

INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 157

1. 11 August 1999 Grant of Licence
Expiry Date: 10 August 2020
2. 11 August 1999 Memorandum entering Petroleum Production Licence
PPL 157 on the petroleum register

Interests in the Licence are as follows:

	%
Santos Ltd	40.70
Delhi Petroleum Pty Ltd	20.21
Boral Energy Resources Ltd	13.19
Vamgas Pty Ltd	8.51
Gulf (Aust) Resources NL	4.75
Bridge Oil Developments Pty Ltd	3.99
Alliance Petroleum Australia Pty Ltd	3.97
Basin Oil NL	2.10
Reef Oil Pty Ltd	1.97
Santos Petroleum Pty Ltd	0.40
Santos (BOL) Pty Ltd	0.21
3. 19 August 1999 Gazettal of grant of PPL 157 published in SA Government
Gazette dated 19 August 1999, Page 923.
4. 10 December 1999 Certificate of Registration on Change of Name dated 6
October 1999:
From: Gulf (Aust) Resources NL
To: Novus Australia Resources NL
5. 10 December 1999 Memorandum entering change of company name on the
Public Register
6. 13 March 2000 Certificate of Registration on Change of Name dated 24
February 2000:
From: Boral Energy Resources
To: Origin Energy Resources Ltd
7. 13 March 2000 Memorandum entering change of company name on the
Public Register.
8. 15 October 2002 Certificate of Registration on Change of Type and
Conversion to a Proprietary Company dated 8 June
2000:
From: Basin Oil NL
To: Basin Oil Pty Ltd
9. 15 October 2002 Memorandum entering change of company name on the
Public Register.
10. 7 May 2004 Memorandum dated 7 May 2004 entering notation of
adoption of the register for PELs 5&6 as part of the
Commercial Register.

11. 23 July 2004 Memorandum entering notation of registrable dealing on the public register:
- DPPL Security dated 21 May 2004 between Delhi Petroleum Pty Ltd and Westpac Banking Corporation Ref:SA 2004-44
12. 23 November 2005 Notation of discharge of security and receipt of replacement security is entered on the public register.
13. 13 January 2006 Memorandum entering change of name on the public register:
- From: Novus Australia Resources NL
To: Santos (NARNL Cooper) NL
14. 9 May 2006 Memorandum entering change of name on the public register:
- From: Santos (NARNL Cooper) NL
To: Santos (NARNL Cooper) Pty Ltd
15. 8 September 2009 Consolidation of licence area with PPL 143 (part); revocation of PPL 157 (now PPL 230).
16. 8 September 2009 Memorandum entering consolidation and revocation on public register

**Petroleum Act 2000
S.115**

MEMORANDUM

**PETROLEUM PRODUCTION LICENCES
PPL 143, PPL 157, PPL 230**

1. Partial surrender of PPL 143, with effect from 1 July 2008;
2. Revocation of Condition 4 of PPL 143;
3. Division of licence area PPL 143;
4. Consolidation of part PPL 143 and PPL 157 (now PPL 230);
5. Grant of Petroleum Production Licence PPL 230; and
6. Revocation of part PPL 143 and PPL 157

is hereby entered on the public registers.

Holder: Santos Ltd
Delhi Petroleum Pty Ltd
Origin Energy Resources Limited
Vamgas Pty Ltd
Santos (NARNL Cooper) Pty Ltd
Bridge Oil Developments Pty Ltd
Alliance Petroleum Australia Pty Ltd
Basin Oil Pty Ltd
Reef Oil Pty Ltd
Santos Petroleum Pty Ltd
Santos (BOL) Pty Ltd



**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 September 2009

Ref: 28/1/259
28/1/284
28/1/437

Petroleum Act 2000

PARTIAL SURRENDER, REVOCATION OF CONDITION, DIVISION OF LICENCE AREA PETROLEUM PRODUCTION LICENCE PPL 143

CONSOLIDATION OF LICENCE AREAS PETROLEUM PRODUCTION LICENCES PPL 143 (Area B), PPL 157

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 Act) and all other enabling powers, for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers –

1. in fulfilment of Condition 4 of PPL 143 hereby accept partial surrender of PPL 143, pursuant to section 89 of the Act, with effect from 1 July 2008.

The total area of PPL 143 is reduced to 16 48 square kilometres approximately, as a result of partial surrender of the licence area.

2. hereby revoke Condition 4 of the licence conditions of PPL 143 pursuant to section 76 (3) (b) of the Act, following the fulfilment of the conditions of the Fixed Factor Area Deed dated 23 July 1999, as subsequently amended by Deed to Amend Fixed Factor Area Deeds dated 24 October 2005.

3. pursuant to section 83 of the Act, hereby divide the area of PPL 143, consequently forming two new licence areas as described as Areas A and B in Schedule 1 attached hereto

Area A of the divided licence area shall continue under the existing designation as PPL 143. This area is reduced to 12.28 square kilometres approximately as per the attached Schedule 2 and Map, as a result of partial surrender and division of the licence area.

4. pursuant to section 82 of the Act, hereby consolidate the adjacent areas of Area B (ex PPL 143) and Petroleum Production Licence PPL 157, so forming Petroleum Production Licence PPL 230 as a new licence in continuity of Area B (ex PPL 143) and PPL 157.

As a consequence of this consolidation, Area B (ex PPL 143) and PPL 157 are hereby revoked.

Date: 8 September 2009



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 signatures evidence the consent of the licensees to:

- a. the revocation of Condition 4 of the conditions of PPL 143;
- b. the division of PPL 143 into two licence areas, designated Areas A and B;
and
- c. the consolidation of Area B and PPL 157.

Executed for and on behalf of:

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

by its duly appointed attorney:

Demitra Ritossa

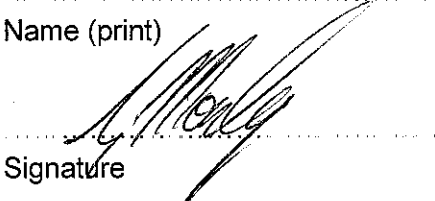
.....
Name (print)


.....
Signature

Signed for and on behalf of **Delhi Petroleum Pty Ltd** by its authorised representative:

Gordon Moseby
Production Manager

.....
Name (print)

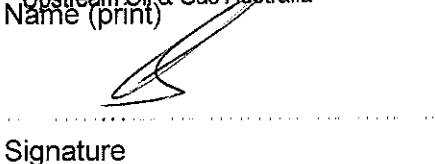

.....
Signature

Signed for and on behalf of **Origin Energy Resources Ltd** by its ~~authorised representative:~~ *duly appointed attorney:*

Owen Hobbs

Eastern Australia Onshore Asset Manager

Upstream Oil & Gas Australia
.....
Name (print)


.....
Signature

SCHEDULE 1

PETROLEUM PRODUCTION LICENCE PPL 143

Area A

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

Commencing at a point being the intersection of latitude 28°08'20"S AGD66 and longitude 139°58'45"E AGD66, thence east to longitude 139°59'50"E AGD66, south to latitude 28°10'50"S AGD66, west to longitude 139°59'40"E AGD66, north to latitude 28°10'40"S AGD66, west to longitude 139°59'30"E AGD66, north to latitude 28°10'20"S AGD66, west to longitude 139°59'20"E AGD66, north to latitude 28°10'10"S AGD66, west to longitude 139°59'10"E AGD66, north to latitude 28°10'00"S AGD66, west to longitude 139°58'50"E AGD66, north to latitude 28°09'50"S AGD66, west to longitude 139°57'20"E AGD66, south to latitude 28°10'00"S AGD66, west to longitude 139°57'10"E AGD66, north to latitude 28°08'40"S GDA94, east to longitude 139°58'00"E GDA94, north to latitude 28°08'25"S GDA94, east to longitude 139°58'45"E AGD66, and north to point of commencement.

AREA: **12.28** square kilometres approximately.

Area B

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 GDA94 and longitude 139°55'45"E GDA94, thence east to longitude 139°56'00"E GDA94, south to latitude 28°10'00"S GDA94, east to longitude 139°56'10"E GDA94, south to latitude 28°10'50"S GDA94, west to longitude 139°56'00"E GDA94, south to latitude 28°11'25"S GDA94, west to longitude 139°55'50"E GDA94, south to latitude 28°11'50"S AGD66, west to longitude 139°55'30"E AGD66, north to latitude 28°11'00"S AGD66, west to longitude 139°54'40"E GDA94, north to latitude 28°10'35"S GDA94, east to longitude 139°55'00"E GDA94, north to latitude 28°10'25"S GDA94, east to longitude 139°55'15"E GDA94, north to latitude 28°10'15"S GDA94, east to longitude 139°55'20"E GDA94, north to latitude 28°10'00"S GDA94, east to longitude 139°55'45"E GDA94, and north to the point of commencement

AREA: **4.15** square kilometres approximately

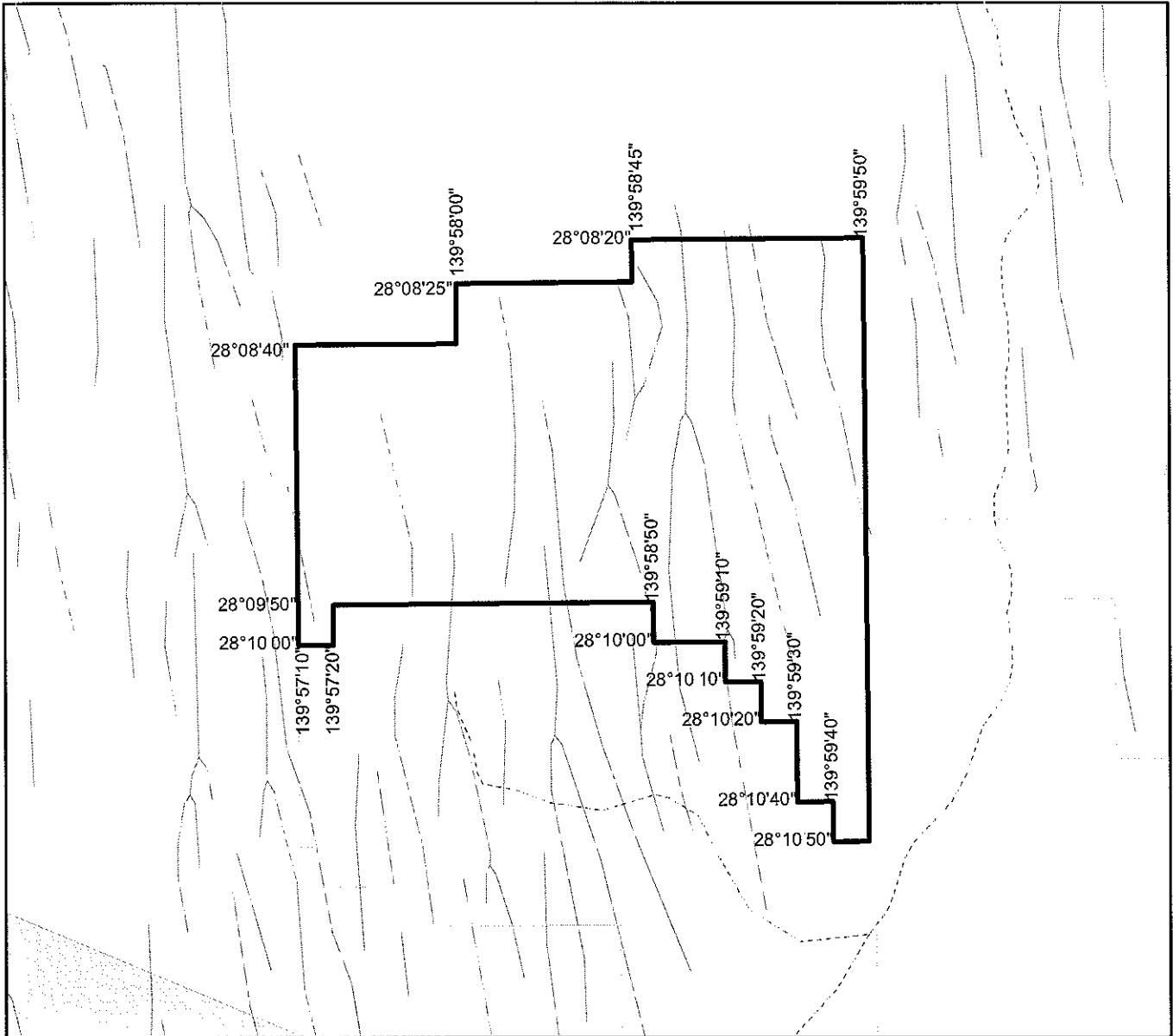
SCHEDULE 2

PETROLEUM PRODUCTION LICENCE PPL 143

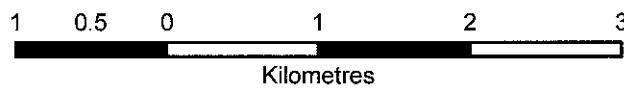
All that part of the State of South Australia, bounded as follows:-

Commencing at a point being the intersection of latitude 28°08'20"S AGD66 and longitude 139°58'45"E AGD66, thence east to longitude 139°59'50"E AGD66, south to latitude 28°10'50"S AGD66, west to longitude 139°59'40"E AGD66, north to latitude 28°10'40"S AGD66, west to longitude 139°59'30"E AGD66, north to latitude 28°10'20"S AGD66, west to longitude 139°59'20"E AGD66, north to latitude 28°10'10"S AGD66, west to longitude 139°59'10"E AGD66, north to latitude 28°10'00"S AGD66, west to longitude 139°58'50"E AGD66, north to latitude 28°09'50"S AGD66, west to longitude 139°57'20"E AGD66, south to latitude 28°10'00"S AGD66, west to longitude 139°57'10"E AGD66, north to latitude 28°08'40"S GDA94, east to longitude 139°58'00"E GDA94, north to latitude 28°08'25"S GDA94, east to longitude 139°58'45"E AGD66, and north to point of commencement.

AREA: **12.28** square kilometres approximately.



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 Australian Geodetic Datum (AGD66), Geocentric Datum of Australia(GDA94) and the schedule.

THE PLAN HEREINBEFORE REFERRED TO
DORODILLO FIELD

PETROLEUM PRODUCTION LICENCE NO: 143



Government of South Australia
 Primary Industries and Resources SA

SR 28/1/259

AREA: 12.28sq km (approx)

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

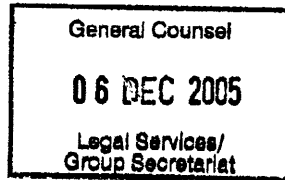
is hereby entered on the public register of licences.



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



Form **242**

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

Remove this top section if desired before framing

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.

A handwritten signature in black ink, appearing to read "Jeffrey Lucy".

Jeffrey Lucy
Chairman

CERTIFICATE

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

Remove this top section if desired before framing

Certificate of Registration on Change of Name

This is to certify that

NOVUS AUSTRALIA RESOURCES NL

Australian Company Number 004 761 255

did on the twenty-ninth day of June 2005 change its name to

SANTOS (NARNL COOPER) NL

Australian Company Number 004 761 255

The company is a public company.

The company is a no liability company.

The company is taken to be registered under the Corporations Act 2001 in Victoria and the date of commencement of registration is the twenty-first day of February, 1969.

Issued by the
Australian Securities and Investments Commission
on this twenty-ninth day of June, 2005.



Jeffrey Lucy
Chairman



CERTIFICATE

Petroleum Act 2000
S.115

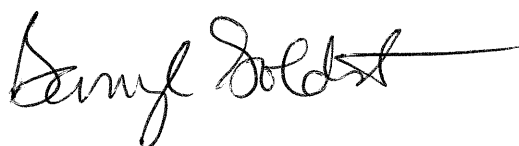
MEMORANDUM

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.



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.



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;

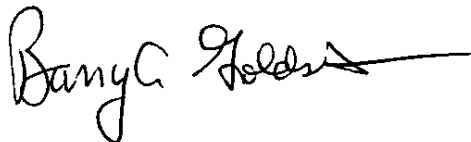
And

**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.



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

Date: 15 October 2002

Form 242

FREEHILL HOLLINGDALE & PAGE
AMP BUILDING
22nd Fl
140 ST Georges Terrace
PERTH WA 6000

Remove this top section if desired before framing

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.

CERTIFICATE

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

Alan Cameron
Chairman

M E M O R A N D U M

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

NO. 462 · 004

User: MARKK

Host: BETA1.oca.boral.com.au

Class: Job: MARKK_TRLRP

CLAYTON UTZ
1 O'Connell Street
SYDNEY NSW 2000

Remove this top section if desired before printing

Certificate of Registration on Change of Name



This is to certify that

BORAL ENERGY RESOURCES LIMITED

Australian Company Number 007 845 338

did on the twenty-fourth day of February 2000 change its name to

ORIGIN ENERGY RESOURCES LIMITED

Australian Company Number 007 845 338

The company is a public company.

The company is limited by shares.

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

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

Alan Cameron
Chairman

CERTIFICATE

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

Remove this top section if desired before printing

Certificate of Registration on Change of Name



This is to certify that

GULF (AUST) RESOURCES N.L.

Australian Company Number 004 761 255

did on the sixth day of October 1999 change its name to

NOVUS AUSTRALIA RESOURCES NL

Australian Company Number 004 761 255

The company is a public company.

The company is a no liability company.

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

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

Alan Cameron
Chairman

CERTIFICATE

GRANT OF PETROLEUM PRODUCTION LICENCE

Department of Primary Industries and Resources, 11 August 1999

 NOTICE is hereby given that pursuant to delegated powers dated 20 November 1997, *Gazetted* 4 December 1997, page 1526, the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum Act 1940.

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

No. of Licence	Licensees	Locality	Date of Expiry	Area in km ²	Reference
156	SANTOS Ltd Delhi Petroleum Pty Ltd Boral Energy Resources Ltd Vamgas Pty Ltd Gulf (Aust) Resources NL	Beanbush Field in the Cooper Basin of South Australia	10 August 2020	35.20	SR.28.1.250

Description of the Area

All that part of the State of South Australia bounded as follows: commencing at a point being the intersection of latitude 27°15'50"S and longitude 140°38'20"E, thence east to longitude 140°39'40"E, south to latitude 27°17'30"S, west to longitude 140°39'30"E, south to latitude 27°17'40"S, west to longitude 140°39'10"E, south to latitude 27°18'00"S, west to longitude 140°38'20"E, south to latitude 27°18'20"S, west to longitude 140°38'10"E, south to latitude 27°18'30"S, west to longitude 140°37'50"E, south to latitude 27°18'40"S, west to longitude 140°37'30"E, south to latitude 27°19'50"S, west to longitude 140°36'00"E, north to latitude 27°19'40"S, west to longitude 140°35'20"E, north to latitude 27°19'30"S, west to longitude 140°35'00"E, north to latitude 27°19'10"S, west to longitude 140°34'50"E, north to latitude 27°17'50"S, east to longitude 140°36'00"E, north to latitude 27°16'40"S, east to longitude 140°37'10"E, north to latitude 27°16'30"S, east to longitude 140°37'20"E, north to latitude 27°16'20"S, east to longitude 140°37'30"E, north to latitude 27°16'10"S, east to longitude 140°38'00"E, north to latitude 27°16'00"S, east to longitude 140°38'20"E, and north to the point of commencement, all the within latitudes and longitudes being geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of *Commonwealth Gazette* number 84 dated 6 October 1966.

GRANT OF PETROLEUM PRODUCTION LICENCE

Department of Primary Industries and Resources, 11 August 1999

 NOTICE is hereby given that pursuant to delegated powers dated 20 November 1997, *Gazetted* 4 December 1997, page 1526, the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum Act 1940.

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

No. of Licence	Licensees	Locality	Date of Expiry	Area in km ²	Reference
157	SANTOS Ltd Delhi Petroleum Pty Ltd Boral Energy Resources Ltd Vamgas Pty Ltd Gulf (Aust) Resources NL Alliance Petroleum Australia Pty Ltd Reef Oil Pty Ltd Santos Petroleum Pty Ltd Bridge Oil Developments Pty Ltd Santos (BOL) Pty Ltd Basin Oil NL	Muscat Field in the Cooper Basin of South Australia	10 August 2020	2.85	SR.28.1.284

Description of the Area

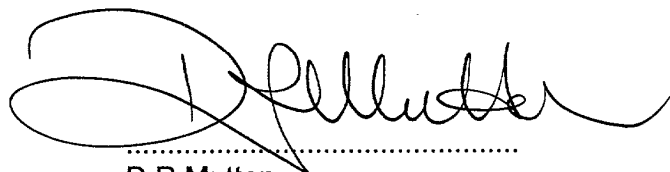
All that part of the State of South Australia bounded as follows: commencing at a point being the intersection of latitude 28°11'00"S and longitude 139°54'50"E, thence east to longitude 139°55'30"E, south to latitude 28°12'00"S, west to longitude 139°55'20"E, south to latitude 28°12'10"S, west to longitude 139°55'10"E, south to latitude 28°12'20"S, west to longitude 139°54'30"E, north to latitude 28°12'00"S, east to longitude 139°54'40"E, north to latitude 28°11'50"S, east to longitude 139°54'50"E, and north to the point of commencement, all the within latitudes and longitudes being geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of *Commonwealth Gazette* number 84 dated 6 October 1966.

MEMORANDUM

PETROLEUM PRODUCTION LICENCE NO 157

1. This licence granted on 11/8/1999 is hereby entered on the Petroleum Register.
2. A security in the form of a \$15,000 bank guarantee has been lodged with respect to this licence.
3. Interests in the licence are as follows:

	%
• Santos Ltd	40.70
• Delhi Petroleum Pty Ltd	20.21
• Boral Energy Resources Ltd	13.19
• Vamgas Pty Ltd	8.51
• Gulf (Aust) Resources NL	4.75
• Bridge Oil Developments Pty Ltd	3.99
• Alliance Petroleum Australia Pty Ltd	3.97
• Basin Oil NL	2.10
• Reef Oil Pty Ltd	1.97
• Santos Petroleum Pty Ltd	0.40
• Santos (BOL) Pty Ltd	0.21



.....
D R Mutton
**CHIEF EXECUTIVE
DEPT OF PRIMARY INDUSTRIES AND
RESOURCES SA**

Delegate of the Minister for Primary
Industries, Natural Resources and
Regional Development

SOUTH AUSTRALIA PETROLEUM ACT 1940

PETROLEUM PRODUCTION LICENCE NO.157

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

- **ALLIANCE PETROLEUM AUSTRALIA PTY LTD**, A.C.N. 004 559 951 of Level 29, 91 King William Street, Adelaide, South Australia, COMMISSIONER OF STATE TAXATION
- **BASIN OIL N.L.** A.C.N. 000 628 017 of Level 4, 828 Pacific Highway, Gordon, New South Wales. \$10.00
ORIGINAL with 12 copies
17/08/1999 15:00:21 IZ191.7
DEED
- **BORAL ENERGY RESOURCES LIMITED**, ACN 007 845 338 of 60 Hindmarsh Square, Adelaide, South Australia,
- **BRIDGE OIL DEVELOPMENTS PTY LTD.** A.C.N. 001 152 049 of Level 29, 91 King William Street, Adelaide, South Australia,
- **DELHI PETROLEUM PTY LTD**, ACN 007 854 686 of c/- Esso Australia Ltd., Esso House, 12 Riverside Quay, Southbank, Victoria,
- **GULF (AUST) RESOURCES NO LIABILITY**, ACN 004 761 255 of Level 14, London House, 216 St George's Terrace, Perth, Western Australia,
- **REEF OIL PTY LTD**, A.C.N. 000 646 800 of Level 29, 91 King William Street, Adelaide, South Australia,
- **SANTOS LIMITED**, ACN 007 550 923 of Level 29, 91 King William Street, Adelaide, South Australia,
- **SANTOS (BOL) PTY LTD** A.C.N. 000 670 575 of Level 29, 91 King William Street, Adelaide, South Australia,
- **SANTOS PETROLEUM PTY LTD**, A.C.N. 000 146 369 of Level 29, 91 King William Street, Adelaide, South Australia, and
- **VAMGAS PTY LTD**, ACN 006 245 110 of Level 29, 91 King William Street, Adelaide, South Australia.

(hereinafter referred to as 'the Licensees') a Petroleum Production Licence in respect of the area described below and subject to the conditions set out below, to have effect for a period of twenty-one (21) years to expire on the 10th day of August 2020 but carrying the rights of renewal conferred by the Petroleum Act 1940.

DESCRIPTION OF THE AREA

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

CONDITIONS

- (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.

DECLARATION

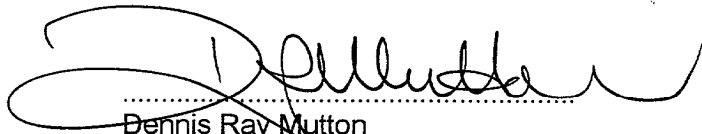
It is hereby acknowledged and agreed that the licensees, as at the date of grant of this licence, own and hold the following undivided interests respectively in and under this licence:-

Santos	:	Forty point seven per centum	(40.7%)
Delhi	:	Twenty point two one per centum	(20.21%)
Boral	:	Thirteen point one nine per centum	(13.19%)
Vamgas	:	Eight point five one per centum	(8.51%)
Gulf	:	Four point seven five per centum	(4.75%)
Bridge Oil Dev.	:	Three point nine nine per centum	(3.99%)
Alliance	:	Three point nine seven per centum	(3.97%)
Basin	:	Two point one per centum	(2.1%)
Reef	:	One point nine seven per centum	(1.97%)
Santos Petroleum	:	Zero point four per centum	(0.4%)
Santos (BOL)	:	Zero point two one per centum	(0.21%)

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 **PROVIDED THAT** any amendment or replacement which affects or could affect the undivided interests of the Licensees shall be of no force or effect unless approved by the Minister.

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

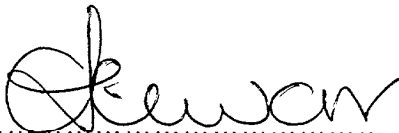
this 11th day of August 1999



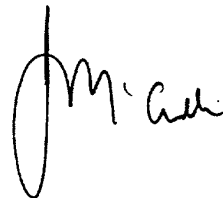
Dennis Ray Mutton
Chief Executive
Department of Primary Industries and Resources
Delegate of the Minister for Primary Industries
Natural Resources and Regional Development

SIGNED, SEALED AND DELIVERED)
by the said **LICENSEES** at Adelaide)
this 11th day of August 1999)

Executed on behalf of)
ALLIANCE PETROLEUM AUSTRALIA)
PTY LTD, BRIDGE OIL DEVELOPMENTS)
PTY LTD, REEF OIL PTY LTD, SANTOS)
LIMITED, SANTOS (BOL) PTY LTD, SANTOS)
PETROLEUM PTY LTD and VAMGAS PTY LTD)
respectively by being **SIGNED, SEALED AND**)
DELIVERED by its duly authorised Attorney under)
Power of Attorney who hereby states that he has)
received no notice of revocation of the Power of)
Attorney effecting such appointment, in the)
presence of:)



Witness

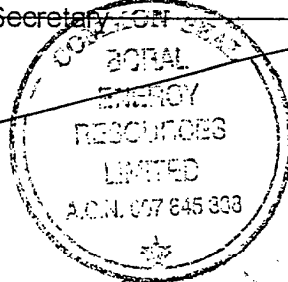


~~THE COMMON SEAL of
BASIN OIL NL was hereunto affixed
in the presence of:~~

~~.....
Director~~

~~.....
Secretary~~

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



~~.....
Director~~

~~.....
Secretary~~

EXECUTED for and on behalf of
DELHI PETROLEUM PTY LTD
by its duly authorised attorney
in the presence of:

)
)
)
)

[Signature]

Signature of Attorney

[Signature]

Signature of Witness

IAN WILLIAM ANGUS

Name of Attorney

..... MAREE HINCKES
Name of Witness

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

)
)
)

~~.....
Director~~

~~.....
Secretary~~

~~Executed on behalf of Basin Oil N.L. by being signed
Sealed and delivered by its duly authorised Attorney Resinda
meurice McNamara under power of Attorney who hereby states
that she has received no notice of revocation of the power of
Attorney effecting such appointment, in the presence of:~~

M. Fallon
Witness

[Signature]

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

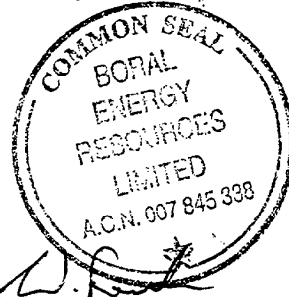
.....
Director

.....
Secretary

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

.....
Director

.....
Secretary



EXECUTED for and on behalf of
DELHI PETROLEUM PTY LTD
by its duly authorised attorney
in the presence of:

.....
Signature of Attorney

.....
Signature of Witness

.....
Name of Attorney

.....
Name of Witness

Signed under Power of Attorney

Dated 30th July 1999

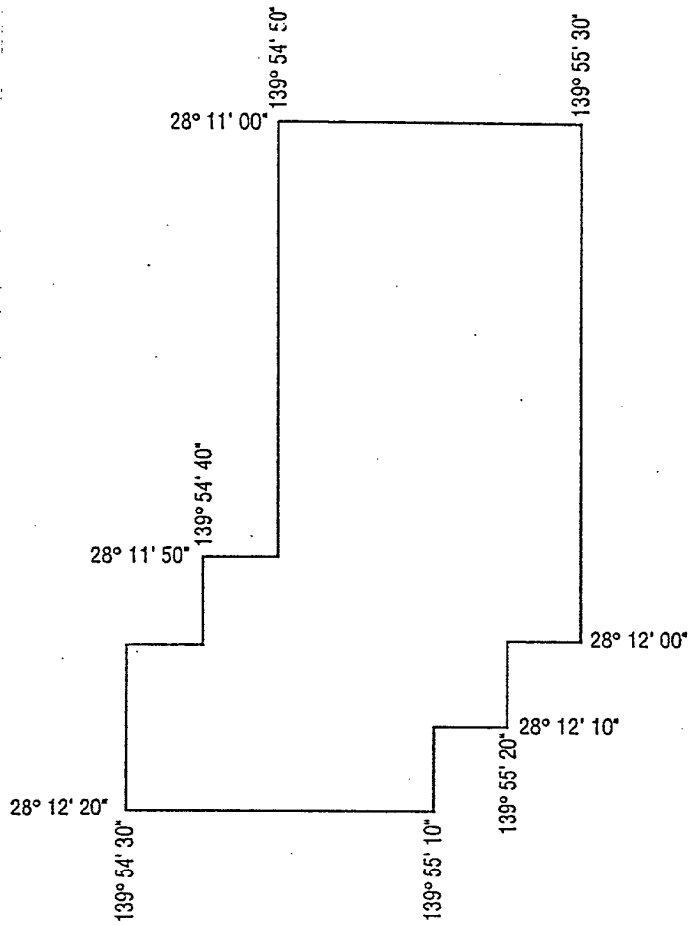
by D.R. Whitby

for and
on behalf of
Gulf (Aust) Resources
N.L.

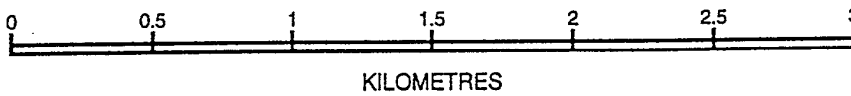
THE COMMON SEAL of
GULF (AUST) RESOURCES NL was hereunto
affixed in the presence of:

.....
Director
Attorney

.....
Secretary
Witness



SCALE 1 : 25 000



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

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

MUSCAT FIELD

PETROLEUM PRODUCTION LICENCE NO.

157



SCHEDULE

PETROLEUM PRODUCTION LICENCE NO. 157

DESCRIPTION OF AREA

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

Commencing at a point being the intersection of latitude $28^{\circ} 11' 00''$ S and longitude $139^{\circ} 54' 50''$ E, thence east to longitude $139^{\circ} 55' 30''$ E, south to latitude $28^{\circ} 12' 00''$ S, west to longitude $139^{\circ} 55' 20''$ E, south to latitude $28^{\circ} 12' 10''$ S, west to longitude $139^{\circ} 55' 10''$ E, south to latitude $28^{\circ} 12' 20''$ S, west to longitude $139^{\circ} 54' 30''$ E, north to latitude $28^{\circ} 12' 00''$ S, east to longitude $139^{\circ} 54' 40''$ E, north to latitude $28^{\circ} 11' 50''$ S, east to longitude $139^{\circ} 54' 50''$ E, and north to the point of commencement.

All the within latitudes and longitudes being geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of Commonwealth Gazette number 84 dated October 6, 1966.

AREA 2.85 square kilometres approximately.

In accordance with Section 117 of the *Petroleum Act 2000* (Act) this document forms part of 'The Commercial Register'.

Section 118 of the Act provides for the following:

Authority to search register

(1) A person is entitled to have access to the material included in the commercial register, on payment of the prescribed inspection fee, if the access is authorised by—

- (a) a person who has a legal or equitable interest in the relevant licence or registered dealing; or
- (b) (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