

INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 209

1. 25 May 2005 Grant of Petroleum Production Licence PPL 209

Interests:-

Stuart Petroleum Limited 66.67%
Beach Oil & Gas Pty Limited 33.33%
2. 25 May 2005 Memorandum entering PPL 209 on the public register.
3. 25 May 2005 Memorandum entering notation of receipt of security on the public register.
4. 2 June 2005 Gazettal of Grant of PPL 209
5. 28 June 2006 Memorandum entering notation of revision to security arrangements on the public register.
6. 11 January 2007 Memorandum entering notation of revision to security arrangements on the public register.
7. 8 August 2007 Memorandum entering notation of revision to security arrangements on the public register.
8. 20 August 2007 Notation of Security Deed dated 4 September 2006 between Commonwealth Bank of Australia and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited, Mawson Petroleum Pty Limited, Wandata Pty Ltd, Claremont Petroleum (USA) Pty Limited, Tagday Pty Ltd, Midland Exploration Pty Limited and Ocita Pty Ltd is hereby entered on the public register.
Ref: SA 2007-23
9. 20 August 2007 Notation of Security dated 28 May 2007 between CBA Corporate Services (NSW) Pty Limited and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited and Mawson Petroleum Pty Limited is hereby entered on the public register.
Ref: SA 2007-24

10. 24 November 2008 Amendment of "Description of Area."
11. 24 November 2008 Memorandum entering notation of amendment of "description of area" on the public register.
12. 27 November 2008 Gazettal of amendment of "description of area."
13. 29 December 2008 Amendment of "Description of Area."
14. 29 December 2008 Memorandum entering notation of amendment of "description of area" on the public register.
15. 8 January 2009 Gazettal of amendment of "description of area."
16. 28 April 2009 Memorandum entering notation of revision to security arrangements on the public register.
17. 20 July 2009 Memorandum entering notation of revision to security arrangements on the public register.
18. 21 December 2010 Memorandum entering notation of the following document on the public register.

CBA Deed of Release dated 29 September 2010 between CBA Corporate Services (NSW) Pty Ltd, Commonwealth Bank of Australia, Beach Energy Limited, Delhi Petroleum Pty Limited and Australian Petroleum Investments Pty Limited.
19. 4 July 2011 Memorandum entering notation of revision to security arrangements on the public register.
20. 10 August 2011 Memorandum entering notation of change of company name on the public register.

From: Stuart Petroleum Limited
To: Stuart Petroleum Pty Ltd
21. 10 August 2011 Certificate of Registration on Change of Name
22. 12 April 2012 Memorandum entering notation of the following registrable dealing on the public register.

Sale and Purchase Agreement – dated 27 September 2011 between Stuart Petroleum Pty Ltd and Beach Oil and Gas Pty Ltd.
Ref: SA 2012-26

Deed of Assignment and Assumption – dated 7 October 2011 between Stuart Petroleum Pty Ltd and Beach Oil and Gas Pty Ltd.

Interests in the PEL 113 Saintly and Harpoono/Dunoon
Blocks are:

Stuart Petroleum Pty Ltd	100%
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Interests in PPL 209 and PRL 16 are:

Stuart Petroleum Pty Ltd	100%
Ref: SA 2012-27	

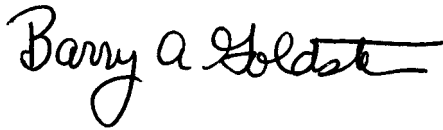
23. 19 September 2012 Memorandum entering notation of revision to security arrangements on the public register.
24. 28 May 2014 Memorandum entering notation of revision to security arrangements on the public register.
25. 27 October 2014 Memorandum entering notation of revision to security arrangements on the public register.
26. 16 December 2014 Memorandum entering notation of revision to security arrangements on the public register.
27. 25 June 2020 Memorandum entering notation of grant of adjunct AAL 282 on the public register.

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 209

1. Notation of the grant of Associated Activities Licence AAL 282 (adjunct to PPL 209) 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: 25 June 2020

File: 28/01/381

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES

**PELs 87, 88, 90, 93, 100, 110, 182, 288, 289, 290, 331, 424, 516, 636, 637
and 638**

PETROLEUM PRODUCTION LICENCES

**PPLs 203, 207, 208, 209, 211, 213, 214, 215, 217, 218, 221, 240, 241, 242,
243, 251 and 258**

PETROLEUM RETENTION LICENCES

**PRLs 15, 16, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66,
67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 105, 106,
107, 108, 109, 110, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126,
127, 128, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147,
148, 149 and 150**

GEOHERMAL EXPLORATION LICENCES

GELs 378, 382 and 386

GAS STORAGE EXPLORATION LICENCES

**GSELs 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624 and
625**

SPECIAL FACILITIES LICENCE

SFL 10

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



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

Date: 15 December 2014

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES

**PELs 87, 88, 90, 93, 100, 104, 110, 111, 182, 288, 289, 290, 331,
424, 514, 516, 636, 637 and 638**

PETROLEUM PRODUCTION LICENCES

**PPLs 203, 207, 208, 209, 211, 213, 214, 215, 217, 218, 221, 240,
241, 242, 243, 251 and 258**

PETROLEUM RETENTION LICENCES

**PRLs 15, 16, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63,
64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80,
81, 82, 83, 84, 105, 106, 107, 108, 109, 110, 116 and 117**

GEOHERMAL EXPLORATION LICENCES

GELs 378, 382 and 386

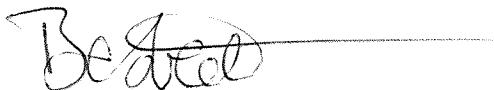
GAS STORAGE EXPLORATION LICENCES

**GSELS 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623,
624 and 625**

SPECIAL FACILITIES LICENCE

SFL 10

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



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

Date: 27 October 2014

**Petroleum and Geothermal Energy Act 2000
S.115**

MEMORANDUM

PETROLEUM EXPLORATION LICENCES

**PELs 87, 88, 90, 93, 100, 104, 110, 111, 182, 288, 289, 290, 331,
424, 514, 516, 636 and 637**

PETROLEUM PRODUCTION LICENCES

**PPLs 203, 207, 208, 209, 211, 213, 214, 215, 217, 218, 221, 240,
241, 242, 243 and 251**

PETROLEUM RETENTION LICENCES

**PRLs 15, 16, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63,
64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80,
81, 82, 83, 84, 105, 106, 107, 108, 109, 110, 116 and 117**

GEOHERMAL EXPLORATION LICENCES

GELs 378, 382 and 386

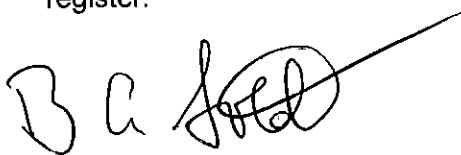
GAS STORAGE EXPLORATION LICENCES

**GSELS 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623,
624 and 625**

SPECIAL FACILITIES LICENCE

SFL 10

1. Notation of revision to security arrangements 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 Minister for Mineral Resources and Energy**

Date: 28 May 2014

Files:	27/2/165	27/2/166	F2013/2371	27/2/171	27/2/180
	27/2/184	27/2/196	27/2/197	27/2/314	F2013/193
	F2013/194	F2013/195	F2013/196	27/2/529	F2010/25
	F2014/179	F2014/241	27/2/535	27/2/534	F2013/2328
	F2013/2329	F2013/2330	F2013/2331	F2013/2362	28/1/359
	28/1/379	28/1/380	28/1/381	28/1/386	28/1/398
	28/1/405	28/1/410	28/1/411	28/1/423	F2012/371
	F2012/382	F2012/585	F2013/176	F2014/122	27/2/524
	F2013/156	F2013/157	F2013/158	F2013/159	F2013/2356

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 90, 93, 100, 102, 113 and 516

PETROLEUM RETENTION LICENCE
PRL 16

PETROLEUM PRODUCTION LICENCES
PPLs 203, 207, 208, 209, 211, 215, 217, 218 and 221

GEOHERMAL EXPLORATION LICENCES
GELs 378, 379, 380, 381, 382, 383, 384,
385, 386, 387, 388 and 389

1. Notation of receipt of additional security in the form of An ANZ Bank Guarantee dated 5 September 2012 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence held by Stuart Petroleum Pty Ltd.



ELINOR ALEXANDER
A/Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy

Date: 19 September 2012

File:	27/2/168	27/2/171	27/2/180
	27/2/182	27/2/199	28/1/359
	27/2/379	27/2/524	27/2/534
	27/2/380	28/1/381	28/1/386
	28/1/405	28/1/410	28/1/411
	28/1/423	F2010/25	

**Petroleum and Geothermal Energy Act 2000
S.115**

MEMORANDUM

**PETROLEUM EXPLORATION LICENCE
PEL 113 (Saintly and Harpoono/Dunoon Blocks)**

**PETROLEUM PRODUCTION LICENCE
PPL 209**

**PETROLEUM RETENTION LICENCE
PRL 16**

SA 2012-26 Notation of registrable dealing as evidenced by Sale and Purchase Agreement – dated 27 September 2011 between Stuart Petroleum Pty Ltd and Beach Oil and Gas Pty Ltd is hereby entered on the public register.

SA 2012-27 Notation of registrable dealing as evidenced by Deed of Assignment and Assumption – dated 7 October 2011 between Stuart Petroleum Pty Ltd and Beach Oil and Gas Pty Ltd is hereby entered on the public register.

Interests in the PEL 113 Saintly and Harpoono/Dunoon Blocks are:

Stuart Petroleum Pty Ltd	100%
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Interests in PPL 209 and PRL 16 are:

Stuart Petroleum Pty Ltd	100%
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**ELINOR ALEXANDER
A/Executive Director
Energy Resources Division
Department for Manufacturing, Innovation, Trade, Resources and Energy
Delegate of the Minister for Mineral Resources and Energy**

Date: 12 April 2012

Ref: 27/2/199
27/2/534
28/1/381

McCullough Robertson Lawyers Attn: Danielle Airton
C Dang
GPO Box 1855
Brisbane QLD 4001

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Certificate of Registration on Conversion to a Proprietary Company



This is to certify that

STUART PETROLEUM LIMITED

Australian Company Number 059 146 226

on the fourteenth day of July 2011 converted to a proprietary company.

The name of the company is now

STUART PETROLEUM PTY LTD

Australian Company Number 059 146 226

The company is registered under the Corporations Act 2001 and is taken to be registered in Western Australia and the date of commencement of registration is the fifth day of May, 1993.

Issued by the
Australian Securities and Investments Commission
on this fourteenth day of July, 2011.

A handwritten signature in black ink, appearing to read 'G. Medcraft'.

Greg Medcraft
Chairman

CERTIFICATE

**Petroleum and Geothermal Energy Act 2000
S.115**

MEMORANDUM

**PETROLEUM EXPLORATION LICENCES
PELs 90, 93, 100, 102, 113 and 516**

**PETROLEUM RETENTION LICENCE
PRL 16**

**PETROLEUM PRODUCTION LICENCES
PPLs 203, 207, 208, 209, 211, 215,
217, 218 and 221**

**ASSOCIATED ACTIVITIES LICENCE
AAL 147**

**GEOHERMAL EXPLORATION LICENCES
GELs 378, 379, 380, 381, 382, 383,
384, 385, 386, 387, 388 and 389**

1. Notation of change of company name –

From: Stuart Petroleum Ltd
To: Stuart Petroleum Pty Ltd

is hereby entered on the public registers.



**J. S. ZABROWARNY
A/Executive Director
Petroleum and Geothermal Division
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development**

Date: 10 August 2011

File:	27/2/168	27/2/534	28/1/386
	27/2/171	27/2/552	28/1/405
	27/2/182	28/1/359	28/1/410
	27/2/199	28/1/379	28/1/411
	27/2/517	28/1/380	28/1/423
	27/2/524	28/1/381	F2010/000025

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 90, 93, 100, 102, 113 and 516

PETROLEUM RETENTION LICENCE
PRL 16

PETROLEUM PRODUCTION LICENCES
PPLs 203, 207, 208, 209, 211, 215, 217, 218 and 221

GEOHERMAL EXPLORATION LICENCES
GELs 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388 and 389

1. Notation of receipt of security in the form of a Bank Guarantee dated 28 June 2011 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Senex Energy Limited in South Australia.
3. Notation of discharge of security in the form of Bank Guarantees dated 18 December 2006, 18 June 2007 and 7 July 2009 are hereby entered on the public register.



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

Date: 4 July 2011

File:	27/2/168	27/2/171	27/2/180
	27/2/182	27/2/199	28/1/359
	27/2/379	27/2/524	27/2/534
	28/1/380	28/1/381	28/1/386
	28/1/405	28/1/410	28/1/411
	28/1/423	F2010/25	

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCE
PEL 113
(Saintly Field and Harpoon/Dunoon Field)

PETROLEUM PRODUCTION LICENCES
PPLs 203, 209 and 211

Notation of the registration of the following document is hereby entered on the public register:

- CBA Deed of Release dated 29 September 2010 between CBA Corporate Services (NSW) Pty Ltd, Commonwealth Bank of Australia, Beach Energy Limited, Delhi Petroleum Pty Limited and Australian Petroleum Investments Pty Limited.



ELINOR ALEXANDER
A/Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development

Date: 21 December 2010

Ref: 27/2/199
28/1/359
28/1/381
28/1/386

Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 90, 93, 100, 102 and 113

and

PETROLEUM PRODUCTION LICENCES
PPLs 203, 207, 208, 209, 211, 215, 217, 218 and 221

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: 20 July 2009

File:	27/2/168	28/1/379	28/1/411
	27/2/171	28/1/380	28/1/423
	27/2/180	28/1/381	
	27/2/182	28/1/386	
	27/2/199	28/1/405	
	28/1/359	28/1/410	

**Petroleum Act 2000
S.115**

MEMORANDUM

**PETROLEUM EXPLORATION LICENCES
PELs 90, 93, 100, 102 and 113**

AND

**PETROLEUM PRODUCTION LICENCES
PPLs 203, 207, 208, 209, 211, 215, 217, 218 and 221**

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: 28 April 2009

File:	27/2/168	28/1/379	28/1/411
	27/2/171	28/1/380	28/1/423
	27/2/180	28/1/381	
	27/2/182	28/1/386	
	27/2/199	28/1/405	
	28/1/359	28/1/410	

PETROLEUM ACT 2000

Amendment of 'Description of Area' of Petroleum Production Licence—PPL 209

NOTICE is hereby given that under the provisions of section 82 of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573, the 'description of area' of the abovementioned Petroleum Production Licence held by Stuart Petroleum Limited and Beach Petroleum Limited has been amended to consolidate the area of Petroleum Production Licence Application PPLA 222 as follows:

The Petroleum Production Licence granted 25 May 2005 is hereby amended by substituting the 'Description of Area' with the following:

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

Commencing at a point being the intersection of latitude 28°35'56"S GDA94 and longitude 140°06'35"E GDA94, thence east to longitude 140°08'32"E GDA94, south to latitude 28°36'57"S GDA94, west to longitude 140°07'35"E GDA94, south to latitude 28°37'00"S GDA94, west to longitude 140°07'32"E GDA94, south to latitude 28°37'02"S GDA94, west to longitude 140°07'30"E GDA94, south to latitude 28°37'15"S GDA94, west to longitude 140°07'27"E GDA94, south to latitude 28°37'40"S GDA94, west to longitude 140°07'25"E GDA94, south to latitude 28°37'55"S GDA94, west to longitude 140°07'10"E GDA94, south to latitude 28°38'15"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°38'05"S GDA94, west to longitude 140°06'15"E GDA94, north to latitude 28°37'55"S GDA94, east to longitude 140°06'20"E GDA94, north to latitude 28°37'50"S GDA94, east to longitude 140°06'40"E GDA94, north to latitude 28°37'45"S GDA94, east to longitude 140°06'45"E GDA94, north to latitude 28°37'40"S GDA94, west to longitude 140°06'22"E GDA94, north to latitude 28°37'10"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°36'50"S GDA94, east to longitude 140°06'25"E GDA94, north to latitude 28°36'45"S GDA94, east to longitude 140°06'35"E GDA94 and north to the point of commencement.

Area: 10.02 km² approximately.'

Dated 29 December 2008.

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
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 209

1. Amendment of "description of area" following the consolidation of PPL 209 and PPLA 222 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: 29 December 2008

Ref: SR 28/1/381

Petroleum Act 2000

AMENDMENT OF "DESCRIPTION OF AREA" OF PETROLEUM PRODUCTION LICENCE PPL 209

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 82 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 amend the "Description of Area" of Petroleum Production Licence PPL 209 held by –

Stuart Petroleum Limited
ACN 059 146 226

Beach Oil and Gas Pty Limited
ACN 003 708 094

The petroleum production licence granted 25 May 2005 is hereby amended by substituting the "**DESCRIPTION OF AREA**" and plan with the following:

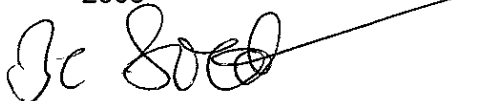
"All that part of the State of South Australia, bounded as follows:-

Commencing at a point being the intersection of latitude 28°35'56"S GDA94 and longitude 140°06'35"E GDA94, thence east to longitude 140°08'32"E GDA94, south to latitude 28°36'57"S GDA94, west to longitude 140°07'35"E GDA94, south to latitude 28°37'00"S GDA94, west to longitude 140°07'32"E GDA94, south to latitude 28°37'02"S GDA94, west to longitude 140°07'30"E GDA94, south to latitude 28°37'15"S GDA94, west to longitude 140°07'27"E GDA94, south to latitude 28°37'40"S GDA94, west to longitude 140°07'25"E GDA94, south to latitude 28°37'55"S GDA94, west to longitude 140°07'10"E GDA94, south to latitude 28°38'15"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°38'05"S GDA94, west to longitude 140°06'15"E GDA94, north to latitude 28°37'55"S GDA94, east to longitude 140°06'20"E GDA94, north to latitude 28°37'50"S GDA94, east to longitude 140°06'40"E GDA94, north to latitude 28°37'45"S GDA94, east to longitude 140°06'45"E GDA94, north to latitude 28°37'40"S GDA94, west to longitude 140°06'22"E GDA94, north to latitude 28°37'10"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°36'50"S GDA94, east to longitude 140°06'25"E GDA94, north to latitude 28°36'45"S GDA94, east to longitude 140°06'35"E GDA94, and north to the point of commencement.

AREA: 10.02 square kilometres approximately."

Dated: 29 December

2008



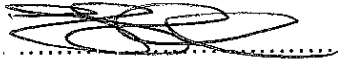
BARRY A. GOLDSTEIN
Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development

The following signature evidences the consent of the amendment to the "Description of Area" of Petroleum Production Licence PPL 209 set out in this document and made pursuant to Section 82 of the *Petroleum Act 2000*.

Executed for and on behalf of:

Stuart Petroleum Limited

Date: 4th December 2008



Authorised Representative

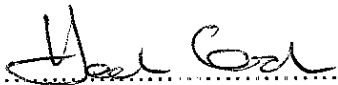
Guistino Guglielmo
Name

Managing Director
Position

Stuart Petroleum Ltd
Company

Beach Oil and Gas Pty Limited

Date: 11/12/08 2008

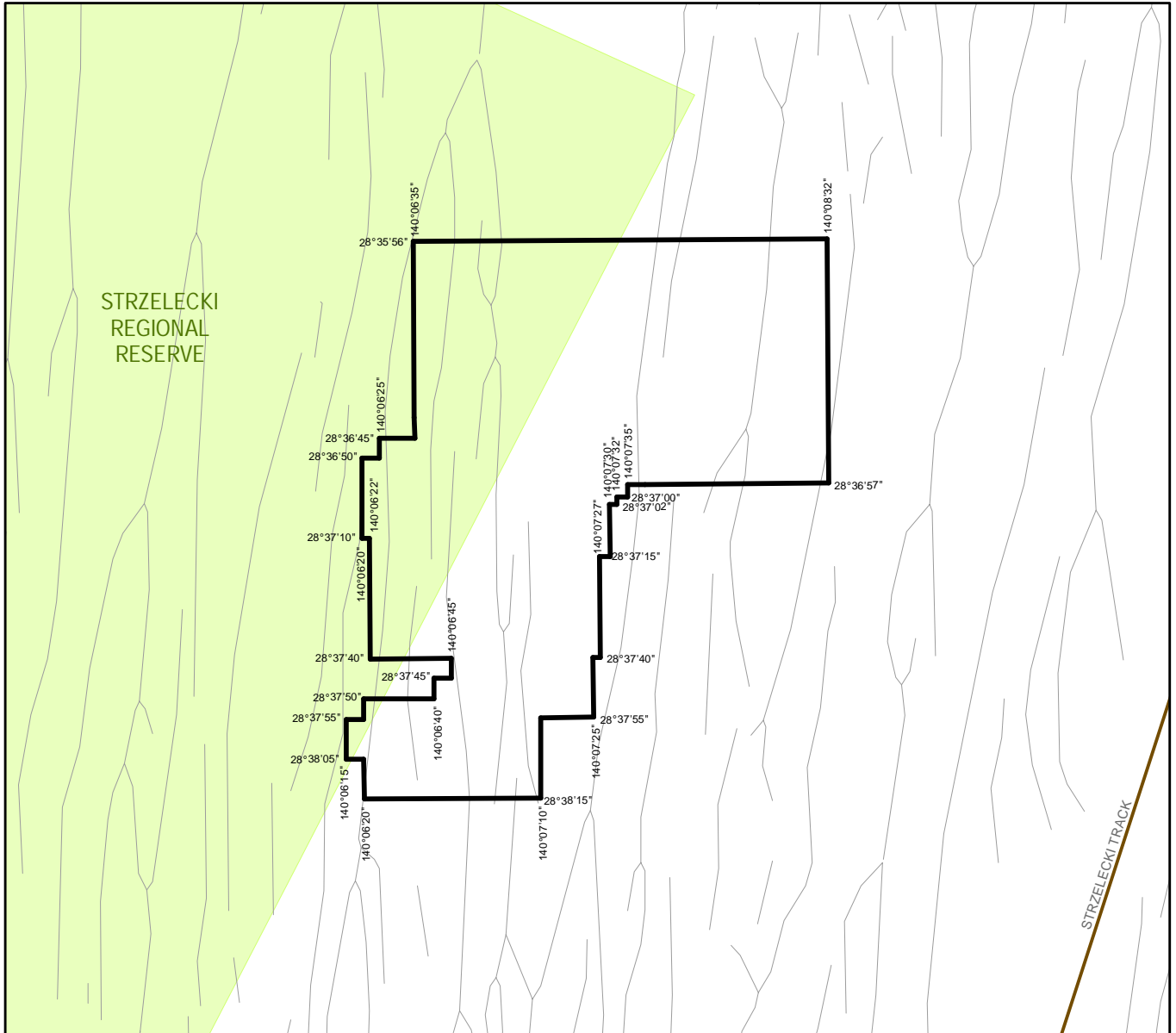


Authorised Representative

Name
Hector Gordon
Chief Operating Officer

Position

Beach Oil & Gas Pty Ltd
Company



SCALE 1:50 000



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

THE PLAN HEREINBEFORE REFERRED TO
HARPOONO EXTENDED FIELD
PETROLEUM PRODUCTION LICENCE NO: 209



PETROLEUM ACT 2000

Amendment of 'Description of Area' of Petroleum Production Licence—PPL 209

NOTICE is hereby given that under the provisions of section 82 of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573, the 'description of area' of the abovementioned Petroleum Production Licence held by Stuart Petroleum Limited and Beach Oil and Gas Pty Limited has been amended to consolidate the area of Petroleum Production Licence Application PPLA 223 as follows:

The petroleum production licence granted 2 June 2005, is hereby amended by substituting the 'Description of Area' with the following:

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

Commencing at a point being the intersection of latitude 28°36'39"S GDA94 and longitude 140°06'40"E GDA94, thence east to longitude 140°07'44"E GDA94, south to latitude 28°36'55"S GDA94, west to longitude 140°07'40"E GDA94, south to latitude 28°36'57"S GDA94, west to longitude 140°07'35"E GDA94, south to latitude 28°37'00"S GDA94, west to longitude 140°07'32"E GDA94, south to latitude 28°37'02"S GDA94, west to longitude 140°07'30"E GDA94, south to latitude 28°37'15"S GDA94, west to longitude 140°07'27"E GDA94, south to latitude 28°37'40"S GDA94, west to longitude 140°07'25"E GDA94, south to latitude 28°37'55"S GDA94, west to longitude 140°07'10"E GDA94, south to latitude 28°38'15"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°38'05"S GDA94, west to longitude 140°06'15"E GDA94, north to latitude 28°37'55"S GDA94, east to longitude 140°06'20"E GDA94, north to latitude 28°37'50"S GDA94, east to longitude 140°06'40"E GDA94, north to latitude 28°37'45"S GDA94, east to longitude 140°06'45"E GDA94, north to latitude 28°37'40"S GDA94, west to longitude 140°06'22"E GDA94, north to latitude 28°37'10"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°36'50"S GDA94, east to longitude 140°06'25"E GDA94, north to latitude 28°36'45"S GDA94, east to longitude 140°06'35"E GDA94, north to latitude 28°36'40"S GDA94, east to longitude 140°06'40"E GDA94 and north to the point of commencement.

Area: 5.08 km² approximately.'

Dated 24 November 2008.

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
S.115**

MEMORANDUM

**PETROLEUM PRODUCTION LICENCE
PPL 209**

1. Amendment of "description of area" following the consolidation of PPL 209 and PPLA 223 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: 24 November 2008

Ref: SR 28/1/415

Petroleum Act 2000

AMENDMENT OF "DESCRIPTION OF AREA" OF PETROLEUM PRODUCTION LICENCE PPL 209

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 82 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 amend the "Description of Area" of Petroleum Production Licence PPL 209 held by -

Stuart Petroleum Limited
ACN 059 146 226

Beach Oil and Gas Pty Limited
ACN 003 708 094

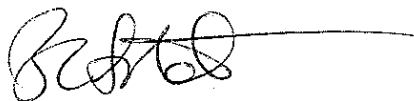
The petroleum production licence granted 25 May 2005 is hereby amended by substituting the "DESCRIPTION OF AREA" and plan with the following:

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

Commencing at a point being the intersection of latitude 28°36'39"S GDA94 and longitude 140°06'40"E GDA94, thence east to longitude 140°07'44"E GDA94, south to latitude 28°36'55"S GDA94, west to longitude 140°07'40"E GDA94, south to latitude 28°36'57"S GDA94, west to longitude 140°07'35"E GDA94, south to latitude 28°37'00"S GDA94, west to longitude 140°07'32"E GDA94, south to latitude 28°37'02"S GDA94, west to longitude 140°07'30"E GDA94, south to latitude 28°37'15"S GDA94, west to longitude 140°07'27"E GDA94, south to latitude 28°37'40"S GDA94, west to longitude 140°07'25"E GDA94, south to latitude 28°37'55"S GDA94, west to longitude 140°07'10"E GDA94, south to latitude 28°38'15"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°38'05"S GDA94, west to longitude 140°06'15"E GDA94, north to latitude 28°37'55"S GDA94, east to longitude 140°06'20"E GDA94, north to latitude 28°37'50"S GDA94, east to longitude 140°06'40"E GDA94, north to latitude 28°37'45"S GDA94, east to longitude 140°06'45"E GDA94, north to latitude 28°37'40"S GDA94, west to longitude 140°06'22"E GDA94, north to latitude 28°37'10"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°36'50"S GDA94, east to longitude 140°06'25"E GDA94, north to latitude 28°36'45"S GDA94, east to longitude 140°06'35"E GDA94, north to latitude 28°36'40"S GDA94, east to longitude 140°06'40"E GDA94, and north to the point of commencement.

AREA: 5.08 square kilometres approximately."

Dated: 27 November 2008



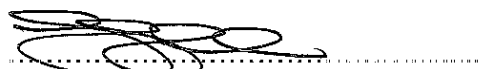
BARRY A. GOLDSTEIN
Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development

The following signature evidences the consent of the amendment to the "Description of Area" of Petroleum Production Licence PPL 209 set out in this document and made pursuant to Section 82 of the *Petroleum Act 2000*.

Executed for and on behalf of:

Stuart Petroleum Limited

Date: 5 Nov 2008



Authorised Representative

Guistino Guglielma.....

Name

Managing Director.....

Position

Stuart Petroleum Limited

Company

Beach Oil and Gas Pty Limited

Date: [Signature] 2008 10 November 2008

.....
Authorised Representative

Hector Gordon.....

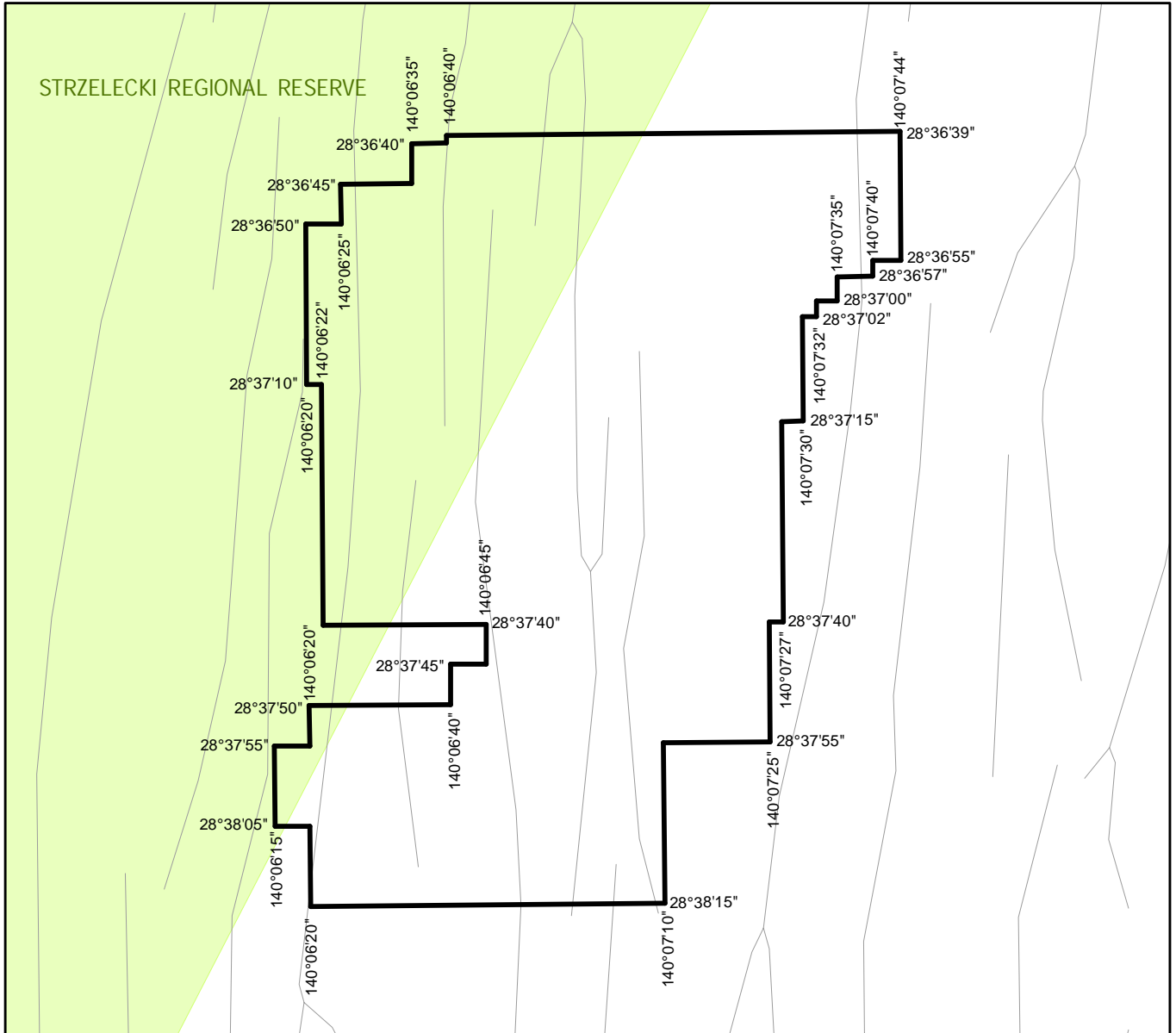
Name

Chief operating officer.....

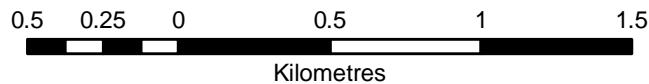
Position

Beach Oil and Gas Pty Limited

Company



SCALE 1:25 000



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

THE PLAN HEREINBEFORE REFERRED TO
HARPOONO-RIMFIRE-MIGHT AND POWER FIELD
PETROLEUM PRODUCTION LICENCE NO: 209

Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES

**PEL 90; PEL 91; PEL 92; PEL 94; PEL 95; PEL 106; PEL 107; PEL 110;
PEL 113 (Saintly & Harpoono/Dunoon Blocks)**

PETROLEUM RETENTION LICENCES

PRL 13

PETROLEUM PRODUCTION LICENCES

PPL 203; PPL 204; PPL 205; PPL 209; PPL 210; PPL 211; PPL 212

SA 2007-24 Notation of registrable dealing as evidenced by Deed of Security dated 28 May 2007 between CBA Corporate Services (NSW) Pty Limited and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited and Mawson Petroleum Pty Limited 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: 20 August 2007

Ref: 27/2/168; 27/2/169; 27/2/170; 27/2/172; 27/2/173; 27/2/186; 27/2/187;
27/2/196; 27/2/199; 27/2/439; 28/1/359; 28/1/360; 28/1/361; 28/1/381;
28/1/382; 28/1/383; 28/1/394

Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES

**PEL 90; PEL 91; PEL 92; PEL 94; PEL 95; PEL 106; PEL 107; PEL 110;
PEL 113 (Saintly & Harpoono/Dunoon Blocks)**

PETROLEUM RETENTION LICENCES

PRL 13

PETROLEUM PRODUCTION LICENCES

PPL 203; PPL 204; PPL 205; PPL 209; PPL 210; PPL 211; PPL 212

SA 2007-23 Notation of registrable dealing as evidenced by Security Deed dated 4 September 2006 between Commonwealth Bank of Australia and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited, Mawson Petroleum Pty Limited, Wandata Pty Ltd, Claremont Petroleum (USA) Pty Limited, Tagday Pty Ltd, Midland Exploration Pty Limited and Ocita Pty Ltd 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: 20 August 2007

Ref: 27/2/168; 27/2/169; 27/2/170; 27/2/172; 27/2/173; 27/2/186; 27/2/187;
27/2/196; 27/2/199; 27/2/439; 28/1/359; 28/1/360; 28/1/361; 28/1/381;
28/1/382; 28/1/383; 28/1/394

Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 90, PEL 93, PEL 102, PEL 113

and

PETROLEUM PRODUCTION LICENCES
PPL 203, PPL 207, PPL 208, PPL 209, PPL 211, PPL 215

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



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: 8 August 2007

File: 27/2/168 28/1/359
27/2/171 28/1/379
27/2/182 28/1/380
27/2/199 28/1/381
28/1/386
28/1/405

Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 90, PEL 93, PEL 102 PEL 113

and

PETROLEUM PRODUCTION LICENCES
PPLs 203, 207, 208, 209 and 211

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



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 January 2007

File: 27/2/168
27/2/171
27/2/182
27/2/199
28/1/359
28/1/379
28/1/380
28/1/381
28/1/386

Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCES
PPL 208 and PPL 209

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

A handwritten signature in black ink, appearing to read 'Barry Goldstein', with a long horizontal line extending to the right.

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 June 2006

File: 28/1/380
28/1/381

PETROLEUM ACT 2000

Grant of Petroleum Production Licence PPL 209

PURSUANT to section 92 (1) of the Petroleum Act 2000, notice is hereby given that the undermentioned Petroleum Production 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	Area in km ²	Reference
PPL 209	Stuart Petroleum Limited Beach Oil & Gas Pty Ltd	Cooper Basin of South Australia	3.57	28/01/381

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°36'39"S GDA94 and longitude 140°06'40"E GDA94, thence east to longitude 140°07'44"E GDA94, south to latitude 28°36'55"S GDA94, west to longitude 140°07'40"E GDA94, south to latitude 28°36'57"S GDA94, west to longitude 140°07'35"E GDA94, south to latitude 28°37'00"S GDA94, west to longitude 140°07'32"E GDA94, south to latitude 28°37'02"S GDA94, west to longitude 140°07'30"E GDA94, south to latitude 28°37'15"S GDA94, west to longitude 140°07'27"E GDA94, south to latitude 28°37'40"S GDA94, west to longitude 140°06'22"E GDA94, north to latitude 28°37'10"S GDA94, west to longitude 140°06'20"E GDA94, north to latitude 28°36'50"S GDA94, east to longitude 140°06'25"E GDA94, north to latitude 28°36'45"S GDA94, east to longitude 140°06'35"E GDA94, north to latitude 28°36'40"S GDA94, east to longitude 140°06'40"E GDA94, and north to the point of commencement.

Area: 3.57 km² approximately.

Dated 25 May 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

**PETROLEUM PRODUCTION LICENCE
PPL 209**

1. This Licence granted on 25 May 2005 is hereby entered on the public register.
2. Interests in the licence are:-

Stuart Petroleum Limited	66.67%
Beach Oil & Gas Pty Limited	33.33%
3. Notation of receipt of security 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: 25 May 2005

Ref: 28/1/381

Petroleum Act 2000

PETROLEUM PRODUCTION LICENCE No. 209

I, BARRY ALAN GOLDSTEIN, Director Petroleum, 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:

Stuart Petroleum Limited ABN: 58 059 146 226

Beach Oil and Gas Pty Limited ABN: 38 003 708 094

(hereinafter referred to as the 'Licensees') a Production Licence, 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 *Petroleum Act 2000*, to have effect from 25 MAY 2005.

DESCRIPTION OF AREA

BAG

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

Commencing at a point being the intersection of latitude 28°36'39"S GDA94 and longitude 140°06'40"E GDA94, thence east to longitude 140°07'44"E GDA94,

south to latitude 28°36'55"S GDA94, west to longitude 140°07'40"E GDA94,
south to latitude 28°36'57"S GDA94, west to longitude 140°07'35"E GDA94,
south to latitude 28°37'00"S GDA94, west to longitude 140°07'32"E GDA94,
south to latitude 28°37'02"S GDA94, west to longitude 140°07'30"E GDA94,
south to latitude 28°37'15"S GDA94, west to longitude 140°07'27"E GDA94,
south to latitude 28°37'40"S GDA94, west to longitude 140°06'22"E GDA94,
north to latitude 28°37'10"S GDA94, west to longitude 140°06'20"E GDA94,
north to latitude 28°36'50"S GDA94, east to longitude 140°06'25"E GDA94,
north to latitude 28°36'45"S GDA94, east to longitude 140°06'35"E GDA94,
north to latitude 28°36'40"S GDA94, east to longitude 140°06'40"E GDA94,
and north to point of commencement.

AREA: **3.57** square kilometres approximately.

TERMS AND CONDITIONS

1. For the purpose of ensuring the due and proper performance of the Licensee's obligations under this Licence and the Act, the Licensees 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").
 - 1.1 The Security shall be reviewed periodically. 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 Licensees must comply with the Minister's request within 28 days after being requested in writing by the Minister to do so.
 - 1.2 Interest will not be payable by the Minister to the Licensees on any cash Security.
 - 1.3 All charges incurred by the Licensees in obtaining and maintaining the Security shall be met by the Licensees.
 - 1.4 If upon expiry, 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 Licensees.
2. The Licensees must:
 - (a) upon commencement of regulated activities under this licence, maintain in force during the term of this licence public liability insurance to cover regulated activities under this licence (including sudden and accidental pollution) in the name of the Licensees for a sum not less than twenty million dollars (\$20,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time require;
 - (b) maintain in force during the drilling of any well or operation in any well, control of well insurance in the name of the Licensees 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 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. 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. The Licensees shall upon production of a regulated resource from the licence area, comply with their obligations under Clause 7 of the Deed dated 17 December 2002 between Stuart Petroleum Limited, the Minister and the Yandruwandha/Yawarrawarrka People native title claimants, and Clause 7 of the Deed dated 6 February 2003 between Stuart Petroleum Limited, the Minister and the Edward Landers Dieri People native title claimants, entered into for the purposes of Section 31 of the *Native Title Act 1993*.
5. A contract or agreement entered into by the licensees 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 2000* unless written consent of the Minister is obtained.

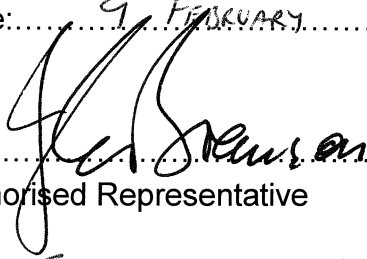
Date: 25 May2005



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

Signed by the said LICENSEE

Date: 9 FEBRUARY 2005


.....
Authorised Representative

JOHN BRANSON
.....
Name

CHAIRMAN
.....
Position

STUART PETROLEUM LTD
.....
Company


.....
Witness

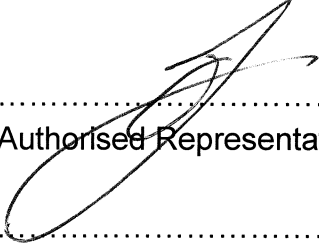
JOHN MCRAE
.....
Name

COMPANY SECRETARY
.....
Position

STUART PETROLEUM LTD
.....
Company

Signed by the said LICENSEE

Date: 9 February 2005


.....
Authorised Representative

REGINALD GEORGE NELSON
MANAGING DIRECTOR
.....
Name

Position

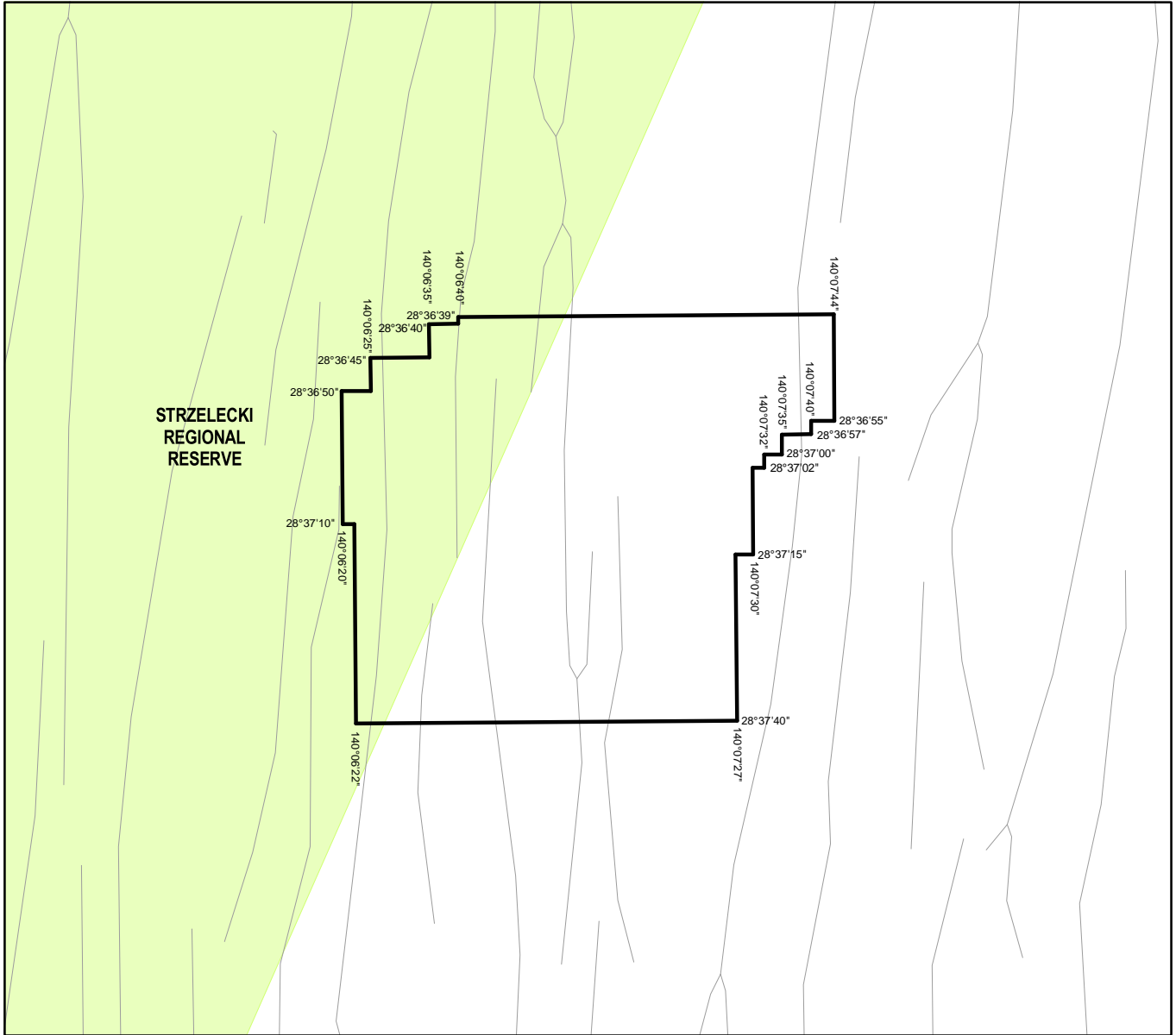
BEACH PETROLEUM LTD
.....
Company


.....
Witness

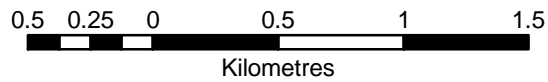
Marilyn Falahey
Executive Assistant
.....
Name

Position

BEACH PETROLEUM LTD
.....
Company



SCALE 1:25 000



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

THE PLAN HEREINBEFORE REFERRED TO
HARPOONO FIELD

PETROLEUM PRODUCTION LICENCE NO: 209