

INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 215

1. 24 January 2007 Grant of Petroleum Production Licence PPL 215 (Toparoa Field)

Interests:
Stuart Petroleum Limited 100%
2. 24 January 2007 Memorandum entering PPL 215 on the public register and notation of receipt of security.
3. 25 January 2007 Memorandum entering notation of approval and registration of the following document on the public register:

Toparoa Royalty and Expenditure Deed dated 29 August 2006 between Stuart Petroleum Limited, Avery Resources (Australia) Pty Ltd and Avery Resources Inc.
Ref: SA 2007-02
4. 1 February 2007 Gazettal of Grant of PPL 215
5. 8 August 2007 Memorandum entering notation of revision to security arrangements on the public register.
6. 28 April 2009 Memorandum entering notation of revision to security arrangements on the public register.
7. 20 July 2009 Memorandum entering notation of revision to security arrangements on the public register.
8. 4 July 2011 Memorandum entering notation of revision to security arrangements on the public register.
9. 10 August 2011 Memorandum entering notation of change of company name on the public register.

From: Stuart Petroleum Limited
To: Stuart Petroleum Pty Ltd
10. 10 August 2011 Certificate of Registration on Change of Name.
11. 19 September 2012 Memorandum entering notation of revision to security arrangements on the public register.
12. 28 May 2014 Memorandum entering notation of revision to security arrangements on the public register.
13. 27 October 2014 Memorandum entering notation of revision to security arrangements on the public register.
14. 16 December 2014 Memorandum entering notation of revision to security arrangements on the public register.

15. 21 December 2016 Memorandum entering notation of approval and registration of the following document on the public register:

Toparoa Royalty and PRL 84 Joint Venture Termination Deed dated 28 September 2016 between Stuart Petroleum Pty Ltd, Bengal Energy (Australia) Pty Ltd and Bengal Energy Limited.
Ref: SA 2016-12

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM RETENTION LICENCE
PRL 84

PETROLEUM PRODUCTION LICENCE
PPL 215

SA 2016-12 Notation of registrable dealing as evidenced by Toparoa Royalty and PRL 84 Joint Venture Termination Deed dated 28 September 2016 between Stuart Petroleum Pty Ltd, Bengal Energy (Australia) Pty Ltd and Bengal Energy Limited 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: 21 December 2016

Ref: F2013/002331

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

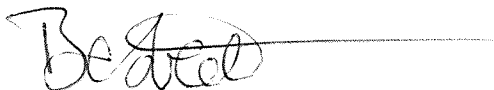
GAS STORAGE EXPLORATION LICENCES

**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

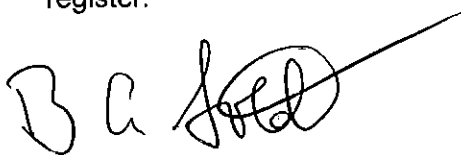
GAS STORAGE EXPLORATION LICENCES

**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	

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 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
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

Grant of Petroleum Production Licence—PPL 215

PURSUANT to section 92 (1) of the Petroleum Act 2000, notice is hereby given that the undermentioned Petroleum Production Licence has been granted with effect from 24 January 2007 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	Licensees	Locality	Area in km ²	Reference
PPL 215	Stuart Petroleum Limited	Cooper Basin of South Australia	0.89	28/01/405

Description of Area

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

Commencing at a point being the intersection of latitude 28°30'50"S GDA94 and longitude 140°15'00"E GDA94, thence east to longitude 140°15'00"E AGD66, south to latitude 28°31'00"S GDA94, west to longitude 140°15'00"E GDA94, south to latitude 28°31'05"S GDA94, west to longitude 140°14'55"E GDA94, south to latitude 28°31'10"S GDA94, west to longitude 140°14'50"E GDA94, south to latitude 28°31'20"S GDA94, west to longitude 140°14'45"E GDA94, south to latitude 28°31'25"S GDA94, east to longitude 140°15'00"E AGD66, south to latitude 28°31'32.5"S GDA94, west to longitude 140°14'55"E GDA94, south to latitude 28°31'50"S GDA94, west to longitude 140°14'35"E GDA94, north to latitude 28°31'45"S GDA94, west to longitude 140°14'30"E GDA94, north to latitude 28°31'15"S GDA94, east to longitude 140°14'37.5"E GDA94, north to latitude 28°31'10"S GDA94, east to longitude 140°14'45"E GDA94, north to latitude 28°31'05"S GDA94, east to longitude 140°14'52.5"E GDA94, north to latitude 28°31'00"S GDA94, east to longitude 140°14'55"E GDA94, north to latitude 28°30'55"S GDA94, east to longitude 140°15'00"E GDA94, and north to the point of commencement.

Area: 0.89 km² approximately.

Dated 24 January 2007.

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 215

Notation of approval and registration of the following document is hereby entered on the Public Register:

- SA 2007-02 Toparoa Royalty and Expenditure Deed dated 29 August 2006 between Stuart Petroleum Limited, Avery Resources (Australia) Pty Ltd and Avery Resources Inc.



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: 25 January 2007

28/1/405

**Petroleum Act 2000
S.115**

MEMORANDUM

**PETROLEUM PRODUCTION LICENCE
PPL 215**

1. This Licence granted on 24 January 2007 is hereby entered on the public register.
2. Interests in the licence are:-

Stuart Petroleum Limited	100%
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3. Notation of receipt of security 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 January 2007

Ref: 28/1/405

Petroleum Act 2000

PETROLEUM PRODUCTION LICENCE No. 215

I, BARRY ALAN GOLDSTEIN, Director Petroleum and Geothermal, 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

(hereinafter referred to as the '**Licensee**') 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 *24 January* 2007.

BAG

DESCRIPTION OF AREA

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

Commencing at a point being the intersection of latitude 28°30'50"S GDA94 and longitude 140°15'00"E GDA94, thence east to longitude 140°15'00"E AGD66, south to latitude 28°31'00"S GDA94, west to longitude 140°15'00"E GDA94, south to latitude 28°31'05"S GDA94, west to longitude 140°14'55"E GDA94, south to latitude 28°31'10"S GDA94, west to longitude 140°14'50"E GDA94, south to latitude 28°31'20"S GDA94, west to longitude 140°14'45"E GDA94, south to latitude 28°31'25"S GDA94, east to longitude 140°15'00"E AGD66, south to latitude 28°31'32.5"S GDA94, west to longitude 140°14'55"E GDA94, south to latitude 28°31'50"S GDA94, west to longitude 140°14'35"E GDA94, north to latitude 28°31'45"S GDA94, west to longitude 140°14'30"E GDA94, north to latitude 28°31'15"S GDA94, east to longitude 140°14'37.5"E GDA94, north to latitude 28°31'10"S GDA94, east to longitude 140°14'45"E GDA94, north to latitude 28°31'05"S GDA94, east to longitude 140°14'52.5"E GDA94, north to latitude 28°31'00"S GDA94, east to longitude 140°14'55"E GDA94, north to latitude 28°30'55"S GDA94, east to longitude 140°15'00"E GDA94, and north to point of commencement.

AREA: **0.89** 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 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").
 - 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 Licensee 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 Licensee on any cash Security.
 - 1.3 All charges incurred by the Licensee in obtaining and maintaining the Security shall be met by the Licensee.
 - 1.4 If upon surrender of the licence 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.
-
2. The Licensee must:
 - (a) upon commencement of regulated activities under this licence, maintain in force during the term of this licence public liability insurance to cover regulated activities under this licence (including sudden and accidental pollution) in the name of the 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 Licensee for a sum not less than ten million dollars (\$10,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time 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 Licensee 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, entered into for the purposes of Section 31 of the *Native Title Act 1993*.
5. A contract or agreement entered into by the licensee to transfer or accept liability for any well or facility constructed for the purpose of undertaking a regulated activity under the *Petroleum Act, 1940* or *2000* cannot transfer, limit or exclude liability under the *Petroleum Act 2000* unless written consent of the Minister is obtained.

Date: 24 January.....2007



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

Signed by the said LICENSEE

Date: 16 January 200~~6~~⁷


.....
Authorised Representative

G. GUGLIELMO
.....
Name

MANAGING DIRECTOR
.....
Position

STUART PETROLEUM LIMITED
.....
Company


.....
Witness

J. MCRÆ
.....
Name

COMPANY SECRETARY
.....
Position

STUART PETROLEUM LIMITED
.....
Company

