1.	7 October 1986	Licence document dated 7 October 1986. Expiry: 6 October 2007		
		Interests in the Licence:		
		Santos Limited Delhi Petroleum Pty Ltd Vamgas Limited South Australian Oil and Gas Corporation Pty Ltd Hartogen Energy Limited	45% 27% 14% 9% 5%	
2.	7 October 1986	Memorandum entering licence on the public register a notating receipt of security.	Ind	
3.	9 October 1986	Gazettal of grant of licence in the South Australian G Gazette dated 9 October 1986, page 1305.	overnment	
4.	17 June 1988	Certificate of Incorporation of change of company hereby entered on the public register:	• • •	
		From: South Australian Oil and Gas Corporation Pty To: Sagasco Resources Limited	Ltd	
5.	17 March 1994	Memorandum dated 17 March 1994 consenting to the as contained in the following documentation:	e transfer	
		<ul> <li>Deed of Assignment and Transfer dated 20 Decembetween Santos Ltd and Crusader Resources NL.</li> </ul>		
6.	15 April 1994	Memorandum entering the following documents on th register:	e public	
		<ul> <li>Deed of Consent and Assumption dated 9 March between the Unit Agreement parties and Australia Hydrocarbons Ltd, Claremont Petroleum NL, Oil C of Australia Ltd, The Australian Gas Light Compar Pipelines Authority of South Australia and Executo Australia Ltd;</li> </ul>	n Company ny,	
		<ul> <li>JOA Cross Charge 50/40/10 JOA dated 9 March 7 between Crusader Resources NL, Santos Ltd, De Petroleum Pty Ltd, Sagasco Resources Ltd and V Ltd:</li> </ul>	lhi	
		<ul> <li>JOA Cross Charge Merrimelia-Innamincka JOA da March 1994 between Crusader Resources NL, Sa Alliance Petroleum Australia NL, Delhi Petroleum Sagasco Resources Ltd and Vamgas Ltd:</li> </ul>	intos Ltd,	

- Covenant and Acknowledgment from Santos Ltd and Crusader Resources NL to Basin Oil NL dated 8 March 1994.
- 7. 22 June 1994 Memorandum entering the following document on the public register:
  - Deed of Variation of Charge dated 17 May 1994 entered into by Crusader Resources NL and Westpac Banking Corporation.
- 8. 24 July 1995 Certificate of Registration on Conversion to a Proprietary Company dated 19 January 1995. Vamgas Ltd is now Vamgas Pty Ltd.
- 9. 24 July 1995 Memorandum entering change of company name on public register
- 10. 5 September 1995 Certificate of Registration on Change of Name dated 1 September 1995: SAGASCO Resources Ltd has changed its name to Boral Energy Resources Ltd.
- 11. 5 September 1995 Memorandum entering change of company name on the Public Register
- 12. 17 February 1997 Memorandum entering the following documents on the public register:
  - Deed of Assignment and Transfer dated 20 December 1996 between Santos Ltd (Santos), Delhi Petroleum Pty Ltd (Delhi), Santos Petroleum Pty Ltd (Santos Petroleum), Boral Energy Resources Ltd (Boral), Vamgas Pty Ltd (Vamgas), Bridge Oil Developments Pty Ltd (BOD), Santos (BOL) Pty Ltd (BOL), Reef Oil Pty Ltd (Reef), Alliance Petroleum Australia Pty Ltd (Alliance), Basin Oil NL (Basin) and Crusader Resources NL (Crusader).
  - New JOA Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.
  - Deed of Amendment Unit Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.
  - Deed of Amendment Downstream Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.
- 13.30 June 1997Certificate of Registration on Change of Name dated 12 June<br/>1997: Crusader Resources NL is now known as Gulf (Aust)<br/>Resources NL.
- 14.30 June 1997Memorandum entering change of company name on the Public<br/>Register.

15.	10 December 1999	Certificate of Registration on Change of Name dated 6 October 1999: Gulf (Aust) Resources NL is now known as Novus Australia Resources NL.
16.	10 December 1999	Memorandum entering change of company name on the Public Register.
17.	13 March 2000	Certificate of Registration on Change of Name dated 24 February 2000: Boral Energy Resources is now known as Origin Energy Resources Ltd.
18.	13 March 2000	Memorandum entering change of company name on the Public Register.
19.	15 October 2002	Certificate of Registration on Change of Type and Conversion to a Proprietary Company dated 8 June 2000: Basin Oil NL is now known as Basin Oil Pty Ltd.
20.	15 October 2002	Memorandum entering change of company name on the Public Register.
21.	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.
22.	23 July 2004	Memorandum entering notation of registrable dealing on the public register:
		<ul> <li>DPPL Security dated 21 May 2004 between Delhi Petroleum Pty Ltd and Westpac Banking Corporation Ref:SA 2004-44</li> </ul>
23.	23 November 2005	Notation of discharge of security and receipt of replacement security is entered on the public register.
24.	13 January 2006	Certificate of Registration on Change of Name dated 29 June 2005 - Novus Australia Resources NL is now Santos (NARNL Cooper) NL.
25.	13 January 2006	Memorandum entering change of company name on the Public Register.
26.	9 May 2006	Certificate of Registration on Change of Name dated 1 December 2005 - Santos (NARNL Cooper) NL is now Santos (NARNL Cooper) Pty Ltd.
27.	9 May 2006	Memorandum entering change of company name on the Public Register.
28.	10 September 2009	Renewal of Licence, with effect from 7 October 2007.
29.	10 September 2009	Memorandum entering renewal on public register.

30. 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
31. 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
32. 9 August 2017	Certificate of Registration on Change of Company Name dated 29 June 2017.
	From: Origin Energy Resources Limited To: Lattice Energy Limited
33. 9 August 2017	Memorandum entering notation of change of company name on the public register.
34. 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
35. 22 January 2020	Certificate of Registration on Change of Name dated 2 December 2019.
	From: Lattice Energy Limited To: Beach Energy (Operations) Limited
36. 22 January 2020	Memorandum entering notation of change of company name on the public register.
37. 27 November 2020	Memorandum entering notation of revision to security arrangements on the public register.

## Petroleum and Geothermal Energy Act 2000 S.115

## MEMORANDUM

### PETROLEUM EXPLORTION LICENCE PEL 570

### PETROLEUM RETENTION LICENCES

PRLs 14, 17, 18, 28, 29, 30, 31, 111, 112, 113, 114, 115, 131, 132, 133, 134, 180, 181, 182, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205 and 206

### 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, 206, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238 and 252

## SPECIAL FACILITIES LICENCE SFL 15

### PIPELINE LICENCES PLs 2, 5, 9, 15, 17 and 20

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

2. Effective 27 November 2020, future revisions to security arrangements for the abovementioned licences will no longer be noted on the public register.

Barry a Goldste

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

Date: 27 November 2020

Ref: F2020/000930

## Petroleum and Geothermal Energy Act 2000 S.115

### 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

### 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.

farres Shipton

James Shipton Chair



## Petroleum and Geothermal Energy Act 2000 S.115

### 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

## Petroleum and Geothermal Energy Act 2000 S.115

### MEMORANDUM

### PETROLEUM RETENTION LICENCE PRL 106

## PETROLEUM EXPLORATION LICENCES PELs 637 and 638

## 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 2, 5, 9, 15 and 20

1. Notation of change of company name:

From: To: Origin Energy Resources Limited Lattice Energy Limited

is hereby entered on the public registers.

BARRY A. GOLDSTEIN 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.

v. Helow H

Greg Medcraft Chairman

## Petroleum and Geothermal Energy Act 2000 S.115

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

Date: 28 June 2012

Ref: various files

## Petroleum and Geothermal Energy Act 2000 S.115

### 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

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.

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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

## Petroleum Act 2000 S.115

## MEMORANDUM

RENEWAL OF PETROLEUM PRODUCTION LICENCES PPL 6, PPL 7, PPL 8, PPL 9, PPL 10, PPL 11, PPL 12, PPL 13, PPL 14, PPL 15, PPL 16, PPL 17, PPL 18, PPL 19, PPL 20, PPL 22, PPL 23, PPL 24, PPL 25, PPL 26, PPL 27, PPL 28, PPL 29, PPL 30, PPL 31, PPL 32, PPL 33, PPL 34, PPL 35, PPL 36, PPL 37, PPL 38, PPL 39, PPL 40, PPL 42, PPL 43, PPL 44

1. Renewal of the above licences is hereby entered on the public registers.

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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: 10 September 2009

File: 28/1/45; 28/1/78; 28/1/91; 28/1/92; 28/1/93; 28/1/95; 28/1/97; 28/1/98; 28/1/99; 28/1/101; 28/1/103; 28/1/104; 28/1/106; 28/1/107; 28/1/108; 28/1/109; 28/1/111; 28/1/116; 28/1/130; 28/1/128; 28/1/129

## Petroleum Act 2000 Cooper Basin (Ratification) Act 1975

# Renewal of PETROLEUM PRODUCTION LICENCE No. 38

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 *Cooper Basin (Ratification) Act 1975* and all other enabling powers for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers, hereby renew Petroleum Production Licence PPL 38, held by:

Santos Limited	ACN 007 550 923
Vamgas Pty Ltd	ACN 006 245 110
Alliance Petroleum Australia Pty Ltd	ACN 004 559 951
Reef Oil Pty Ltd	ACN 000 646 800
Santos Petroleum Pty Ltd	ACN 000 146 369
Bridge Oil Developments Pty Ltd	ACN 001 152 049
Santos (BOL) Pty Ltd	ACN 000 670 575
Delhi Petroleum Pty Ltd	ACN 007 854 686
Origin Energy Resources Limited	ACN 007 845 338
Basin Oil Pty Ltd	ACN 000 628 017
Santos (NARNL Cooper) Pty Ltd	ACN 004 761 255

(herein after referred to as the 'Licensee'), and granted pursuant to the *Petroleum Act* 1940 in relation to all regulated resources except a source of geothermal energy in respect of the area described below, and subject to the conditions set out below and the provisions of the *Cooper Basin (Ratification) Act* 1975 and the *Petroleum Act* 2000, to have effect from 7 October 2007.

### **DESCRIPTION OF AREA**

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

### **TERMS AND CONDITIONS**

1. Scope of Rights

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For the avoidance of doubt:

- (a) in addition to all operations authorised by a Production Licence granted under the *Petroleum Act 2000* in relation to all regulated resources except a source of geothermal energy, the Licensee is authorised under this Licence to conduct all operations authorised by Petroleum Production Licence No. 38, pursuant to section 33 of the *Petroleum Act 1940* immediately prior to commencement of the *Petroleum Act 2000*; and
- (b) nothing in this Licence affects the rights of the Licensee pursuant to the *Cooper Basin (Ratification) Act 1975.*

### 2. Security

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- 2.1 For the purpose of ensuring the due and proper performance of the Licensee's obligations under this Licence and the *Petroleum Act 2000,* the Licensee shall provide security in the amount of \$50,000 in the form of either:
  - (a) cash; or
  - (b) an unconditional, irrevocable bank guarantee or letter of credit in a form, and from a financial institution, approved by the Minister, ("the Security").
- 2.2 The Security shall be reviewed periodically, and during the term of the Licence if in the opinion of the Minister it is reasonable to increase the Security amount, provide additional security or substitute another security for the existing Security, the Licensee must comply with the Minister's request within 28 days after being requested in writing by the Minister to do so.
- 2.3 Interest will not be payable by the Minister to the Licensee on any cash Security.
- 2.4 All charges incurred by the Licensee in obtaining and maintaining the Security shall be met by the Licensee.
- 2.5 If this Licence is surrendered or cancelled and the Minister is satisfied that there are no further obligations under this Licence or the *Petroleum Act 2000*, the Minister will return the Security to the Licensee.

#### 3. Insurance

- 3.1 The Licensee must:
  - (a) upon commencement of regulated activities under this Licence, maintain in force during the term of this Licence public liability insurance to cover regulated activities under this Licence (including sudden and accidental pollution) in the name of the Licensee for a sum not less than twenty million dollars (\$20,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time reasonably require;
  - (b) maintain in force during the drilling of any well or operation in any well, control of well insurance in the name of the Licensee for a sum not less than ten million dollars (\$10,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time reasonably require;
  - (c) upon request by the Minister, provide the Minister with a cover note or certificate of currency of each insurance policy referred to in paragraphs (a) and (b).
- 3.2 The Minister in specifying the levels of insurance accepts no liability for the completeness of their listing, the adequacy of the sum insured, the limit of liability, the scoped coverage, the conditions or exclusions of these insurances in respect to how they may or may not respond to any loss, damage or liability.

### 4. Transfer of Liability

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Subject to the *Cooper Basin (Ratification) Act 1975*, a contract or agreement entered into by the Licensee to transfer or accept liability for any well or facility constructed for the purpose of undertaking a regulated activity under the *Petroleum Act 1940* or *2000* cannot transfer, limit or exclude liability under the *Petroleum Act 1940* or *2000* unless written consent of the Minister is obtained.

Date: 10 September 2009

BARRY<sup>1</sup>X. GOLDSTEIN Director Petroleum and Geothermal Minerals and Energy Resources Primary Industries and Resources SA Delegate of the Minister for Mineral Resources Development Executed for and on behalf of each of:

Santos Limited Vamgas Pty Ltd Alliance Petroleum Australia Pty Ltd Reef Oil Pty Ltd Santos Petroleum Pty Ltd Bridge Oil Developments Pty Ltd Santos (BOL) Pty Ltd Basin Oil Pty Ltd Santos (NARNL Cooper) Pty Ltd

by its duly appointed attorney:

Attorney Signature

ALICIA GENET Corporate Lawyer

Attorney Name

27 August 2009 Date

Executed by **Delhi Petroleum Pty Ltd** in accordance with section 127(1) of the Corporations Act by authority of its Directors:

Hector Gordon

Cathy Oster Company Secretary

Name (print)

**Director Signature** 

3/9/00

Date

Executed for and on behalf of **Origin Energy Resources Ltd** in accordance with section 127(1) of the Corporations Act by authority of its Directors: by uts duly appointed Owen Hobbs Eastern Australia Onshore Asset Manager Upstream Oil & Gas Australia

orney Name (print)

Attorney

<del>Director S</del>ignature

1-09-09

Date Inst 03308 doc

## SCHEDULE

### PETROLEUM PRODUCTION LICENCE

## **PPL 38**

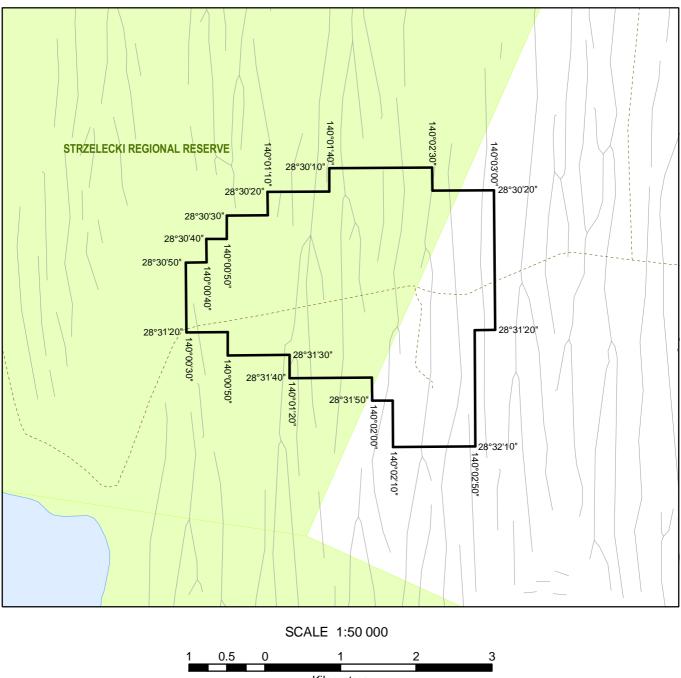
## **DESCRIPTION OF AREA**

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

Commencing at a point being the intersection of latitude 28°30'10"S AGD66 and longitude 140°01'40"E AGD66, thence east to longitude 140°02'30"E AGD66, south to latitude 28°30'20"S AGD66, east to longitude 140°02'50"E AGD66, south to latitude 28°31'20"S AGD66, west to longitude 140°02'50"E AGD66, south to latitude 28°32'10"S AGD66, west to longitude 140°02'10"E AGD66, north to latitude 28°31'50"S AGD66, west to longitude 140°02'00"E AGD66, north to latitude 28°31'40"S AGD66, west to longitude 140°01'20"E AGD66, north to latitude 28°31'30"S AGD66, west to longitude 140°00'50"E AGD66, north to latitude 28°31'30"S AGD66, west to longitude 140°00'50"E AGD66, north to latitude 28°31'20"S AGD66, west to longitude 140°00'30"E AGD66, north to latitude 28°30'50"S AGD66, east to longitude 140°00'40"E AGD66, north to latitude 28°30'50"S AGD66, east to longitude 140°00'40"E AGD66, north to latitude 28°30'40"S AGD66, east to longitude 140°00'40"E AGD66, north to latitude 28°30'20"S AGD66, east to longitude 140°01'40"E AGD66, north to latitude 28°30'20"S AGD66, east to longitude 140°01'40"E AGD66, north to latitude 28°30'20"S AGD66, east to longitude 140°01'40"E AGD66, north to latitude 28°30'20"S AGD66, east to longitude 140°01'40"E AGD66, north to latitude 28°30'20"S AGD66, east to longitude 140°01'40"E AGD66, north to latitude 28°30'20"S AGD66, east to longitude 140°01'40"E AGD66,

AREA: 10.2 square kilometres approximately.

 $\mathbf{v}^{2}$ 



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) and the schedule.

## THE PLAN HEREINBEFORE REFERRED TO

## DIRKALA FIELD

## **PETROLEUM PRODUCTION LICENCE NO: 38**



**Government of South Australia** 

Primary Industries and Resources SA

SR 28/1/109

## Petroleum Act 2000 S.115

## 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, 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, 76, 77, 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, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136. 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199 and Pipeline Licence (PL) 2.

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.

GAUL

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

General Counsel
0 6 DEC 2005
 Legai Services/ Group Secretariat

Santos Limited Attn: Graham Bollenhagen GPO Box 2455 Adelaide SA 5001

## **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.

am l

Jeffrey Lucy Chairman



Form 242

Remove this top section if desired before framing

## Petroleum Act 2000 S.115

## 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, 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, 76, 77, 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, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199 and Pipeline Licence (PL) 2.

- 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

Santos Limited Attn: Graham Bollenhagen GPO Box 2455 Adelaide SA 5001

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## **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.

am l

Jeffrey Lucy Chairman



## Petroleum Act 2000 S.115

### 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, 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, 76, 77, 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, 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, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199

#### 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.

Damp Doldst

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

Date: 23 November 2005

### Petroleum Act 2000 S.115

### **MEMORANDUM**

PETROLEUM PRODUCTION LICENCES 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 22, 23, 24, 25, 26, 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, 76, 77, 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, 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, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199

**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;
- SA 2004-44 DPPL Security dated 21 May 2004 between Delhi Petroleum Pty Ltd and Westpac Banking Corporation.

faul Adlour

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

## Petroleum Act 2000 S.115(2)(e) S.117(2)(b)

## 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, 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, 76, 77, 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, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198 and 199

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.

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

Date: 15 October 2002

SENT BY: OMV AUSTRALIA;

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000 MON 14:37 FAX 81 8 92235004 OMV AUSTRALIA PTY LTD

Form 242

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FREEHILL HOLLINGDALE & PAGE AMP BUILDING 22nd Fi 140 ST Georges Terrace PERTH WA \$000



## **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.

Va lamero

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.

Certificate of Registration on Change of Name dated 24 February 2000.
 Boral Energy Resources Ltd is now known as Origin Energy Resources Ltd.

J S ZABROWARNY

MANAGER PETROLEUM LICENSING AND ROYALTIES

13 March 2000

24/02/00 14:37 +61 8 8223 4405 User: MARKK Host: BETAl.oca.boral.com.au Class: Job: MARKK\_TRLRP

> CLAYTON UTZ 1 O'Connell Street SYDNEY NSW 2000

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## **Certificate of Registration on Change of Name**



**⊈**]002

NO. 462 . D04

This is to certify that

### BORAL ENERGY RESOURCES LEMITED

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.

Marlamera

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

NOVUS PETROLEUM LIMITED Level 9 321 Kent Street SYDNEY NSW 2000

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## 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.

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Alan Cameron Chairman

SR 27/2/4 V27

502 0105 001

## **MEMORANDUM**

### PETROLEUM ACT 1940 SECTION 44

### PEL 5 & 6

All Farmout Areas

PPLs 6 to 20, 22 to 61 and 63 to 84, PL 2

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

- Certificate of Registration on Change of Name dated 12 June 1997.

Crusader Resources NL is now known as Gulf (Aust) Resources NL.

M COLELLA A/MANAGER, PETROLEUM ADMINISTRATION

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CORRS CHAMBERS WESTGARTH COMALCO PLACE 12 CREEK ST BRISBANE OLD 4000



AUSTRALIAN SECURITIES COMMISSION

## Certificate of Registration. on Change of Name

Corporations Law Sub-section 171 (12)

This is to certify that

### **CRUSADER RESOURCES N.L.**

Australian Company Number 004 761 255

did on the twelfth day of June 1997 change its name to

#### **GULF (AUST) RESOURCES N.L.**

#### 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.

> Given under the seal of the Australian Securities Commission on this twelfth day of June, 1997.

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Alan Cameron Chairman

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### M E M O R A N D U M

## 502 0105 003

### PETROLEUM EXPLORATION LICENCE NO 5 & 6

### FARMOUT AREAS AND PETROLEUM PRODUCTION LICENCES

This memorandum will confirm that on 17 fermany 1997 I approved the lodgement of the following documents onto the Petroleum Register which confirms the approved provisions as contained in the Minister for Mines' letter dated 20 December 1996.

- Deed of Assignment and Transfer dated 20 December 1996 between Santos Ltd (Santos), Delhi Petroleum Pty Ltd (Delhi), Santos Petroleum Pty Ltd (Santos Petroleum), Boral Energy Resources Ltd (Boral), Vamgas Pty Ltd (Vamgas), Bridge Oil Developments Pty Ltd (BOD), Santos (BOL) Pty Ltd (BOL), Reef Oil Pty Ltd (Reef), Alliance Petroleum Australia Pty Ltd (Alliance), Basin Oil NL (Basin) and Crusader Resources NL (Crusader).
- New JOA Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.
- Deed of Amendment Unit Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.
- Deed of Amendment Downstream Cross Charge dated 20 December 1996 between Santos, Delhi, Santos Petroleum, Boral, Vamgas, Crusader, BOD, BOL, Reef, Alliance and Basin.

Interests in the following areas and licences are now as follows and effective from 1 January 1992.

Farmout Areas	PPLs	Licensees	Interests %
Patchawarra	6 to	Santos	40.70
Central	20	Vamgas	8.51
<ul> <li>Merrimelia -</li> </ul>	22 to	Alliance	3.97
Innamincka	25	Reef	1.97
• Murta	27 to	Santos Petroleum	0.40
<ul> <li>Tinga-Tingana</li> </ul>	61	BOD	3.99
<ul> <li>Patchawarra</li> </ul>	63 to	BOL	0.21
South West	75	Boral	13.19
<ul> <li>Nappacoongee -</li> </ul>	78 to	Delhi	20.21
Murteree	83	Basin	2.10
<ul> <li>Lake Hope</li> </ul>		Crusader	<u>4.75</u>
• Moomba			100.00
<ul> <li>Toolachee</li> </ul>			
<ul> <li>Haddon</li> </ul>			

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Clifton Koongherra

Ŕ A LAWS

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DIRECTOR, PETROLEUM DIVISION Delegate of the Minister for Mines

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### MEMORANDUM

Petroleum Exploration Licences 32 and 40

Petroleum Exploration Licence 5 and 6.

Petroleum Production Licences Nos 6 to 20, 22 to 72

All PEL 5 and 6 Farmout Areas

Pipeline Licences 2 and 5

Receipt of a Certificate of Registration on Change of Name dated 1 September 1995 is hereby entered on the Petroleum Register.

SAGASCO Resources Ltd has changed its name to Boral Energy Resources Ltd.

Zabrowarny

MANAGER PETROLEUM ADMINISTRATION

5 September 1995

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Alan Cameron Chairman

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## PETROLEUM EXPLORATION LICENCES 5 AND 6

## All Farmout Areas

Petroleum Production Licences 6 to 20, 22 to 61, 63 to 72

Receipt of a Certificate of Registration on Conversion to a Proprietary Company is hereby entered on the Petroleum Register.

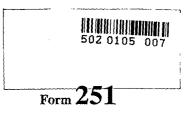
Vamgas Ltd is now Vamgas Pty Ltd.

J.S. Zabrowarny MANAGER PETROLEUM ADMINISTRATION

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F08181.MC(24 July 1995)



SANTOS LIMITED ATTN: GRAHAM BOLLENHAGEN GPO BOX 2319 ADELAIDE SA 5001

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# **Certificate of Registration on Conversion to a Proprietary Company**

Corporations Law Sub-section 168 (3)

This is to certify that

VAMGAS LTD.

-

Australian Company Number 006 245 110

on the nineteenth day of January 1995 converted to a proprietary company.

The name of the company is now

## VAMGAS PTY LTD

Australian Company Number 006 245 110

The company is taken to be registered as a company under the Corporations Law of Victoria.

Given under the seal of the Australian Securities Commission on this nineteenth day of January, 1995.

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Alan Cameron Chairman



AUSTRALIAN SECURITIES COMMISSION

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SR 27/2/4 Vol 25

## MEMORANDUM

Petroleum Exploration Licence's 5 and 6

Petroleum Production Licence's 6 to 20, 22 to 61, 63 to 72

Pipeline Licence No. 2

1

Crusader Resources NL Westpac Banking Corporation

Receipt of the following document is hereby entered on the Petroleum Register pursuant to delegated powers dated 3 December 1993, Gazetted 9 December 1993 page 2916:

-Deed of Variation of Charge dated 17 May 1994 entered onto by Crusader Resources NL and Westpac Banking Corporation.

This Memorandum is an adjunct to Memorandum dated 10 May 1991 in respect of Fixed and Floating Charge dated 25 August 1989 and Deed of Variation of Charge dated 5 November 1990.

AWS

DIRECTOR, OIL, GAS & COAL DIVISION DELEGATE OF THE MINISTER FOR MINES & ENERGY

n 16 194

F07092 MC

## PELs 5 and 6

Farmout Areas and Petroleum Production Licences 6 to 20, 22 to 61 and 63 to 72.

- (1) Deed of Consent and Assumption dated 9 March 1994 between Santos Ltd, Crusader Resources NL, Alliance Petroleum Australia NL, Basin Oil NL, Bridge Oil Developments Pty Ltd, Bridge Oil Ltd, Delhi Petroleum Pty Ltd, Reef Oil NL, Sagasco Resources Ltd, Santos Petroleum Pty Ltd, Vamgas Ltd, Australian Hydrocarbons Ltd, Claremont Petroleum NL, Oil Company of Australia Ltd, The Australian Gas Light Company, Pipelines Authority of South Australia and Executor Trustee Australia Ltd.
- (2) JOA Cross Charge 50/40/10 JOA dated 9 March 1994 between Crusader Resources NL, Santos Ltd, Delhi Petroleum Pty Ltd, Sagasco Resources Ltd and Vamgas Ltd.
- (3) JOA Cross Charge Merrimelia-Innamincka JOA dated 9 March 1994 between Crusader Resources NL, Santos Ltd, Alliance Petroleum Australia NL, Delhi Petroleum Pty Ltd, Sagasco Resources Ltd and Vamgas Ltd.
- (4) Covenant and Acknowledgment from Santos Ltd and Crusader Resources NL to Basin Oil NL dated 8 March 1994.

The above documents are as an adjunct to the transfer as contained in the Deed of Assignment and Transfer dated 20 December 1003 between Santos Ltd and Crusader Resources NL which was approved on 17 March 1994 and do not require further approval pursuant to the Petroleum Act, 1940.

A copy of each of the abovementioned documents has been retained on the Petroleum Register.

R A LAWS DIRECTOR, OIL GAS AND COAL Delegate of the Minister for Mines and Energy

## Petroleum Exploration Licences 5 and 6

## Farmout Areas and Petroleum production Licences

This memorandum will confirm that on <u>March</u> 1994 I consented to the transfer as contained in the following documentation in relation to the following areas pursuant to delegated powers dated 3 December 1993, Gazetted 9 December 1993, page 2916.

- Deed of Assignment and Transfer dated 20 December 1993 between Santos Ltd and Crusader Resources N L.

The Assignment and Transfer can take effect as from 1 January 1992 as provided by the abovementioned document.

Interests in the following areas and licences are now as follows.

<u>Farmout</u> <u>Area</u>	PPL	LICENCEES	FORMER INTERESTS %	<u>REVISED</u> INTERESTS %
Moomba	6-7-8-9 10-11-51	Santos Ltd (Santos) Delhi Petroleum Pty Ltd(Delhi) Vamgas Ltd (Vamgas) Sagasco Resources Ltd (SAGASCO) Crusader Resources NL (Crusader)	50.0 30.0 10.0 ) 10.0	45.25 30.0 10.0 10.0 4.75
Toolachee	12-13-14 23-24-25 40-41-58 69-71-72	Santos Delhi Vamgas SAGASCO Crusader	50.0 30.0 10.0 10.0	45.25 30.0 10.0 10.0 4.75
Nappacoongee/ Murteree	15-16-22 30-34-36 39	Santos Crusader Delhi Vamgas SAGASCO	35.0 30.0 21.0 7.0 7.0	60.25 4.75 21.0 7.0 7.0
Merrimelia/ Innamincka	17-27-33 35-42-43 44-52-56 68	Alliance Petroleum Aust NL Santos Delhi Vamgas SAGASCO Crusader	50.0 25.0 15.0 5.0 5.0	50.0 20.25 15.0 5.0 5.0 4.75

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Patchawarra	18-19-20	Santos.	25.0	20.25
Central	29-50-55	Bridge Oil Developments Pty Ltd	23.75	23.75
		Delhi	15.0	15.0
		Basin Oil NL	12.50	12.50
		Reef Oil NL	12.50	12.50
		Vamgas	5.0	5.0
		SAGASCO	5.0	5.0
		Bridge Oil Ltd	1.25	1.25
		Crusader	- '	4.75
Patchawarra	26	Vamgas	43.75	43.75
East		Santos	28.571	25.6022
		Delhi	17.143	17.143
		SAGASCO	10.536	10.536
		Crusader	-	2.9688
Patchawarra	28-48-	SAGASCO	30.0	30.0
South West	49-66	Santos	35.0	30.25
		Vamgas	20.0	20.0
		Delhi	15.0	15.0
		Crusader	-	4.75
Murta	31-32-37	Santos	45.0	40.25
	38-53-54	Delhi	27.0	27.0
	57-59-60	Vamgas	14.0	14.0
	61-65-67	SAGASCO	14.0	14.0
	70	Crusader	-	4.75
Lake Hope	45-46-47	Santos	52.0	47.25
	63-64	Delhi	30.0	30.0
		SAGASCO	10.0	10.0
		Vamgas	8.0	8.0
		Crusader	-	4.75
Clifton		Santos	50.0	45.25
		Delhi	30.0	30.0
		Vamgas	10.0	10.0
		SAGASCO	10.0	10.0
		Crusader	-	4.75
Haddon		Santos	52.50	47.75
-		Delhi	30.0	30.0
		Vamgas	8.75	8.75
		SAGASCO	8.75	8.75
		Crusader	-	4.75
Koonchera		Santos	50.0	45.25
		Delhi	30.0	30.00
		Vamgas	10.0	10.0
		Vamgas SAGASCO	10.0 10.0	10.0 10.0

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		502 0105 012
Santos	45.0	40.25 27.0
Delhi	27.0	14.0
Vamgas SAGASCO	14.0	14.0 4.75
Crusader	-	

This Memorandum is hereby entered on the Petroleum Register.

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AWS DIRECTOR, OIL, GAS & COAL DIVISION Delegate of the Minister for Mines and Energy 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) (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 502 0105 020 b)

NATIONAL COMPANIES AND SECURITIES COMMISSION

Registered No.: 40742M
 Sub-section 72 (9)
 COPY OF
 COMPANIES (SOUTH AUSTRALIA) CODE

## .

## CERTIFICATE OF INCORPORATION ON CHANGE OF NAME OF COMPANY

( This is to certify that SOUTH AUSTRALIAN OIL & GAS CORPORATION LTD. originally called: SOUTH AUSTRALIAN OIL & GAS CORPORATION PTY. LTD.

which was on the 9th day of September 19 77 incorporated under the Companies Act, 1962

as a public X proprietary company, on the 17th day of June 19 88changed its name to

SAGASCO RESOURCES LIMITED

and that the company is a public/proprietxoy company, and is a company limited by shares.

Given under the seal of the National Companies and Securities Commission at Adelaide, on this

17th ,19 88. June person authorised by the Corporate Affairs Commission for South Australia. Delegate of the National Companies ind Securities Commission. 

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#### THE SOUTH AUSTRALIAN GOVERNMENT GAZETTE

#### GRANT OF PETROLEUM PRODUCTION LICENCE

#### Department of Mines and Energy, Parkside, 7 October 1986

R. G. PAYNE, Minister of Mines and Energy

NOTICE is hereby given that the undermentioned petroleum production licence has been granted under the provision of the Petroleum Act, 1940.

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No. of Licence	Licensees	Locality	Date of Expiry	Area in km <sup>2</sup>	Reference
37	SANTOS Limited, Delhi Petroleum Pty Ltd, Vamgas Ltd, South Australian Oil & Gas Corporation Pty Ltd, Hartogen Energy Limited	Spencer Field in the Cooper Basin	6 October 2007	7.64	SR28.1.108

#### 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°09'50'S and longitude 139°50'50"E thence east to longitude 139°51'20"E, south to latitude 28°10'00"S, east to longitude 139°51'50"E, south to latitude 28°10'00"S, east to longitude 139°51'20"E, south to latitude 28°11'00"S, west to longitude 139°52'10"E, south to latitude 28°11'00"S, west to longitude 139°50'50"E, north to latitude 28°11'40"S, west to longitude 139°50'40"E, north to latitude 28°10'30"S, west to longitude 139°50'30"E, north to latitude 28°10'10"S, west to longitude 139°50'40"E, north to latitude 28°10'30"S, west to longitude 139°50'30"E, north to latitude 28°10'10"S, east to longitude 139°50'40"E, north to latitude 28°10'30"S, west to longitude 139°50'30"E, north to latitude 28°10'10"S, east to longitude 139°50'50"E, north to latitude 28°10'10"S, east to longitude 139°50'50"E, north to latitude 28°10'30"S, west to longitude 139°50'30"E, north to latitude 28°10'10"S, east to longitude 139°50'50"E, north to latitude 28°10'10"S, east to longitude 139°50'40"E, north to latitude 28°10'30"S, west to longitude 139°50'30"E, north to latitude 28°10'10"S, east to longitude 139°50'50"E, north to latitude

#### GRANT OF PETROLEUM PRODUCTION LICENCE

Department of Mines and Energy, Parkside, 7 October 1986

NOTICE is hereby given that the undermentioned petroleum production licence has been granted under the provision of the Petroleum Act, 1940.

R. G. PAYNE, Minister of Mines and Energy

No. of Licence	Licensees	Locality	Date of Expiry	Area in km <sup>2</sup>	Reference
38	SANTOS Limited, Delhi Petroleum Pty Ltd, Vamgas Ltd, South Australian Oil & Gas Corporation Pty Ltd, Hartogen		6 October 2007	10.21	SR28.1.109
	Energy Limited				•

#### 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°30'10"S and longitude 140°01'40"E thence east to longitude 140°02'30"E, south to latitude 28°30'20"S, east to longitude 140°03'00"E, south to latitude 28°31'20"S, west to longitude 140°02'10"E, north to latitude 28°31'20"S, west to longitude 140°02'10"E, north to latitude 28°31'20"S, west to longitude 140°02'00"E, north to latitude 28°31'20"S, west to longitude 140°01'20"E, north to latitude 28°31'20"S, west to longitude 140°00'50"E, north to latitude 28°31'20"S, west to longitude 140°00'50"E, north to latitude 28°31'20"S, west to longitude 140°00'30"E, north to latitude 28°31'20"S, east to longitude 140°00'30"E, north to latitude 28°30'50"S, east to longitude 140°01'10"E, north to latitude 28°30'20"S, east to longitude 140°01'20"E, north to latitude 28°30'20"S, east to longitude 140°00'30"E, north to latitude 28°30'20"S, east to longitude 140°01'20"E, north to latitude 28°30'20"S, east to longitude 140°01'40"E and north to the point of commencement. All the 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.

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#### MEMORANDUM ------

Petroleum Production Licence No. 38 (Dirkala) 

- This licence granted on n = 10/86 is hereby entered on the Petroleum Register. 1.
- A security in the form of a  $$4\ 000$  bank guarantee has been lodged with respect to this licence. 2.
- 3. Interests in the licence are as follows:-
  - SANTOS Limited 45%
  - Delhi Petroleum Pty. Ltd. 27% .
  - Vamgas Ltd. 14% .
  - South Australian Oil & Gas Corporation Pty. Ltd. 9% Hartogen Energy Limited 5%

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MINISTER OF MINES AND ENERGY 

(11125254)

## PETROLEUM ACT 1940

## PETROLEUM PRODUCTION LICENCE NO. 38

I, RONALD GEORGE PAYNE, Minister of Mines and Energy State of South Australia pursuant to the provisions of the Petroleum Act 1940 and all other enabling powers HEREBY GRANT to:

- . SANTOS LIMITED, whose registered office is situated at 39 Grenfell Street, Adelaide, South Australia, 5000 ("SANTOS")
- DELHI PETROLEUM PTY. LTD., whose registered office is situated at 101 Grenfell Street, Adelaide, South Australia, 5000 ("Delhi")
- VAMGAS LIMITED, whose registered office is situated at 385 Bourke Street, Melbourne, Victoria, 3000 ("Vamgas")
- . SOUTH AUSTRALIAN OIL & GAS CORPORATION PTY. LTD., whose registered office is situated at 60 Hindmarsh Square, Adelaide, South Australia, 5000 ("SAOG")

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HARTOGEN ENERGY LIMITED, whose registered office is situated at 15 Young Street, Sydney, New South Wales, 2000 ("Hartogen")

### 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. 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.

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### Declaration

As between the Licensees 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:-

SANTOS	Forty-five per centum	(45%)
Delhi	Twenty-seven per centum	(27%)
Vamgas	Fourteen per centum	(14%)
SAOĞ	Nine per centum	(9%)
Hartogen	Five per centum	( 5%)

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 31st day of December, 1979 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 <u>PROVIDED THAT</u> 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.

ADELAIDE this

THE COMMON SEAL of <u>SANTOS LIMITED</u> was hereto affixed in the presence of:

(Director)

(Secretary)

17 3 502 0105 025 THI PR COMMON SEAL THE COMMON SEAL of DELHI PETROLEUM PTY. LTD. was hereto affixed in the presence of: Lulionh (Secretary) (Director) THE COMMON SEAL of VAMGAS LIMITED was hereto affixed in the presence of: (Director) (Secretary) THE COMMON SEAL of SOUTH AUSTRALIAN OIL & GAS CORPORATION PTY.LTD. was hereto affixed in the presence of: COMMON PI I, いたい SEAL (Director) (Secretary) \* #819 THE COMMON SEAL of HARTOGEN ENERGY LIMITED was hereto affixed in the presence of ENERG Common ΰ ٢ 0 Seal (Director) (Secretary) 0 \*

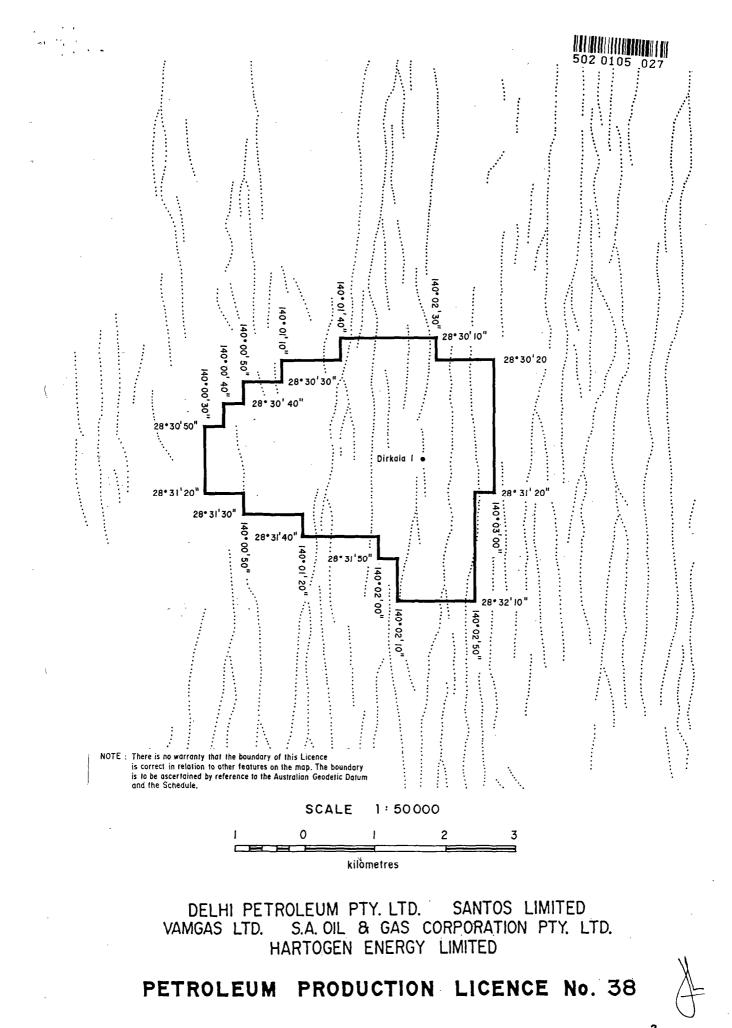
## SCHEDULE TO PETROLEUM PRODUCTION LICENCE No: 38.

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

Commencing at a point being the intersection of latitude 28°30'10" S and longitude 140°01'40" E thence east to longitude 140°02'30" E, south to latitude 28°30'20" S, east to longitude 140°02'50" E, south to latitude 28°31'20" S, west to longitude 140°02'50" E, south to latitude 28°31'50" S, west to longitude 140°02'10" E, north to latitude 28°31'50" S, west to longitude 140°02'00" E, north to latitude 28°31'40" S, west to longitude 140°01'20" E, north to latitude 28°31'40" S, west to longitude 140°01'20" E, north to latitude 28°31'30" S, west to longitude 140°00'50" E, north to latitude 28°31'20" S, west to longitude 140°00'50" E, north to latitude 28°30'50" S, east to longitude 140°00'40" E, north to latitude 28°30'50" S, east to longitude 140°00'50" E, north to latitude 28°30'50" S, east to longitude 140°00'50" E, north to latitude 28°30'50" S, east to longitude 140°00'50" E, north to latitude 28°30'20" S, east to longitude 140°01'10" E, north to latitude 28°30'20" S, east to longitude 140°01'40" E and north to the point of commencement.

All the 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 October 6, 1966.

AREA: 10.21 square kilometres (approximately).



DEPT. OF MINES & ENERGY - S. A.

SR 28/1/109

AREA 10.21 km<sup>2</sup> (approx.)

This memorandum will certify that I have today approved the following three dealings pursuant to Section 42 of the Petroleum Act.

- (1) The Assignment of the 25% interest of Hartogen Energy Limited (HEL) to SAGASCO Resources Limited (SAGASCO) in the Patchawarra South West Block and in Petroleum Production Licence No. 28 as contemplated in the 'Deed of Assignment and Assumption Patchawarra South-West Block Joint Operating Agreement' dated 22 February 1990 between Santos Limited (Santos), Delhi Petroleum Pty Limited (Delhi), Vamgas Limited (Vamgas), Australian Petroleum Development Pty Limited (APD), HEL and SAGASCO.
  - (2) The Assignment of the 5% interest of HEL to SAGASCO in the Murta Block and in the Petroleum Production Licences 31, 32, 37, 38, 53 and 54 as contemplated in the 'Deed of Assignment and Assumption Murta Block Joint Operating Agreement' dated 22 February 1990 between Santos, Delhi, Vamgas, HEL and SAGASCO.
  - (3) The Assignment of the 5% interest of HEL to SAGASCO in the Tinga Tingana Block Joint Operating Agreement' dated 22 February 1990 between Santos, Delhi, Vamgas, HEL and SAGASCO.

Consequently, the Interests have now changed as follows:

		a who Wast	Murta Block and PPLs		Tinga Tingana Block	
	Patchawarra South West Block and PPL 28		31, 32, 37, 38, 53 654		Previous	Revised
Company	Previous	Revised Interest %	<u>Previous</u> Interest %	Revised Interest %	Interest %	Interest %
Santos Delhi Vamgas	<u>Interest %</u> 25 15 20 25	25 15 20	45 27 14 5 9	45 27 14 	45 27 14 5 9	45 27 14 - 14
HEL SAGASCO APD	5 10 100	30 10 100		100	100	100

The following documents were also submitted for my consideration but did not require formal consent pursuant to Section 42 of the Petroleum Act:-

- (1) Deed entitled 'Sale and Purchase of Assets South Australia' dated 19 December 1989 between HEL and SAGASCO.
- (2) 'Deed of Variation' dated 22 February 1990 between HEL and SAGASCO.

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One copy of all five documents and this Memorandum are hereby entered on the Petroleum Register.

PELO 5+6 Refer V.25

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18/8/1990

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