INDEX OF DOCUMENTS HELD ON THE PETROLEUM REGISTER FOR ASSOCIATED ACTIVITIES LICENCE AAL 165

1. 21 October 2011 Grant of Associated Activities Licence AAL 165.
    
    Interests in the licence are:-
    
    Victoria Oil Exploration (1977) Pty Ltd  40%
    Permian Oil Pty Ltd  20%
    Springfield Oil and Gas Pty Ltd  15%
    Impress (Cooper Basin) Pty Ltd  25%

2. 21 October 2011 Memorandum entering grant of licence on the public register.

3. 27 October 2011 Gazettal of grant of licence.

4. 6 May 2013 Renewal of licence.
    
    Expiry date of AAL is now 5 May 2018.
    
    Interests in the licence:
    
    Victoria Oil Exploration (1977) Pty Ltd  40%
    Permian Oil Pty Ltd  20%
    Springfield Oil and Gas Pty Ltd  15%
    Impress (Cooper Basin) Pty Ltd  25%

5. 6 May 2013 Memorandum entering renewal of licence on the public register.
MEMORANDUM

PETROLEUM RETENTION LICENCE
PRL 15

AND

ASSOCIATED ACTIVITIES LICENCE
AALs 156, 165, 167, 174

1. Renewal of these licences, effective from 6 May 2013 is hereby entered on the public register.

2. Interests in the licences are:

   Victoria Oil Exploration (1977) Pty Ltd 40%
   Permian Oil Pty Ltd 20%
   Springfield Oil and Gas Pty Ltd 15%
   Impress (Cooper Basin) Pty Ltd 25%

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

Date: 5 June 2013

File: 27/2/532
      F2010/000733
      F2011/000580
      F2011/000582
      F2012/000053
Petroleum and Geothermal Energy Act 2000

RENEWAL OF
ASSOCIATED ACTIVITIES LICENCE
AAL 165

I, BARRY ALAN GOLSTEIN, Executive Director, Energy Resources Division, Department for Manufacturing, Innovation, Trade, Resources and Energy, 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 Tom Koutsantonis, Minister for Mineral Resources and Energy (Minister), pursuant to delegated powers dated 21 March 2012, HEREBY GRANT to:

Victoria Oil Exploration (1977) Pty Ltd
ACN 008 898 431

Permian Oil Pty Ltd
ACN 104 456 386

Springfield Oil & Gas Pty Ltd
ACN 096 163 594

Impress (Cooper Basin) Pty Ltd
ACN 101 503 780

(hereinafter referred to as the Licensee) an Associated Activities Licence as an adjunct to Petroleum Retention Licence PRL 15, in respect of the area set out below, to have effect from 6 May 2013 and to expire on 5 May 2015 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 and operation of an oil flowline and associated activities 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: 5 June 2013

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
Signed for and on behalf of Victoria Oil Exploration (1977) Pty Ltd by its authorised representative:

IAN RICHARD DAVIES

Name (print)

..............................................................

Signature

..............................................................

Date

10/05/2013

Signed for and on behalf of Permian Oil Pty Ltd by its authorised representative:

IAN RICHARD DAVIES

Name (print)

..............................................................

Signature

..............................................................

Date

10/05/2013

Signed for and on behalf of Springfield Oil and Gas Pty Ltd by its authorised representative:

Kevin Weisler, A.G.I.A.G.

Name (print)

..............................................................

Signature

..............................................................

Date

29/05/13

Signed for and on behalf of Impress (Cooper Basin) Pty Ltd by its authorised representative:

Kevin Weisler, A.G.I.A.G.

Name (print)

..............................................................

Signature

..............................................................

Date

29/05/13
THE SCHEDULE
ASSOCIATED ACTIVITIES LICENCE
AAL 165

Description of Area

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

356110 mE, 6894930 mN
356179 mE, 6894687 mN
356296 mE, 6894707 mN
356494 mE, 6894715 mN
356507 mE, 6894823 mN
356507 mE, 6895002 mN
356315 mE, 6895039 mN
356170 mE, 6895061 mN
356055 mE, 6895028 mN

and

a corridor 50 metres wide centred on a straight line between coordinates:

356138.89 mE, 6894613.73 mN
368376.00 mE, 6894405.00 mN
371498.35 mE, 6894291.41 mN
371888.22 mE, 6894519.28 mN
372698.75 mE, 6894252.92 mN
395362.44 mE, 6893478.06 mN
413439.82 mE, 6893339.06 mN

All coordinates are in MGA Z54, GDA94

AREA: 3 square kilometres approximately.
Note: There is no warranty that the boundary of this licence is correct in relation to other features of the map. The boundary is to be ascertained by reference to the Australian Geodic Datum (AGD66), the Geocentric Datum of Australia (GDA94) and the schedule.

THE PLAN HEREIN BEFORE REFERRED TO

ASSOCIATED ACTIVITIES LICENCE NO: 165

Government of South Australia
Department for Manufacturing, Innovation, Trade, Resources and Energy

F2011/000000 AREA: 3 sq km (approx)
PETROLEUM AND GEOTHERMAL ENERGY ACT 2000

Grant of Associated Activities Licence—AAL 165
(Adjunct to Petroleum Retention Licence PRL 15)

NOTICE is hereby given that the abovementioned 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 165</td>
<td>Victoria Oil Exploration Pty Ltd</td>
<td>Cooper Basin</td>
<td>F2011/000580</td>
</tr>
<tr>
<td></td>
<td>Permian Oil Pty Ltd</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Springfield Oil and Gas Pty Ltd</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Impress (Cooper Basin) Pty Ltd</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Description of Area

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

356110 mE, 6894930 mN  356507 mE, 6895002 mN
356179 mE, 6894687 mN  356315 mE, 6895039 mN
356296 mE, 6894707 mN  356170 mE, 6895061 mN
356494 mE, 6894715 mN  356055 mE, 6895028 mN
356507 mE, 6894823 mN

and a corridor 50 m wide centred on a straight line between co-ordinates:

356138.89 mE, 6894813.73 mN  372698.75 mE, 6894252.92 mN
368376.00 mE, 6894405.00 mN  395362.44 mE, 6893478.06 mN
371498.35 mE, 6894291.41 mN  413439.82 mE, 6893339.06 mN
371888.22 mE, 6894519.28 mN

All co-ordinates are in MGA Z54, GDA94.
Area 3 km² approximately.

Dated 21 October 2011.

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

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PETROLEUM AND GEOTHERMAL ENERGY ACT 2000
Suspension of Petroleum Exploration Licence—PEL 182

PURSUANT to Section 90 of the Petroleum and Geothermal Energy Act 2000, notice is hereby given that the abovementioned Petroleum Exploration Licence has been suspended for the period from and including 2 October 2011 until 1 April 2012, under the provisions of the Petroleum and Geothermal Energy Act 2000, pursuant to delegated powers dated 1 October 2009.

The expiry date of PEL 182 is now determined to be 23 May 2014.

Dated 19 October 2011.

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

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PETROLEUM AND GEOTHERMAL ENERGY ACT 2000
Temporary Cessation of Suspension Petroleum Exploration Licences—PEL 138 and PEL 499

PURSUANT to Section 90 of the Petroleum and Geothermal Energy Act 2000, notice is hereby given that the suspension of PEL 138 dated 15 August 2011 and the suspension of PEL 499 dated 18 March 2011, have been temporarily ceased under the provisions of the Petroleum and Geothermal Energy Act 2000, for the period from and including 24 October 2011 until 30 October 2011, pursuant to delegated powers dated 1 October 2009.

The suspension of PEL 138 dated 15 August 2011, will resume with effect from 31 October 2011 until 14 August 2012 inclusive.

The suspension of PEL 499 dated 18 March 2011, will resume with effect from 31 October 2011 until 10 April 2012 inclusive.

Dated 20 October 2011.

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

ASSOCIATED ACTIVITIES LICENCE
AAL 165

1. This Licence granted on 21 October 2011 is hereby entered on the public register.

2. Interests in the licence are:-

   Victoria Oil Exploration (1977) Pty Ltd 40%
   Permian Oil Pty Ltd 20%
   Springfield Oil and Gas Pty Ltd 15%
   Impress (Cooper Basin) Pty Ltd 25%

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

Date: 21 October 2011

File: F2011/000580
Petroleum and Geothermal Energy Act 2000

ASSOCIATED ACTIVITIES LICENCE

AAL 165

I, BARRY ALAN GOLDSTEIN, Executive Director Petroleum and Geothermal Division, 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 Tom Koutsantonis, Minister for Mineral Resources Development (Minister), pursuant to delegated powers dated 1 October 2009, HEREBY GRANT to:

Victoria Oil Exploration (1977) Pty Ltd, ACN 008 898 431
Permian Oil Pty Ltd, ACN 104 456 386
Springfield Oil and Gas Pty Ltd, ACN 096 163 594
Impress (Cooper Basin) Pty Ltd, ACN 101 503 780

(hereinafter referred to as the Licensee) an Associated Activities Licence as an adjunct to Petroleum Retention Licence PRL 15, in respect of the area set out below, to have effect from 21 October 2011 and to expire on 5 May 2013 and carrying the right of renewal 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 and operation an oil flowline and associated facilities 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: 21 October 2011

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

Executed for and on behalf of Victoria Oil Exploration (1977) Pty Ltd by its Authorised Representative:

..........................
JOHN MCRAE
Name (print)

..........................
Authorised Representative Signature

..........................
18 October 2011
Date

Executed for and on behalf of Permian Oil Pty Ltd by its Authorised Representative:

..........................
JOHN MCRAE
Name (print)

..........................
Authorised Representative Signature

..........................
18 October 2011
Date
Executed for and on behalf of Springfield Oil and Gas Pty Ltd by its Authorised Representative:

Name (print)  Michael Dodd
Manager
Exploration & Development

Authorised Representative Signature

Date  14/10/11

Executed for and on behalf of Impress (Cooper Basin) Pty Ltd by its Authorised Representative:

Name (print)  Michael Dodd
Manager
Exploration & Development

Authorised Representative Signature

Date  14/10/11
THE SCHEDULE
ASSOCIATED ACTIVITIES LICENCE
AAL 165

Description of Area

All that part of the State of South Australia, bounded by coordinates:

356110 mE, 6894930 mN
356179 mE, 6894687 mN
356296 mE, 6894707 mN
356494 mE, 6894715 mN
356507 mE, 6894823 mN
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395362.44 mE, 6893478.06 mN
413439.82 mE, 6893339.06 mN

All coordinates are in MGA Z54, GDA94

AREA: 3 square kilometres approximately.
Scale 1:350 000

Kilometres

Note: There is no warranty that the boundary of this licence is correct in relation to other features of the map. The boundary is to be ascertained by reference to the Australian Geodetic Datum (AGD66), the Geocentric Datum of Australia (GDA94) and the schedule.

The Plan Hereinbefore Referred To

Associated Activities Licence No: 165