Act or the said Regulations.

2. **Joint interests**
   It is hereby acknowledged and agreed that the Licensees own and hold the
   following undivided interests respectively in and under this Licence:

<table>
<thead>
<tr>
<th>Licensee</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Santos</td>
<td>twenty five point six zero two two (25.6022%)</td>
</tr>
<tr>
<td>Delhi</td>
<td>seventeen point one four three (17.143%)</td>
</tr>
<tr>
<td>Origin Energy</td>
<td>ten point five three six (10.536%)</td>
</tr>
<tr>
<td>Vamgas</td>
<td>forty three point seven five (43.75%)</td>
</tr>
<tr>
<td>Novus</td>
<td>two point nine six eight eight (2.9688%)</td>
</tr>
</tbody>
</table>

PROVIDED THAT nothing in this Clause contained shall in any way affect or
derogue from the rights, duties and liabilities of the Licensees (as determined
pursuant to the Petroleum Act 2000) to the Minister under this Licence AND
PROVIDED FURTHER THAT as between the Licensees the undivided interests
so owned and held by the Licensees shall be subject to the provisions of a Joint
Operating Agreement dated the 8th day of April 1974 which the Licensees are
parties and as the same has been amended and as may hereafter be amended
from time to time.

3. The Licensees shall comply with its obligations under the Deed dated
   12 June 2001 between the Minister for Minerals and Energy and
   Santos Limited, Delhi Petroleum Pty Ltd, Origin Energy Resources Limited,
   Vamgas Pty Ltd, Novus Australia Resources NL.

SIGNED by the DIRECTOR PETROLEUM, DEPARTMENT
OF PRIMARY INDUSTRIES AND RESOURCES at Adelaide

this 29 June 2001

[Signature]

C.D. Cockshull, Acting Director Petroleum
Robert Anthony Laws
Director Petroleum
Office of Minerals and Energy Resources
Department of Primary Industries and Resources
Delegate of the Minister for Minerals and Energy
SIGNED, SEALED AND DELIVERED
by the said LICENSEES at Adelaide
this 22 day of June 2001

Executed on behalf of SANTOS LIMITED
and VAMGAS PTY LTD, respectively
by being SIGNED SEALED AND
DELIVERED by its duly authorised Attorney
under Power of Attorney who hereby states
that he has received no notice of revocation
of the Power of Attorney affecting such
appointment, in the presence of:

______________________________
(Witness)

EXECUTED for and on behalf of
DELI PETROLEUM PTY LTD
by its duly authorised attorney
in the presence of:

______________________________
Signature of Witness

Marie-Anne Rustichelli
Name of Witness

______________________________
Signature of Attorney

Peter Dinndorff
Name of Attorney
THE COMMON SEAL of ORIGIN ENERGY RESOURCES LIMITED was hereunto affixed in the presence of:

(Signed for and on behalf of ORIGIN ENERGY RESOURCES LIMITED by John Stephen Rodda, its Attorney pursuant to Power of Attorney dated 5 March 2001, the Attorney declares that the Attorney has not received any notice of revocation of such Power of Attorney in the presence of:

Witness:

THE COMMON SEAL of NOVUS AUSTRALIA RESOURCES NL was hereunto affixed in the presence of:

(Director) (Secretary)
SCHEDULE

PRODUCTION LICENCE NO. 182

JAMES FIELD

DESCRIPTION OF AREA

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

Commencing at a point being the intersection of latitude 26°48'30" S AGD66 and longitude 140°50'25" E AGD66, thence east to longitude 140°50'55" E AGD66, south to latitude 26°48'40" S AGD66, east to longitude 140°51'05" E AGD66, south to latitude 26°49'20" S AGD66, east to longitude 140°51'10" E AGD66, south to latitude 26°49'30" S AGD66, west to longitude 140°51'05" E AGD66, south to latitude 26°49'40" S AGD66, west to longitude 140°50'25" E AGD66, north to latitude 26°49'30" S AGD66, west to longitude 140°50'15" E AGD66, north to latitude 26°48'40" S AGD66, east to longitude 140°50'25" E AGD66, and north to the point of commencement.

AREA: 2.76 square kilometres approximately.
All the within latitudes and longitudes are geodetic and expressed in terms of the Australian Geodetic Datum as defined on page 4984 of Commonwealth Gazette number 84 dated 6 October 1968, except those latitudes and longitudes underlined which are expressed in terms of Clarke 1858 Spheroid (Transverse Mercator Projection)

JAMES FIELD

PRODUCTION LICENCE NO. 182

SR 28/1/49

AREA: 2.76 sq km (approx)
DATED twelfth DAY OF June 2001

DEED

BETWEEN

MINISTER FOR MINERALS AND ENERGY
("MINISTER")

AND

ORIGIN ENERGY RESOURCES LIMITED
A.B.N. 66 007 845 338

DELHI PETROLEUM PTY LTD
A.B.N. 65 007 854 686

NOVUS AUSTRALIA RESOURCES NL
A.B.N. 75 004 761 255

SANTOS LIMITED
A.B.N. 80 007 550 923

VAMGAS PTY LTD
A.B.N. 76 006 245 110

("LICENCEES")
THIS DEED is dated the twelfth day of June 2001

BETWEEN:

MINISTER FOR MINERALS AND ENERGY a body corporate pursuant to the Administrative Arrangements Act, 1994 (SA) and whose office is situated at 12th Floor, 211 Victoria Square, Adelaide, 5000 in the State of South Australia ("Minister")

AND

ORIGIN ENERGY RESOURCES LIMITED A.B.N./007 845 338 of Level 6, 1 King William Street, Adelaide, South Australia, DELHI PETROLEUM PTY LTD A.B.N. 65 007 854 686 of Esso Australia Ltd., Esso House, 12 Riverside Quay, Southbank, Victoria, NOVUS AUSTRALIA RESOURCES NL A.B.N. 75 004 761 255 of Level 19, 321 Kent Street, Sydney, New South Wales, SANTOS LIMITED A.B.N. 80 007 550 923 of Level 29, 91 King William Street, Adelaide, South Australia, VAMGAS PTY LTD A.B.N. 006 245 166 of Level 29, 91 King William Street, Adelaide, South Australia ("Licensees").

OPERATIVE PROVISIONS

1. Pursuant to the Minister's offer to grant the production licence identified in the attached schedule (a "Licence") to the Licensees, the Licensees hereby agree and undertake to:

1.1 make application to the Minister to surrender such part (if any) of the licensed area ("Surrendered Areas") on or before the date specified for the Licence in the fourth column of the schedule so that the remaining area of the Licence is no greater than the combined total of:

(a) the area under which proved and probable reserves of petroleum occur including areas under which proved and probable reserves of petroleum can be demonstrated to have occurred prior to the initiation of production from the field; and
(b) surrounding land identified by the Licensees equal in size to the area mentioned in 1.1(a);

1.2 surrender the least number of separate areas where technically appropriate and with regard to good petroleum field practice and defined by parallels of latitude and meridians longitude expressed in the Geocentric Datum of Australia (GDA), 1994.

2. The Parties (which in this Deed shall mean the Minister and each of the Licensees) agree that the Licensees will have no right to retain title over the Surrendered Areas as a retention licence under any legislation which allows for such licences.

3. If the Minister following a technical review with the Licensees forms the view that the area or areas identified by the Licensees under 1.1(a) is or are not technically justified having regard to the matters referred to at 3.1 and 3.2, the Parties agree to appoint a suitably qualified expert (whose decision shall be final and binding), the costs of whom shall be borne equally between the Minister on the one hand and the Licensees on the other, to determine such area or areas. In the event the Parties fail to agree on the appointment of a suitably qualified expert, the expert shall be appointed by the President of the Society of Petroleum Engineers or his or her nominee. The expert shall, in making his determination, have regard to:

3.1 the 1997 SPE/WPC Reserve Definitions; and
3.2 PIRSA’s “Department of Mines and Energy, South Australia Report Book 91/96”.

4. This Deed may not be amended or varied except by the written agreement of all Parties.

5. This Deed may be executed in any number of counterparts each of which is taken to be an original. All of those counterparts taken together constitute one instrument.
6. This Deed shall be governed and construed in all respects in accordance with the laws of South Australia and the Parties agree to submit to the exclusive jurisdiction of the courts of South Australia in respect of all disputes arising under or relating to this Deed.

EXECUTED AS A DEED

THE COMMON SEAL of the MINISTER FOR MINERALS AND ENERGY was hereunto affixed in the presence of:

[Signature]

The Honourable Wayne Anthony Matthew MP
Minister for Minerals and Energy

Witness
Print Name: PAUL HAYWARD

SIGNED, SEALED AND DELIVERED by the said LICENSEES at Adelaide this 15- day of June 2001

Executed on behalf of SANTOS LIMITED and VAMGAS PTY LTD respectively by being SIGNED, SEALED AND DELIVERED by its duly authorised Attorney under Power of Attorney who hereby states that he has received no notice of revocation of the Power of Attorney effecting such appointment, in the Presence of:

[Signature]

Witness
Print Name: JAN MILLER
THE COMMON SEAL of the ORIGIN ENERGY RESOURCES LTD was hereunto affixed in the presence of:

Director: [Signature]
Print Name: [Name]

Secretary: [Signature]
Print Name: [Name]

EXECUTED for and on behalf of DELHI PETROLEUM PTY LTD by its duly authorised attorney in the presence of:

Signature of Witness: [Signature]
Name of Witness: [Name]

Signature of Attorney: [Signature]
Name of Attorney: [Name]

THE COMMON SEAL of NOVUS AUSTRALIA RESOURCES N.L. was hereunto affixed in accordance with its constitution in the presence of:

Director: [Signature]
Print Name: [Name]

Secretary/Director: [Signature]
Print Name: [Name]
## THE SCHEDULE

<table>
<thead>
<tr>
<th>PL NUMBER</th>
<th>PL NAME</th>
<th>AREA OF LICENCE (Km²)</th>
<th>DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>182</td>
<td>James</td>
<td>2.76</td>
<td>5 years from grant</td>
</tr>
<tr>
<td>191</td>
<td>Moondie</td>
<td>10.36</td>
<td>5 years from grant</td>
</tr>
<tr>
<td>194</td>
<td>Reg Sprigg</td>
<td>5.99</td>
<td>5 years from grant</td>
</tr>
<tr>
<td>197</td>
<td>Tirra/Moor/Wool (East)</td>
<td>3.03</td>
<td>5 years from grant</td>
</tr>
</tbody>
</table>
In accordance with Section 117 of the Petroleum Act 2000 (Act) this document forms part of ‘The Commercial Register’.

Section 118 of the Act provides for the following:

**Authority to search register**

(1) A person is entitled to have access to the material included in the commercial register, on payment of the prescribed inspection fee, if the access is authorised by—

   (a) a person who has a legal or equitable interest in the relevant licence or registered dealing; or

   (b) the Minister.

(2) The Minister must not authorise access under subsection (1)(b) unless the Minister has consulted with the licensee to whom the material relates and is satisfied that access should be authorised in the public interest.

FOR FURTHER INFORMATION PLEASE CONTACT:

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