INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 165

1. 27 August 1999  Grant of Licence
   Expiry Date: 26 August 2020

2. 27 August 1999  Memorandum entering Petroleum Production Licence
   PPL 165 on the petroleum register

   Interests in the Licence are as follows:

<table>
<thead>
<tr>
<th>Company</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Santos Ltd</td>
<td>40.70</td>
</tr>
<tr>
<td>Delhi Petroleum Pty Ltd</td>
<td>20.21</td>
</tr>
<tr>
<td>Boral Energy Resources Ltd</td>
<td>13.19</td>
</tr>
<tr>
<td>Vamgas Pty Ltd</td>
<td>8.51</td>
</tr>
<tr>
<td>Gulf (Aust) Resources NL</td>
<td>4.75</td>
</tr>
<tr>
<td>Bridge Oil Developments Pty Ltd</td>
<td>3.99</td>
</tr>
<tr>
<td>Alliance Petroleum Australia Pty Ltd</td>
<td>3.97</td>
</tr>
<tr>
<td>Basin Oil NL</td>
<td>2.10</td>
</tr>
<tr>
<td>Reef Oil Pty Ltd</td>
<td>1.97</td>
</tr>
<tr>
<td>Santos Petroleum Pty Ltd</td>
<td>0.40</td>
</tr>
<tr>
<td>Santos (BOL) Pty Ltd</td>
<td>0.21</td>
</tr>
</tbody>
</table>

3. 5 August 1999  Gazettal of grant of PPL 165 published in SA Government Gazette dated 9 September 1999, Page 1123.

4. 10 December 1999  Certificate of Registration on Change of Name dated 6 October 1999:
   From: Gulf (Aust) Resources NL
   To: Novus Australia Resources NL

5. 10 December 1999  Memorandum entering change of company name on the Public Register

6. 13 March 2000  Certificate of Registration on Change of Name dated 24 February 2000:
   From: Boral Energy Resources
   To: Origin Energy Resources Ltd

7. 13 March 2000  Memorandum entering change of company name on the Public Register.

8. 15 October 2002  Certificate of Registration on Change of Type and Conversion to a Proprietary Company dated 8 June 2000:
   From: Basin Oil NL
   To: Basin Oil Pty Ltd

9. 15 October 2002  Memorandum entering change of company name on the Public Register.

10. 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.
11. 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

12. 23 November 2005 Notation of discharge of security and receipt of replacement security is entered on the public register.

13. 13 January 2006  Memorandum entering change of name on the public register:
   From: Novus Australia Resources NL
   To: Santos (NARNL Cooper) NL

14. 9 May 2006  Memorandum entering change of name on the public register:
   From: Santos (NARNL Cooper) NL
   To: Santos (NARNL Cooper) Pty Ltd

15. 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

16. 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

17. 9 August 2017 Certificate of Registration on Change of Company Name dated 29 June 2017.

   From: Origin Energy Resources Limited
   To: Lattice Energy Limited

18. 9 August 2017  Memorandum entering notation of change of company name on the public register.
19. 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

20. 22 January 2020 Certificate of Registration on Change of Name dated 2 December 2019.

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

21. 22 January 2020 Memorandum entering notation of change of company name on the public register.

22. 27 May 2020 Memorandum entering notation of extension of time for licensee to apply for renewal to 27 May 2020.
MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 165

1. Notation of extension of time to 27 May 2020 by which the licensees must apply for the renewal of Petroleum Production Licence PPL 165 is hereby entered on the public register.

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

Date: 27 May 2020

File: MER-2020/0299
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
PPLs 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 22, 23, 24, 25,
26, 27, 29, 30, 31, 32, 33, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46,
47, 48, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 63, 64, 65, 66, 67, 68,
69, 70, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 83, 84, 86, 87, 88, 89, 90,
91, 92, 94, 95, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109,
110, 111, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124,
125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138,
139, 140, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154,
155, 156, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 172, 174,
175, 176, 177, 178, 179, 180, 182, 187, 189, 190, 193, 194, 195, 196,
201, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237 and 238

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. GOLDSTEIN
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. GOLDSMA
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
PPLs 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 22, 23,
24, 25, 26, 27, 29, 30, 31, 32, 33, 35, 36, 37, 38, 39, 40, 41, 42,
43, 44, 45, 46, 47, 48, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61,
63, 64, 65, 66, 67, 68, 69, 70, 72, 73, 74, 75, 76, 77, 78, 79, 80,
81, 83, 84, 86, 87, 88, 89, 90, 91, 92, 94, 95, 98, 99, 100, 101,
102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 113, 114, 115,
116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128,
129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 143,
144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156,
158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 172, 174, 175,
176, 177, 178, 179, 180, 182, 187, 189, 190, 193, 194, 195, 196,
201, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237 and 238

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. GOLDS rstein
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
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.

[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

Date: 15 February 2011

M 1572.doc
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

M 0660.doc
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.

   [Signature]

   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
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.

BARRY A GOLDFSTEIN
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;


[Signature]
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
Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCES
PPL’s 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 22, 23, 24, 25, 27, 28,
29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49,
50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 63, 64, 65, 66, 67, 68, 69, 70, 71,
72, 73, 74, 75, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94,
95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111,
112, 113, 114, 115, 116, 117, 119, 120, 124, 126, 127, 128, 129, 130, 132, 133,
134, 135, 137, 138, 139, 140, 141, 143, 144, 145, 146, 148, 149, 150, 151, 153,
154, 155, 157, 159, 160, 161, 162, 163, 164, 165, 166, 169, 170, 171, 172, 173,
174, 175, 176, 177, 178, 179, 180, 181, 183, 184, 185, 186, 188, 189, 190, 192,
193, 195, 196, 198, 199;

And

PIPELINE LICENCE
PL 2

1. Notation of change of company name –

   From: Basin Oil NL
   To: Basin Oil Pty Ltd

   is hereby entered on the public register of licences.

BARRY A GOLDFEIN
Director Petroleum
Office of Minerals and Energy Resources
Delegate of the Minister for Mineral Resources
Development

Date: 15 October 2002
Certificate of Registration on Change of Type and Conversion to a Proprietary Company

This is to certify that

BASIN OIL N.L.
Australian Company Number 000 628 017

on the eighth day of June 2000 converted to a company limited by shares and on the eighth day of June 2000 changed to a proprietary company.

The name of the company is now

BASIN OIL PTY LTD
Australian Company Number 000 628 017

The company is taken to be registered as a company under the Corporations Law of New South Wales.

Issued by the Australian Securities and Investments Commission on this eighth day of June, 2000.

Alan Cameron
Chairman
MEMORANDUM
PETROLEUM ACT 1940
SECTION 44

PETROLEUM EXPLORATION LICENCES NOS. 27, 32, 57, 66 AND 72
PETROLEUM PRODUCTION LICENCES NOS. 6 TO 20, 22 TO 61 AND 63 TO 168
PIPELINE LICENCES 2, 5, 9 AND 10

Receipt of the following document is hereby entered onto the Petroleum Register.

  Boral Energy Resources Ltd is now known as Origin Energy Resources Ltd.

J S ZABROWARNY
MANAGER PETROLEUM LICENSING AND ROYALTIES

13 March 2000
Certificate of Registration on Change of Name

This is to certify that

BORAL ENERGY RESOURCES LIMITED
Australian Company Number 007 845 338
did on the twenty-fourth day of February 2000 change its name to

ORIGIN ENERGY RESOURCES 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 as a company under the Corporations Law of South Australia.

Issued by the Australian Securities and Investments Commission on this twenty-fourth day of February, 2000.

Alan Cameron
Chairman
MEMORANDUM

Section 44, Petroleum Act 1940

PETROLEUM PRODUCTION LICENCES 6 to 20, 22 to 61, 63 to 140, 142 to 167

PIPELINE LICENCE No. 2

Receipt of the following document is hereby entered onto the Petroleum Register.

- Certificate of Registration on Change of Name dated 6 October 1999. Gulf (Aust) Resources NL is now known as Novus Australia Resources NL.

J S Zabrowarny
Manager, Petroleum Licensing and Royalties

10 December 1999
Certificate of Registration on Change of Name

This is to certify that

GULF (AUST) RESOURCES N.L.

Australian Company Number 004 761 255
did on the sixth day of October 1999 change its name to

NOVUS AUSTRALIA RESOURCES 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 as a company under the Corporations Law of Victoria.

Issued by the
Australian Securities and Investments Commission
on this sixth day of October, 1999.

Alan Cameron
Chairman
MOTOR VEHICLES ACT 1959

Appointments

TAKE notice that I, Diana Vivienne Laidlaw, the responsible Minister of the Crown for the Transport portfolio do hereby establish panels of persons who may sit with the District Court as assessors in accordance with the Fifth Schedule of the Motor Vehicles Act 1959, as amended. The appointment of the members as detailed below shall be for a period not exceeding three years from the date of this notice:

Representing the Motor Trade Industry:
Arthur Thomas Walter
Mike Rathjen
Bill Lassen

Representing the Tow Truck Industry:
John Hitchcock
Ralph Scutella
Aldo Iglo

Dated at Adelaide 15 August 1999.
DIANA LAIDLAW, Minister for Transport and Urban Planning.

MOTOR VEHICLES ACT 1959

Recognised Historic Motor Vehicle Club

NOTICE is hereby given that the undermentioned club is recognised as an historic motor vehicle club in accordance with Schedule 1 Clause 3 (3) (a) of the Motor Vehicles Regulations, for the purposes of section 23 of the Motor Vehicles Act 1959:

Volvo Car Club of South Australia Incorporated

Dated 6 September 1999.
R. J. FRISBY, Registrar of Motor Vehicles

RACING INDUSTRY DEVELOPMENT AUTHORITY

Claims in Respect of Bets

ALL persons (if any) who consider that they have claims in respect of bets made with Frederick George Ogg, David Sterling Ralforth and Leo Daniel Patrick Moriarty (deceased) former licensed bookmakers, against securities held by the above Authority will be excluded unless such claims are lodged in writing by 5 p.m. on Friday, 17 September 1999.

J. BARRETT, Chief Executive

GRANT OF PETROLEUM PRODUCTION LICENCE

Department of Primary Industries and Resources, 27 August 1999

NOTICE is hereby given that pursuant to delegated powers dated 20 November 1997, Gazette 4 December 1997, page 1526, the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum Act 1949.

D. R. MUTTON, Chief Executive, Delegate of the Minister for Primary Industries, Natural Resources and Regional Development

<table>
<thead>
<tr>
<th>No. of Licence</th>
<th>Licensees</th>
<th>Locality</th>
<th>Date of Expiry</th>
<th>Area in km²</th>
<th>Reference</th>
</tr>
</thead>
<tbody>
<tr>
<td>165</td>
<td>SANTOS Ltd  Delhi Petroleum Pty Ltd  Boral Energy Resources Ltd  Vamgas Pty Ltd  Gulf (Auss) Resources NL  Alliance Petroleum Australia Pty Ltd  Reef Oil Pty Ltd  Santos Petroleum Pty Ltd  Bridge Oil Developments Pty Ltd  Santos (BGL) Pty Ltd  Brain Oil NL</td>
<td>Malgoona Northeast Field in the Cooper Basin of South Australia</td>
<td>26 August 2020</td>
<td>3.63</td>
<td>SR.28.1.267</td>
</tr>
</tbody>
</table>

Description of the Area

All that part of the State of South Australia bounded as follows: Commencing at a point being the intersection of latitude 28°07′10″S and longitude 139°38′00″E, thence east to longitude 139°38′10″E, south to latitude 28°07′20″S, east to longitude 139°38′20″E, south to latitude 28°07′30″S, east to longitude 139°38′40″E, south to latitude 28°08′00″S, east to longitude 139°38′50″E, south to latitude 28°08′20″S, west to longitude 139°38′30″E, south to latitude 28°08′40″S, west to longitude 139°38′50″E, north to latitude 28°08′10″S, west to longitude 139°38′20″E, north to latitude 28°08′00″S, west to latitude 139°38′10″E, north to latitude 28°07′50″S, west to longitude 139°38′00″E, and north to the point of commencement, all the within latitudes and longitudes being geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of Commonwealth Gazette number 94 dated 6 October 1966; except these latitudes and longitudes underlined which are expressed in terms of the Clarke 1858 Spheroid (Transverse Mercator Projection).
MEMORANDUM

PETROLEUM PRODUCTION LICENCE NO 165

1. This licence granted on 27/8/99 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 40.70%
   - Delhi Petroleum Pty Ltd 20.21%
   - Boral Energy Resources Ltd 13.19%
   - Vamgas Pty Ltd 8.51%
   - Gulf (Aust) Resources NL 4.75%
   - Bridge Oil Developments Pty Ltd 3.99%
   - Alliance Petroleum Australia Pty Ltd 3.97%
   - Basin Oil NL 2.10%
   - Reef Oil Pty Ltd 1.97%
   - Santos Petroleum Pty Ltd 0.40%
   - Santos (BOL) Pty Ltd 0.21%


D R Mutton
CHIEF EXECUTIVE
DEPT OF PRIMARY INDUSTRIES AND RESOURCES SA
Delegate of the Minister for Primary Industries, Natural Resources and Regional Development
SOUTH AUSTRALIA
PETROLEUM ACT 1940

PETROLEUM PRODUCTION LICENCE NO. 165

I, DENNIS RAY MUTTON, Chief Executive, Department of Primary Industries and Resources (CE) in the State of South Australia pursuant to the provisions of the Petroleum Act, 1940 and all other enabling powers for and on behalf of Robert Gerard Kerin, Minister for Primary Industries, Natural Resources and Regional Development (Minister), pursuant to delegation dated 20 November 1997, (refer Government Gazette dated 4 December 1997 page 1526), HEREBY GRANT TO:-

- ALLIANCE PETROLEUM AUSTRALIA PTY LTD, A.C.N. 004 559 951 of Level 29, 91 King William Street, Adelaide, South Australia,
- BASIN OIL N.L. A.C.N. 000 628 017 of Level 4, 828 Pacific Highway, Gordon, New South Wales.
- BORAL ENERGY RESOURCES LIMITED, ACN 007 845 338 of 60 Hindmarsh Square, Adelaide, South Australia,
- BRIDGE OIL DEVELOPMENTS PTY LTD. A.C.N. 001 152 049 of Level 29, 91 King William Street, Adelaide, South Australia,
- DELHI PETROLEUM PTY LTD, A.C.N. 007 854 066 of c/- Esso Australia Ltd., Esso House, 12 Riverside Quay, Southbank, Victoria,
- GULF (AUST) RESOURCES N.L. A.C.N. 004 761 255 of Level 14, London House, 216 St George's Terracc, Porth, Western Australia,
- REEF OIL PTY LTD, A.C.N. 000 646 800 of Level 29, 91 King William Street, Adelaide, South Australia,
- SANTOS LIMITED, A.C.N. 007 550 923 of Level 29, 91 King William Street, Adelaide, South Australia,
- SANTOS (BOL) PTY LTD A.C.N. 000 670 575 of Level 29, 91 King William Street, Adelaide, South Australia,
- SANTOS PETROLEUM PTY LTD, A.C.N. 000 146 369 of Level 29, 91 King William Street, Adelaide, South Australia, and
- VAMGAS PTY LTD, A.C.N. 006 245 110 of Level 29, 91 King William Street, Adelaide, South Australia.

(hereinafter referred to as 'the Licensees') a Petroleum Production Licence in respect of the area described below and subject to the conditions set out below, to have effect for a period of twenty-one (21) years to expire on the day of August 2020 but carrying the rights of renewal conferred by the Petroleum Act 1940.

DESCRIPTION OF THE AREA

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

The Licensees shall at all times comply with:

(a) the provisions of the Petroleum Act 1940 and of any regulations for the time being and from time to time in force under that Act; and

(b) all directions given to them under the Act or regulations for the time being and from time to time in force under that Act.

DECLARATION

It is hereby acknowledged and agreed that the licensees, as at the date of grant of this licence, own and hold the following undivided interests respectively in and under this licence:

<table>
<thead>
<tr>
<th>Licensee</th>
<th>Interest</th>
</tr>
</thead>
<tbody>
<tr>
<td>Santos</td>
<td>Forty point seven per centum (40.7%)</td>
</tr>
<tr>
<td>Delhi</td>
<td>Twenty point two one per centum (20.21%)</td>
</tr>
<tr>
<td>Boral</td>
<td>Thirteen point one nine per centum (13.19%)</td>
</tr>
<tr>
<td>Vamgas</td>
<td>Eight point five one per centum (8.51%)</td>
</tr>
<tr>
<td>Gulf</td>
<td>Four point seven five per centum (4.75%)</td>
</tr>
<tr>
<td>Bridge Oil Dev.</td>
<td>Three point nine nine per centum (3.99%)</td>
</tr>
<tr>
<td>Alliance</td>
<td>Three point nine seven per centum (3.97%)</td>
</tr>
<tr>
<td>Basin</td>
<td>Two point one per centum (2.1%)</td>
</tr>
<tr>
<td>Reef</td>
<td>One point nine seven per centum (1.97%)</td>
</tr>
<tr>
<td>Santos Petroleum</td>
<td>Zero point four per centum (0.4%)</td>
</tr>
<tr>
<td>Santos (BOL)</td>
<td>Zero point two one per centum (0.21%)</td>
</tr>
</tbody>
</table>

and 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 26th day of October 1988 to which the Licensees are parties and as the same has been amended and as may hereafter be amended or replaced from time to time PROVIDED THAT any amendment or replacement which affects or could affect the undivided interests of the Licensees shall be of no force or effect unless approved by the Minister.

Signed by the Chief Executive,
Department of Primary Industries and Resources at Adelaide

this ................................... day of ................................ 1999

Dennis Ray Mutton
Chief Executive
Department of Primary Industries and Resources
Delegate of the Minister for Primary Industries
Natural Resources and Regional Development
SIGNED, SEALED AND DELIVERED
by the said LICENSEES at Adelaide
this 23rd day of June 1999.

Executed on behalf of
ALLIANCE PETROLEUM AUSTRALIA
PTY LTD, BRIDGE OIL DEVELOPMENTS
PTY LTD, REEF OIL PTY LTD, SANTOS
LIMITED, SANTOS (BOL) PTY LTD, SANTOS
PETROLEUM PTY LTD 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:

..............................................
Witness

..............................................
Director

..............................................
Secretary

THE COMMON SEAL of
BASIN OIL NL was hereunto affixed
in the presence of:

..............................................
COMMON SEAL
A.C.N. 000 628 017

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

[Signature]
Director

SIGNED, SEALED AND DELIVERED for and on behalf of DELHI PETROLEUM PTY LTD by IAN WILLIAM ANGUS its duly authorised Attorney under Power of Attorney dated the 12th day of February 1993, who hereby states that he has no notice of revocation of the said Power of Attorney at the time of executing this instrument in the presence of:

[Signature]
Witness MAREE HINCKES

THE COMMON SEAL of GULF (AUST) RESOURCES NL was hereunto affixed in the presence of:

[Signature]
Director

Secretary

Delhi Petroleum Pty Ltd by its Attorney IAN WILLIAM ANGUS
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 1966; except those latitudes and longitudes underlined which are expressed in terms of Clarke 1858 Spheroid (Transverse Mercator Projection)

SANTOS LTD. DELHI PETROLEUM PTY. LTD. BORAL ENERGY RESOURCES LTD.
VAMGAS PTY. LTD. GULF (AUST) RESOURCES N.L. BASIN OIL N.L. REEF OIL PTY. LTD.
ALLIANCE PETROLEUM AUSTRALIA PTY. LTD. BRIDGE OIL DEVELOPMENTS PTY. LTD.
SANTOS PETROLEUM PTY. LTD. SANTOS (BOL) PTY. LTD.

MALGOONA NORTHEAST FIELD

PETROLEUM PRODUCTION LICENCE NO. 165

SR 28/1/267 AREA: 3.63 sq km (approx)
SCHEDULE

PETROLEUM PRODUCTION LICENCE NO. 165

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°07'10"S and longitude 139°38'00"E, thence east to longitude 139°38'10"E, south to latitude 28°07'20"S, east to longitude 139°38'20"E, south to latitude 28°07'30"S, east to longitude 139°38'40"E, south to latitude 28°07'40"S, east to longitude 139°39'00"E, south to latitude 28°07'50"S, east to longitude 139°39'10"E, south to latitude 28°08'00"S, east to longitude 139°39'30"E, south to latitude 28°08'20"S, west to longitude 139°39'20"E, south to latitude 28°08'40"S, west to longitude 139°38'40"E, north to latitude 28°08'20"S, west to longitude 139°38'30"E, north to latitude 28°08'10"S, west to longitude 139°38'20"E, north to latitude 28°08'00"S, west to longitude 139°38'10"E, north to latitude 28°07'50"S, west to longitude 139°38'00"E, and north to the point of commencement.

All within latitudes and longitudes are geodetic and expressed in terms of the Australian Geodetic Datum as defined on p.4984 of Commonwealth Gazette Number 84 dated 6 October 1966, except those latitudes and longitudes underlined which are expressed in terms of Clarke 1858 Spheroid (Transverse Mercator Projection).

AREA 3.63 square kilometres approximately.
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:

Department of State Development
Energy Resources Division
GPO Box 320,
Adelaide SA 5001
(08) 8463 3204