INDEX OF DOCUMENTS HELD ON THE PETROLEUM REGISTER FOR ASSOCIATED ACTIVITIES LICENCE AAL 157

1. 16 November 2010  Grant of Associated Activities Licence AAL 157

   Interests in the licence are:-

   Beach Energy Limited   75%
   Cooper Energy Limited   25%

2. 16 November 2010  Memorandum entering grant of licence on the public register.

3. 25 November 2010  Gazettal of grant of licence.

4. 23 September 2015 Memorandum entering notation of the following registrable dealings on the public register:

   PPL 204, 205, 220, 224, 245, 246, 247, 248, 249 & 250 Priority Deed dated 16 September 2015 between Cooper Energy Limited (Grantor), Westpac Banking Corporation (Westpac), Westpac Administration Pty. Ltd (Security Trustee), Cooper Energy Limited and Beach Energy Limited (each severally called the Venturer) and Beach Energy Limited (Operator)
   Ref:   SA 2015-69

   General Security Deed dated 28 November 2014 between Cooper Energy Limited, Somerton Energy Pty Ltd, Essential Petroleum Exploration Pty Ltd, CE Poland Pty Ltd, Cooper Energy (Seruway) Pty Ltd and Cooper Energy (PBGP) Pty Ltd and Westpac Administration Pty Limited
   Ref:   SA 2015-21

5. 25 October 2017  Memorandum entering the notation of the following document on the public register:

   Ref:   SA 2017-24
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 90, 93 and 494

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

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

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

Notation of the registration of a Deed Poll of Release Westpac
Administration Pty Limited dated 20 September 2017 is hereby
entered on the public register.

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

Date: 25 October 2017

Ref: F2013/002371 28/1/379
     F2013/002361 28/1/419
     F2015/000278 28/1/426
     27/2/339   F2013/000277
     27/2/438   F2013/000672
     27/2/512   F2013/000676
     27/2/520   F2013/001842
     27/2/543   F2013/001843
     F2010/000982 F2013/001844
     28/1/360   F2009/000054
     28/1/375   F2013/000155
MEMORANDUM

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

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

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

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

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

Date: 23 September 2015
NOTICE is hereby given that the undermentioned Associated Activities Licence has been granted under the provisions of the Petroleum and Geothermal Energy Act 2000, pursuant to delegated powers dated 1 October 2009.

<table>
<thead>
<tr>
<th>No. of Licence</th>
<th>Licensees</th>
<th>Locality</th>
<th>Reference</th>
</tr>
</thead>
<tbody>
<tr>
<td>AAL 157</td>
<td>Beach Energy Limited Cooper Energy Limited</td>
<td>Cooper Basin</td>
<td>F2010/000982</td>
</tr>
</tbody>
</table>

Description of Area

All that part of the State of South Australia, bounded by a line joining points of co-ordinates set out in the following tables:

MGA Zone 54

Area A

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>336889.986mE</td>
<td>6909768.802mN</td>
</tr>
<tr>
<td>336833.262mE</td>
<td>6909837.124mN</td>
</tr>
<tr>
<td>336658.474mE</td>
<td>6910184.013mN</td>
</tr>
<tr>
<td>336337.612mE</td>
<td>6910215.317mN</td>
</tr>
<tr>
<td>336242.861mE</td>
<td>6910066.113mN</td>
</tr>
<tr>
<td>336424.232mE</td>
<td>6909338.648mN</td>
</tr>
</tbody>
</table>

Area B

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>328239mE</td>
<td>6901380mN</td>
</tr>
<tr>
<td>328078mE</td>
<td>6903653mN</td>
</tr>
<tr>
<td>328058mE</td>
<td>6904285mN</td>
</tr>
<tr>
<td>328357mE</td>
<td>6904304mN</td>
</tr>
<tr>
<td>328545mE</td>
<td>6901982mN</td>
</tr>
<tr>
<td>328434mE</td>
<td>6901382mN</td>
</tr>
</tbody>
</table>

Area 1.26 km² approximately.

Dated 16 November 2010.

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

ASSOCIATED ACTIVITIES LICENCE
AAL 157

1. This Licence granted on 16 November 2010 is hereby entered on the public register.

2. Interests in the licence are:-

   Beach Energy Limited ........................................... 75%
   Cooper Energy Limited ......................................... 25%

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

Date: 16 November 2010

File: F2010/000982
Petroleum and Geothermal Energy Act 2000

ASSOCIATED ACTIVITIES LICENCE
AAL 157

I, BARRY ALAN GOLDSTEIN, Director Petroleum and Geothermal, Minerals and Energy Resources, Primary Industries and Resources, in the State of South Australia pursuant to the provisions of the Petroleum and Geothermal Energy Act 2000 and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegation dated 1 October 2009, HEREBY GRANT to:

Beach Energy Limited
(ACN 007 817 969)

Cooper Energy Limited
(ACN 096 170 295)

(hereinafter referred to as the Licensee) an Associated Activities Licence as an adjunct to Petroleum Production Licence PPL 220, in respect of the area set out below to have effect from 16 November 2010, subject to the provisions of the Petroleum and Geothermal Energy Act 2000.

DESCRIPTION OF AREA

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

CONDITIONS

1. During the term of the licence, the Licensee may carry out or cause to be carried out the construction, maintenance and use of a permanent aircraft landing strip and an accommodation camp within the area as defined in the Schedule hereto.

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 Licensees for a sum not less than twenty million dollars ($20,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time require;
   (b) upon request by the Minister, provide the Minister with a cover note or certificate of currency of the insurance policy referred to in paragraph (a).

3. The Minister in specifying the levels of insurance accepts no liability for the completeness of their listing, the adequacy of the sum insured, the limit of liability, the scoped coverage, or the conditions or exclusions of these insurances in respect to how they may or may not respond to any loss, damage or liability.
Date: 16 November 2010

BARRY A. GOLDSTEIN
Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development
Signed for and on behalf of **Beach Energy Limited** by its authorised representative:

Gordon Moseby  
**General Manager**  
[Name (print)]  
[Signature]  
25/09/10  
[Date]

Signed for and on behalf of **Cooper Energy Limited** by its authorised representative:

Michael Scott  
[Name (print)]  
[Signature]  
[Date]
THE SCHEDULE

DESCRIPTION OF AREA

All that part of the State of South Australia, bounded by a line joining points of coordinates set out in the following tables:

**MGA Zone 54**

**AREA A**

<table>
<thead>
<tr>
<th>Easting</th>
<th>Northing</th>
</tr>
</thead>
<tbody>
<tr>
<td>336889.986mE</td>
<td>6909768.802mN</td>
</tr>
<tr>
<td>336833.262mE</td>
<td>6909837.124mN</td>
</tr>
<tr>
<td>336658.474mE</td>
<td>6910184.013mN</td>
</tr>
<tr>
<td>336337.612mE</td>
<td>6910215.317mN</td>
</tr>
<tr>
<td>336242.861mE</td>
<td>6910066.113mN</td>
</tr>
<tr>
<td>336424.232mE</td>
<td>6909338.648mN</td>
</tr>
</tbody>
</table>

**AREA B**

<table>
<thead>
<tr>
<th>Easting</th>
<th>Northing</th>
</tr>
</thead>
<tbody>
<tr>
<td>328239mE</td>
<td>6901380mN</td>
</tr>
<tr>
<td>328078mE</td>
<td>6903653mN</td>
</tr>
<tr>
<td>328058mE</td>
<td>6904285mN</td>
</tr>
<tr>
<td>328357mE</td>
<td>6904304mN</td>
</tr>
<tr>
<td>328545mE</td>
<td>6901982mN</td>
</tr>
<tr>
<td>328434mE</td>
<td>6901382mN</td>
</tr>
</tbody>
</table>

**AREA:** 1.26 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 HEREIN BEFORE REFERRED TO

ASSOCIATED ACTIVITIES LICENCE NO: 157