

INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PIPELINE LICENCE PL 16

1. 23 February 2005 Grant of Pipeline Licence PL 16 –
Interests:
Origin Energy Retail Limited 100%
Expiry Date: 22 February 2026
2. 23 February 2005 Memorandum entering PL 16 on the public register
3. 3 March 2005 Gazettal of Grant of Pipeline Licence PL 16
4. 17 March 2005 Memorandum entering notation of receipt of security on the public register.
5. 6 April 2006 Memorandum entering variation on the public register
6. 6 April 2006 Variation of Pipeline Licence PL 16
7. 13 April 2006 Gazettal of variation of Pipeline Licence PL 16
8. 28 May 2007 Notation of Transfer dated 11 May 2007 transferring licence from Origin Energy Retail Limited to APT Pipelines (SA) Pty Limited.
Ref: SA 2007-19

Interests in the Licence are:

APT Pipelines (SA) Pty Limited 100%
9. 11 October 2007 Memorandum noting revision to Security Arrangements

Petroleum Act 2000
S.115

MEMORANDUM

PIPELINE LICENCE
PL 16

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



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

Date: 11 October 2007

File: 28/01/383

**Petroleum Act 2000
S.115**

MEMORANDUM

**PIPELINE LICENCE
PL 16**

SA 2007-19

Notation of registrable dealing as evidenced by Transfer dated 11 May 2007 transferring licence from Origin Energy Retail Limited to APT Pipelines (SA) Pty Limited is hereby entered on the public register.

Interests in the Licence are:

APT Pipelines (SA) Pty Limited 100%



**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: 28 May 2007

28/1/383

PASSENGER TRANSPORT ACT 1994

Appointment of Prescribed Officers

NOTICE is hereby given that the following person has been appointed by the Minister for Transport as a Prescribed Officer under section 57 of the Passenger Transport Act 1994:

Jeanne Nesbitt

Dated 4 April 2006.

J. HORNE, Chief Executive, Department for Transport, Energy and Infrastructure

PASSENGER TRANSPORT (REGULAR PASSENGER SERVICES; CONDUCT OF PASSENGERS) REGULATIONS 1994

Authorisation of Persons to Issue Expiation Notices

NOTICE is hereby given that the following person has been appointed by the Minister for Transport to issue Expiation Notices under Regulation 39 of the Passenger Transport (Regular Passenger Services; Conduct of Passengers) Regulations 1994.

Jeanne Nesbitt

Dated 4 April 2006.

J. HORNE, Chief Executive, Department for Transport, Energy and Infrastructure

PETROLEUM ACT 2000

Surrender of Associated Facilities Licences—AFL 26 and AFL 27 (Adjunct to Petroleum Exploration Licence—PEL 115)

NOTICE is hereby given that I have accepted surrender of the abovementioned Associated Facilities Licence with effect from and including 16 May 2006, under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573.

Description of Areas

AFL 26

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

Commencing at a point being the intersection of latitude 28°30'54"S GDA94 and longitude 140°38'48"E GDA94, thence east to longitude 140°40'00"E AGD66, south to latitude 28°32'12"S GDA94, west to longitude 140°38'48"E GDA94 and north to the point of commencement.

Area: 4.99 km² approximately.

AFL 27

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

Commencing at a point being the intersection of latitude 28°32'12"S GDA94 and longitude 140°38'48"E GDA94, thence east to longitude 140°40'00"E AGD66, south to latitude 28°33'30"S GDA94, west to longitude 140°38'48"E GDA94 and north to the point of commencement.

Area: 4.99 km² approximately.

Dated 7 April 2006.

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

PETROLEUM ACT 2000

Variation of Pipeline Licence—PL 16

NOTICE is hereby given that under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573, the conditions of the abovementioned Pipeline Licence held by Origin Energy Retail Ltd have been varied as follows:

The pipeline licence is varied by amending the licence granted 23 February 2005, as follows:

- (i) deleting clause 4 and substituting the following:

'4 GENERAL DESCRIPTION OF PIPELINE

The pipeline will include:

4.1 a steel pipeline for the conveyance of natural gas, being a main pipeline with pipes of an outside diameter (OD) of 219 mm (herein called the 'Mainline') over a route of approximately 22.8 km, commencing at the South Australia/Victoria border approximately 12.5 km north-east of Penola, and proceeding to the following delivery points:

- (a) the insulation joint within the Epic Energy mainline valve compound at the commencement of the South East Pipeline System (PL 3 and 4). This delivery point is fed via a return line from the Ladbroke Grove Pressure Reducing Meter Station. The return line is approximately 0.47 km long and is in addition to the Mainline;
- (b) the property boundary between the Ladbroke Grove Pressure Reducing Meter Station and the Ladbroke Grove Power Station, upstream of the Ladbroke Grove Power Station Gas Turbine 1; and
- (c) the property boundary between the Ladbroke Grove Pressure Reducing Meter Station and the Ladbroke Grove Power Station, upstream of the Ladbroke Grove Power Station Gas Turbine 2;

4.2 a station located at approximately KP 44, known as the Ladbroke Grove Pressure Reducing Meter Station, which includes metering, regulation, pigging facilities and a gas chromatograph;

4.3 a system for mitigating pipeline corrosion;

4.4 a telemetry and communications system on the pipeline and station;

4.5 a remote monitoring and control system for supervision and operation of the pipeline system,

as shown on Schedule 1.1 to this Licence.;

- (ii) deleting clause 5 and replacing with the following:

'5 ROUTE

The pipeline is as constructed with centreline as set out in Schedule 2.1 to this Licence.'

Dated 6 April 2006.

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

THE RENMARK IRRIGATION TRUST

Notice of Water Supply Rate No. 12

AT a meeting of The Renmark Irrigation Trust duly held on 27 February 2006, a Water Supply Rate incorporating an Access Charge of \$126.40 per hectare on all rateable land within the district, and a Delivery Fee of 3.26 cents per kilolitre was declared for the half year ending 30 June 2006. All persons liable are required to pay the amount of the rate, according to the assessment, to the Secretary at the Trust Office.

Dated 3 April 2006.

W. D. MORRIS, Chief Executive Officer/Secretary

Petroleum Act 2000

VARIATION OF PIPELINE LICENCE PL 16

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 section 48(d) of the *Petroleum Act 2000* and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers dated 28 March 2002, Gazetted 11 April 2002, page 1573 hereby vary the conditions of Pipeline Licence PL 16 held by -

Origin Energy Retail Limited ACN 078 868 425

The pipeline licence is varied by amending the licence granted 23 February 2005 as follows:

i deleting clause 4 and substituting the following:

"4 GENERAL DESCRIPTION OF LICENCE

The pipeline will include:

- 4.1 a steel pipeline for the conveyance of natural gas, being a main pipeline with pipes of an outside diameter (OD) of 219 mm (herein called the "Mainline") over a route of approximately 22.8 km, commencing at the South Australia / Victoria border approximately 12.5 km north east of Penola, and proceeding to the following delivery points:
 - (a) the insulation joint within the Epic Energy mainline valve compound at the commencement of the South East Pipeline System (PL3&4). This delivery point is fed via a return line from the Ladbroke Grove Pressure Reducing Meter Station. The return line is approximately 0.47km long and is in addition to the Mainline;
 - (b) the property boundary between the Ladbroke Grove Pressure Reducing Meter Station and the Ladbroke Grove Power Station, upstream of the Ladbroke Grove Power Station Gas Turbine 1; and

- (c) the property boundary between the Ladbroke Grove Pressure Reducing Meter Station and the Ladbroke Grove Power Station, upstream of the Ladbroke Grove Power Station Gas Turbine 2.
- 4.2 a station located at approximately KP 44, known as the Ladbroke Grove Pressure Reducing Meter Station, which includes metering, regulation, pigging facilities and a gas chromatograph.
- 4.3 a system for mitigating pipeline corrosion.
- 4.4 a telemetry and communications system on the pipeline and station.
- 4.5 a remote monitoring and control system for supervision and operation of the pipeline system.

as shown on Schedule 1.1 to this Licence.”

- ii deleting clause 5 and replacing with the following:

“5 ROUTE

The pipeline is as constructed with centreline as set out in Schedule 2.1 to this Licence.”

Dated:

6 April

2006




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

The following signature evidences the consent of the Licensee to the Variation of Conditions of Pipeline Licence PL 16 set out in this document and made pursuant to Section 48(d) of the *Petroleum Act 2000*.

Executed for and on behalf of:

Origin Energy Retail Limited
ACN 078 868 425

Date..... 4 APRIL 2006

Signature..... 

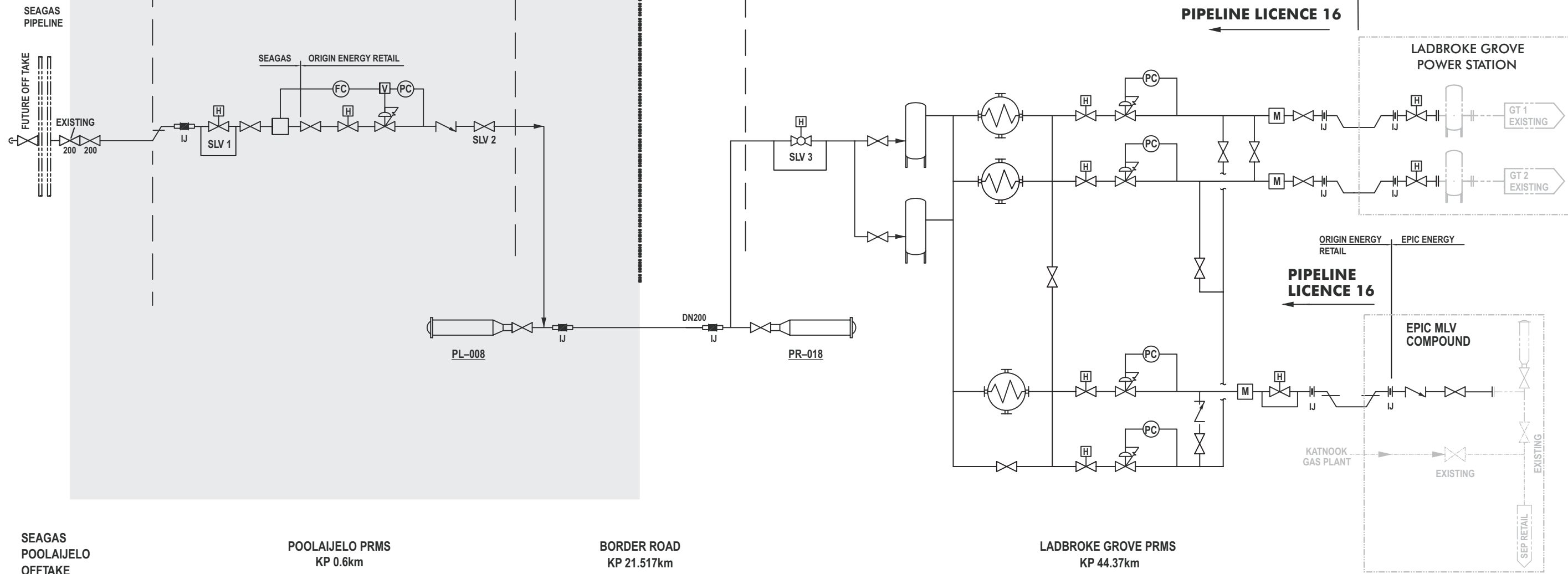
Name..... KAREN ANNE MOSES

Position..... DIRECTOR

**VICTORIAN PORTION OF POOLAIJELO TO LADBROKE GROVE
(licenced under Victorian legislation)**

VICTORIA SOUTH AUSTRALIA

PIPELINE LICENCE 16



SEAGAS
POOLAIJELO
OFFTAKE

POOLAIJELO PRMS
KP 0.6km

BORDER ROAD
KP 21.517km

LADBROKE GROVE PRMS
KP 44.37km

NOTES
1. SEAGAS FACILITIES WILL BE HANDED OVER FLOWING CONSTRUCTION AND COMMISSIONING

SOURCE
ORIGIN ENERGY. DATED 7 FEB 2005, PROJECT NUMBER 04139: DRAWING NUMBER 04139-10-014: REV C (28/2/06)

NOT FOR CONSTRUCTION



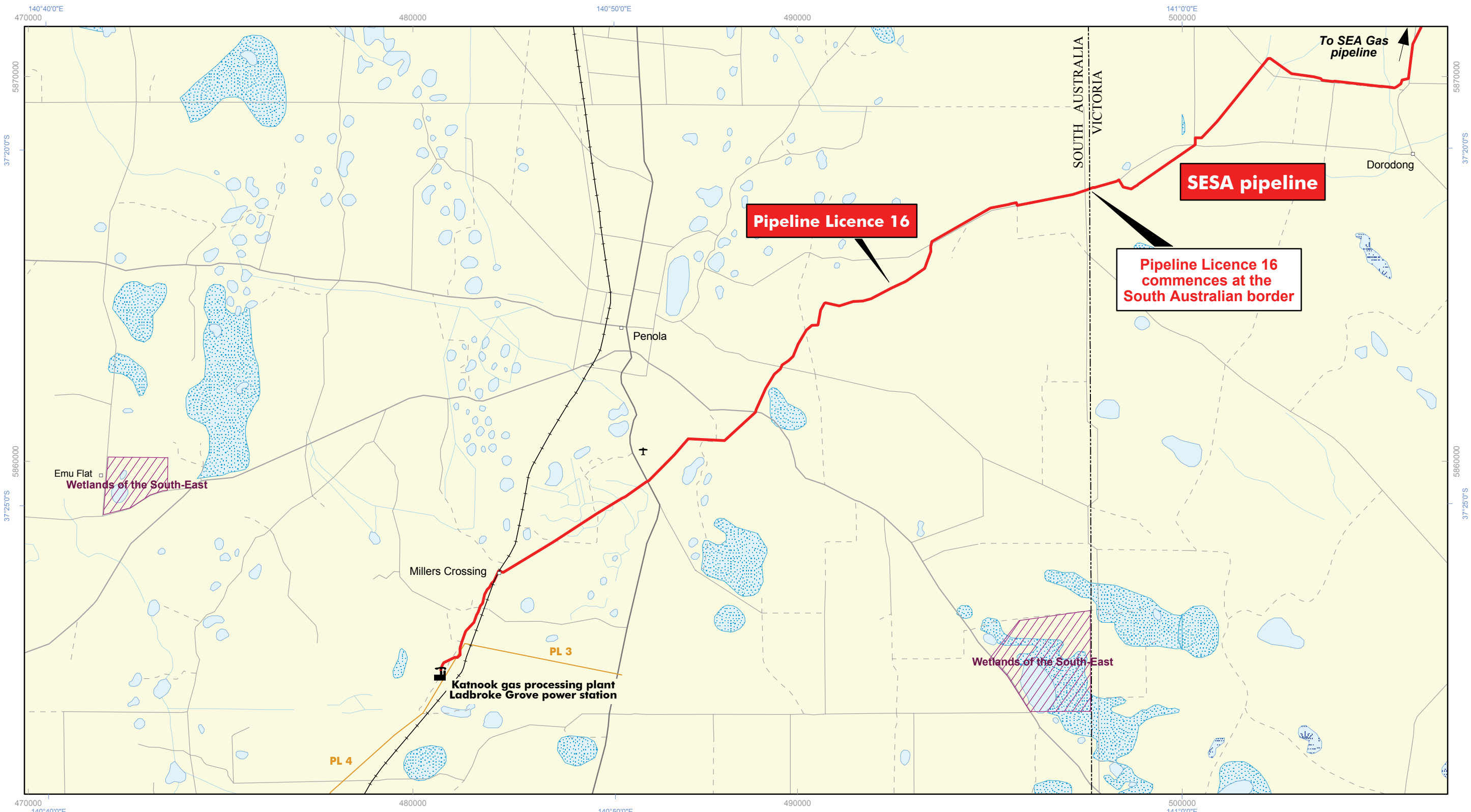
91 Magill Road Stepney
South Australia 5069
Fax (08) 8362 7277
Telephone (08) 8363 2122
www.gpaeng.com.au
CONTRACT REFERENCE - 04139



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**PIPELINE LICENCE 16
SESA PIPELINE
POOLAIJELO TO LADBROKE GROVE PIPELINE
PROCESS FLOW DIAGRAM**

**PETROLEUM ACT 2000
SCHEDULE 1.1**



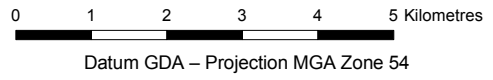
Topographic features

- Processing plant/power station
- Town
- Homestead
- Landing ground
- Lake
- Swamp
- Land subject to inundation
- Drainage

- Highway
- Main road
- Secondary road
- Minor road
- Track
- Railway

Pipeline tenements

- Pipeline licence 16 - as constructed
- Pipeline licence (PL)
- Mining Production Tenement Regulation Area



**Petroleum Act 2000
Schedule 2.1
PIPELINE LICENCE 16**

Petroleum Act 2000
S.115

MEMORANDUM

PIPELINE LICENCE
PL 16

1. Variation of licence conditions is hereby entered on the public register.



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

Date: 6 April 2006

Ref: SR 28/1/383

Petroleum Act 2000
S.115

MEMORANDUM

PIPELINE LICENCE
PL 16

1. Notation of receipt of Banker's Undertaking dated 23 February 2005 is hereby entered on the public register.



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

Date: 17 March 2005

File: 28/1/383

PETROLEUM ACT 2000

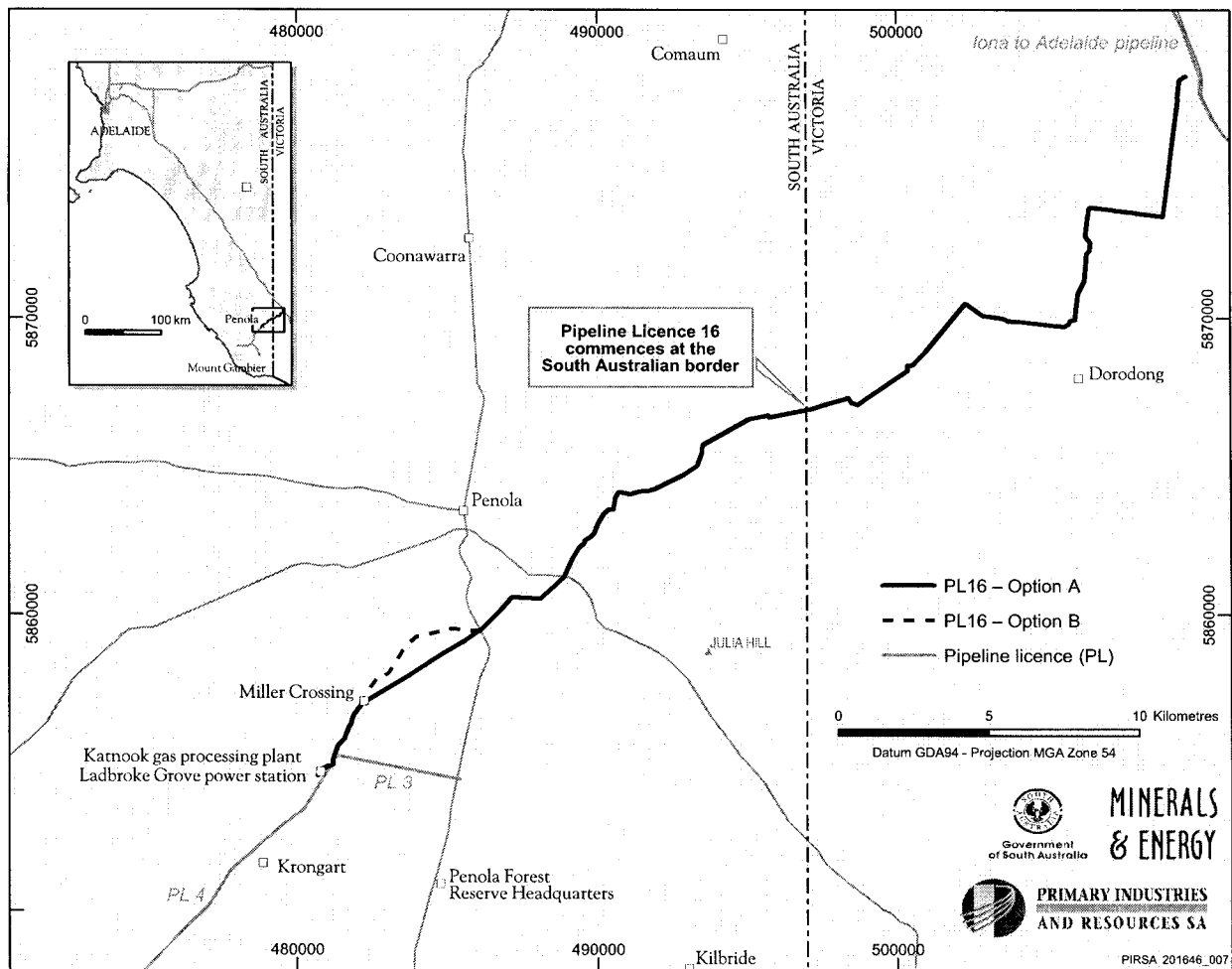
Grant of Pipeline Licence

NOTICE is hereby given that the undermentioned Pipeline Licence has been granted under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573.

No. of Licence	Licensee	Locality	Date of Expiry	Length of Pipeline	Reference
16	Origin Energy Retail Limited	Commencing at the South Australia/Victoria border and terminating at either the Katnook Gas Processing Plant or upstream from the Ladbroke Grove Power Station	22 February 2026	22.7 km or 23.2 km	28/1/383

General Description of the Licence Area

The Pipeline is to be constructed along the route shown on the following map:



Dated 23 February 2005.

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

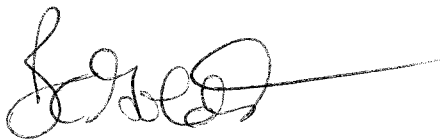
Petroleum Act 2000
S. 115

MEMORANDUM

GRANT OF PIPELINE LICENCE
PL 16

1. Grant of this licence on 23 February 2005 is hereby entered on the public register.
2. Interests in the licence are:

Origin Energy Retail Limited	100%
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3. Expiry Date – 22 February 2026



B A GOLDSTEIN
Director Petroleum
Minerals and Energy Division
Delegate of the Minister for Mineral Resources Development

Date: 23 February 2005

SR 28/01/383

Petroleum Act 2000

PIPELINE LICENCE No 16

I, BARRY ALAN GOLDSTEIN, Director Petroleum, Minerals and Energy Division, Department of Primary Industries and Resources in the State of South Australia, pursuant to the provisions of the Petroleum Act 2000 and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers dated 28 March 2002 (refer Government Gazette dated 11 April 2002 page 1573), HEREBY GRANT to:

Origin Energy Retail Limited
ACN 078 868 425

a Licence to construct and operate a transmission pipeline described in this Licence for the conveyance of petroleum subject to the following terms and conditions:

1 INTERPRETATION

- 1.1 Unless the contrary intention appears, words defined in the *Petroleum Act 2000* or in the *Petroleum Regulations 2000* have the same meaning for the purposes of this Licence.
- 1.2 The "Act" means the *Petroleum Act 2000* and refers to that Act as amended from time to time and any Act enacted in substitution for that Act.
- 1.3 The "Regulations" means the *Petroleum Regulations 2000* and refers to those Regulations as amended from time to time and any Regulations or other statutory instruments made in substitution for those Regulations.
- 1.4 A reference to a "Statement of Environmental Objectives" is a reference to any Statement of Environmental Objectives for the time being approved under the Act in respect of the construction, maintenance modification or operation of the pipeline.
- 1.5 A reference to the "Minister" is a reference to the Minister to whom the administration of the Act is for the time being committed.
- 1.6 The obligations of the Licensee and the powers of the Minister under the terms and conditions of this Licence are to be construed as being consistent with and as cumulative upon the obligations of the Licensee and the powers of the Minister under the Act and the Regulations.

2 TERM

The term of this licence is 21 years commencing on *23 February* 2005, and expiring at midnight on *22 February* 2026.

BK

3 GENERAL PROVISIONS

3.1 The Licensee must design, construct, maintain and operate the pipeline in accordance with the Act, (including the mandatory conditions stipulated by the Act), the Regulations and Statement of Environmental Objectives.

3.2 All regulated activities authorised by this Licence, namely:

- (a) construction of the transmission pipeline; and
- (b) operation of the transmission pipeline,

are classified as requiring high level official supervision, unless the Licensee satisfies the Minister that, in view of the Licensee's demonstrated competence to comply with the requirements of the Act and the conditions of this Licence, the activities should be classified as requiring low level official supervision.

4 GENERAL DESCRIPTION OF PIPELINE

The pipeline will include:

4.1 a steel pipeline for the conveyance of natural gas, being a main pipeline with pipes of an outside diameter (OD) of 219 mm (herein called the "Mainline") over a route of approximately 22.7 km (for option A) or 23.2 km (for option B) commencing at the South Australia / Victoria border and proceeding to a number of delivery points being:

- (a) at a point to be advised located within the Katnook Gas Processing Plant compound;
- (b) the insulation joint immediately upstream of the Ladbroke Grove Power Station Gas Turbine 1; and
- (c) the insulation joint immediately upstream of the Ladbroke Grove Power Station Gas Turbine 2.

4.2 a station which may include metering, regulation, pigging and odourising facilities, being:

- (a) The Ladbroke Grove Pressure Reducing Meter Station located at approximately KP 45.

4.3 a system for mitigating pipeline corrosion;

- 4.4 a telemetry and communications system on the pipeline;
- 4.5 a remote monitoring and control system for supervision and operation of the pipeline system.

as shown on Schedule 1 to this Licence.

5 ROUTE

The pipeline shall be constructed along either of the routes generally shown on Schedule 2 to this Licence, but within the property boundaries as identified on Schedule 2.

6 DISCRETIONARY CONDITIONS

6.1 The Licensee must:

- (a) upon commencement of regulated activities under this Licence, maintain in force during the term of this Licence public and products 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 20 million dollars (\$20,000,000.00) for the period of pipeline construction to the commencement of commissioning, and not less than 100 million dollars (\$100,000,000.00) thereafter, or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time require;
- (b) upon request by the Minister, provide the Minister with a cover note or certificate of currency of each insurance policy referred to in paragraph (a).


6.2 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.

6.3 The Licensee must, within 12 weeks after the time of commissioning the Pipeline conduct a practice drill of the emergency procedures and provide a report on the practice drill in accordance with the requirements of the Regulations

7 SECURITY

- 7.1 For the purpose of ensuring the due and proper performance of the Licensee's obligations under this Licence and the Act, 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").
- 7.2 The Security shall be:-
- (a) lodged within 28 days of the date of execution of this Licence
 - (b) 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 so to do.
- 7.3 Interest will not be payable by the Minister to the Licensee on any cash Security.
- 7.4 All charges incurred by the Licensee in obtaining and maintaining the Security shall be met by the Licensee.
- 7.5 If upon expiry of this Licence this Licence is not renewed and the Minister is satisfied that there are no further obligations under this Licence or the Act, the Minister will return the Security to the Licensee.


Date: 23 February2005



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

Signed for and on behalf of Origin Energy Retail Limited

Date: 22/2/05. 2005


Authorised Officer

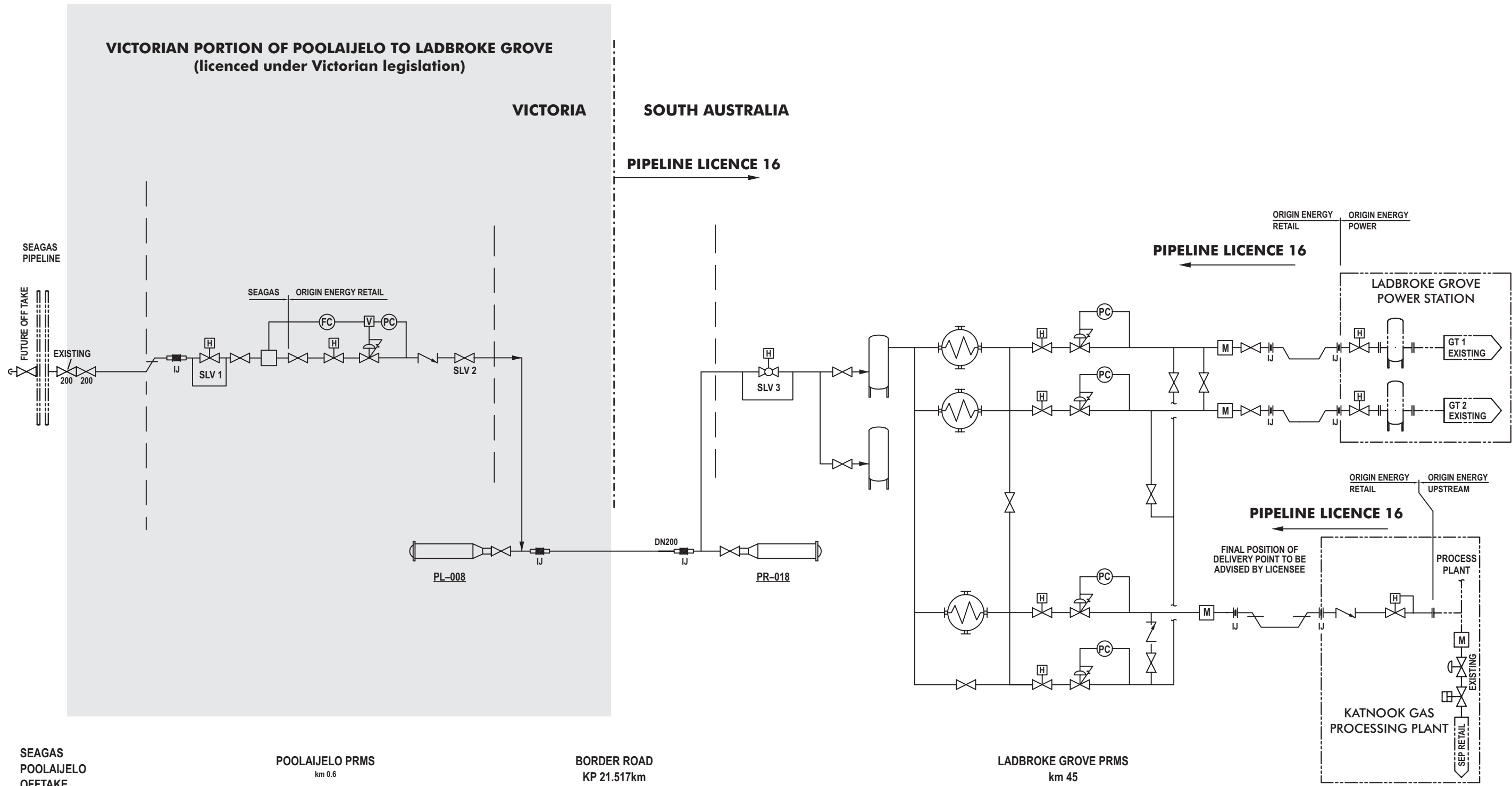

Witness

ANDREW STOCK
Name

ROB NEUMANN
Name

EXECUTIVE GENERAL MANAGER
MAJOR DEVELOPMENT PROJECTS
Position



GENERAL MANAGER
POWER DEVELOPMENT PROJECTS
Position




NOTES
 1. SEAGAS FACILITIES WILL BE HANDED OVER FLOWING CONSTRUCTION AND COMMISSIONING

SOURCE
 ORIGIN ENERGY, DATED 7 FEB 2005, PROJECT NUMBER 04139: DRAWING NUMBER 04139-10-014: REV A

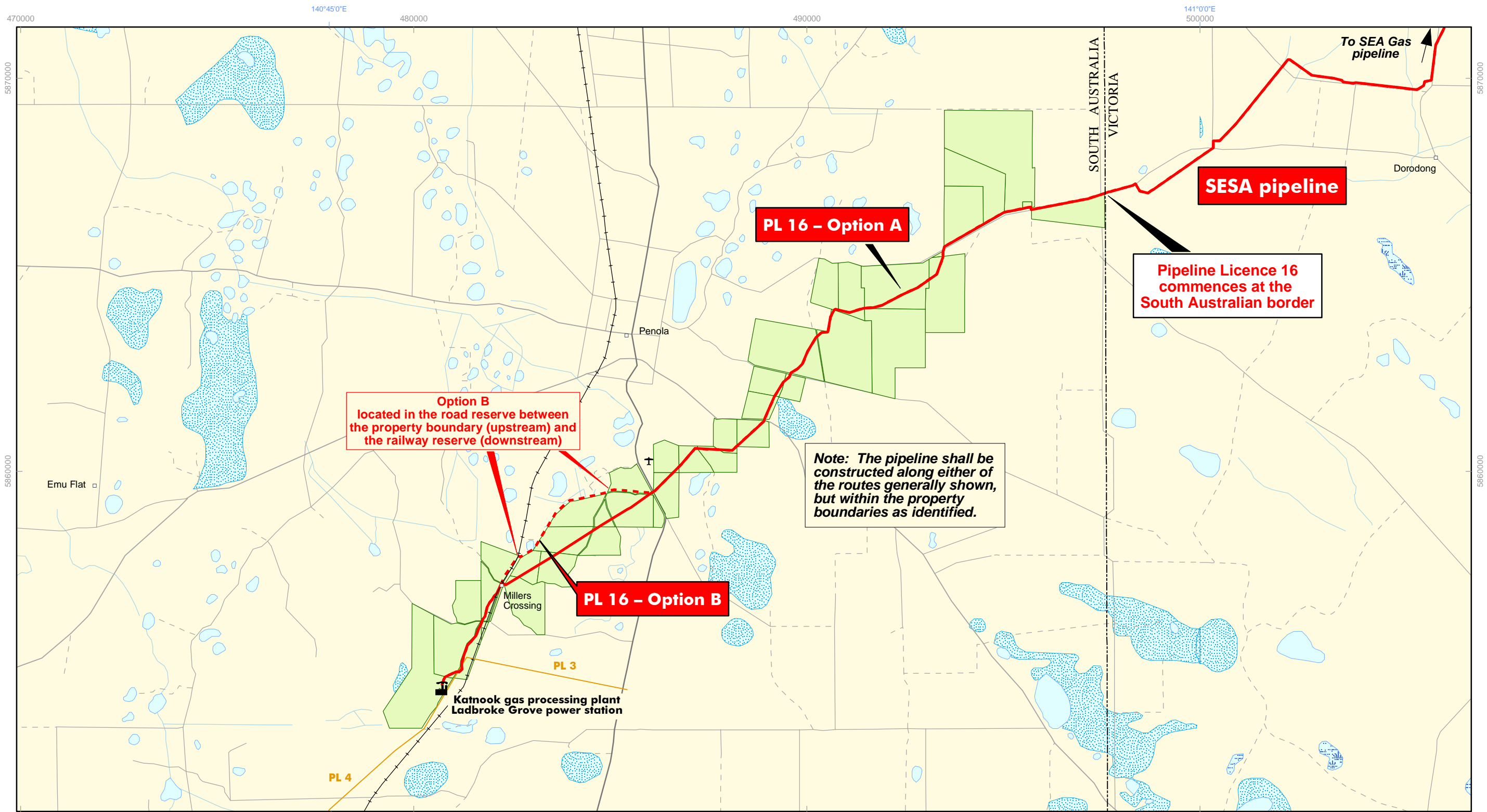
NOT FOR CONSTRUCTION


MINERALS & ENERGY

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 CONTRACT REFERENCE - 04139

PIPELINE LICENCE 16
SESA PIPELINE
POOLAIJELO TO LADBROKE GROVE PIPELINE
PROCESS FLOW DIAGRAM

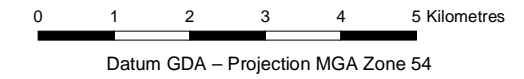
PETROLEUM ACT 2000
SCHEDULE 1



- Topographic features**
- Processing plant/power station
 - Town
 - Homestead
 - Landing ground
 - Properties traversed by pipeline route
 - Lake
 - Swamp
 - Land subject to inundation
 - Drainage

- Highway
- Main road
- Secondary road
- Minor road
- Track
- Railway

- Petroleum tenements**
- Pipeline licence (PL)
 - PL 16 - Option A
 - PL 16 - Option B



**Petroleum Act 2000
Schedule 2
PIPELINE LICENCE 16**