



7. 10 December 1999 Certificate of Registration on Change of Name dated 6 October 1999:  
From: Gulf (Aust) Resources NL  
To: Novus Australia Resources NL
8. 10 December 1999 Memorandum entering change of company name on the Public Register.
9. 13 March 2000 Certificate of Registration on Change of Name dated 24 February 2000:  
From: Boral Energy Resources  
To: Origin Energy Resources Ltd
10. 13 March 2000 Memorandum entering change of company name on the Public Register.
11. 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
12. 15 October 2002 Memorandum entering change of company name on the Public Register.
13. 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.
14. 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
15. 23 November 2005 Notation of discharge of security and receipt of replacement security is entered on the public register.
16. 13 January 2006 Certificate of Registration on Change of Name dated 29 June 2005:  
From: Novus Australia Resources NL  
To: Santos (NARNL Cooper) NL
17. 13 January 2006 Memorandum entering change of company name on the Public Register.
18. 9 May 2006 Certificate of Registration on Change of Name dated 1 December 2005:  
From: Santos (NARNL Cooper) NL  
To: Santos (NARNL Cooper) Pty Ltd.
19. 9 May 2006 Memorandum entering change of company name on the Public Register

20. 8 September 2009 Consolidation of licence area with PPL 172 (part) – now PPL 235
21. 8 September 2009 Memorandum entering consolidation on the public register.

**Petroleum Act 2000  
S.115**

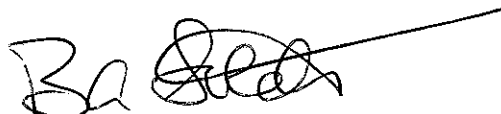
**MEMORANDUM**

**PETROLEUM PRODUCTION LICENCES  
PPL 172, PPL 82, PPL 189, PPL 235, PPL 236**

1. Partial surrender of PPL 172, with effect from 1 July 2008;
2. Revocation of Condition 4 of PPL 172;
3. Division of licence area PPL 172;
4. Partial surrender of PPL 189, with effect from 1 July 2008;
5. Revocation of Condition 4 of PPL 189;
6. Division of licence area PPL 189;
7. Consolidation of part PPL 172 and PPL 82 (now PPL 235);
8. Consolidation of part PPL 172 and part PPL 189 (now PPL 236);
9. Grant of Petroleum Production Licences PPL 235 and PPL 236; and
10. Revocation of part PPL 172, PPL 82 and part PPL 189

is hereby entered on the public registers.

Holders: 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: 28/1/328; 28/1/208  
28/1/317; 28/1/442  
28/1/443

# **Petroleum Act 2000**

## **PARTIAL SURRENDER, REVOCATION OF CONDITION, DIVISION OF LICENCE AREA PETROLEUM PRODUCTION LICENCE PPL 172**

## **PARTIAL SURRENDER, REVOCATION OF CONDITION, DIVISION OF LICENCE AREA PETROLEUM PRODUCTION LICENCE PPL 189**

## **CONSOLIDATION OF LICENCE AREAS PETROLEUM PRODUCTION LICENCES PPL 172 (Area B) and PPL 82**

## **CONSOLIDATION OF LICENCE AREAS PETROLEUM PRODUCTION LICENCES PPL 172 (Area C) and PPL 189 (Area B)**

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 Petroleum Production Licences PPL 172 and PPL 189 hereby accept partial surrender of PPL 172 and PPL 189, pursuant to section 89 of the Act, with effect from 1 July 2008.

The total area of PPL 172 and PPL 189 respectively is reduced to 17.7 square kilometres and 8.27 square kilometres approximately, as a result of partial surrender of the licence areas.

2. hereby revoke Condition 4 of the licence conditions of PPL 172 and PPL 189 pursuant to section 76 (3) (b) of the Act, following the fulfilment of the conditions of the Deed dated 1 May 2001, as subsequently amended by Deeds to Amend Fixed Factor Area Deeds dated 24 October 2005.
3. pursuant to section 83 of the Act, hereby divide the area of PPL 172, consequently forming three new licence areas as described as Areas A, B and C in Schedule 1 hereto.

Area A of the divided licence area shall retain the existing designation as PPL 172. This area is reduced to 16.39 square kilometres approximately, as per the attached Schedule 2 and Map, as a result of partial surrender of the licence area.

4. pursuant to section 83 of the Act, hereby divide the area of PPL 189, consequently forming two new licence areas as described as Areas A and B in Schedule 3 hereto.

Area A of the divided licence area shall retain the existing designation as PPL 189. This area is reduced to 7.06 square kilometres approximately as per the attached Schedule 4 and Map, as a result of partial surrender of the licence area.

5. pursuant to section 82 of the Act, hereby consolidate the adjacent areas of Area B (ex PPL 172) and Petroleum Production Licence PPL 82, so forming Petroleum Production Licence PPL 235 as a new licence in continuity of Area B (ex PPL 172) and PPL 82.
6. pursuant to section 82 of the Act, hereby consolidate the adjacent areas of Area C (ex PPL 172) and Area B (ex PPL 189), so forming Petroleum Production Licence PPL 236 as a new licence in continuity of Area C (ex PPL 172) and Area B (ex PPL 189).

As a consequence of these consolidations, Areas B and C (ex PPL 172), PPL 82 and Area B of PPL 189 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 172 and PPL 189;
- b. the division of PPL 172 into three licence areas, designated Areas A (PPL 172), B and C;
- c. the division of PPL 189 into two licence areas, designated Areas A (PPL 189) and B;
- d. the consolidation of Area B of PPL 172 and PPL 82, to be known as PPL 235; and
- e. the consolidation of Area C of PPL 172 and Area B of PPL 189, to be known as PPL 236.

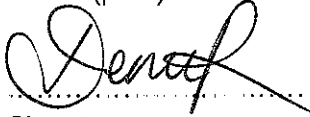
Executed for and on behalf of:

**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)

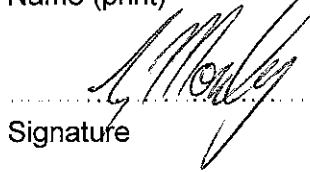


.....  
Signature

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 172

### DESCRIPTION OF AREA

#### Area A

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

Commencing at a point being the intersection of latitude 28°19'40"S AGD66 and longitude 140°08'40"E AGD66, thence east to longitude 140°10'20"E AGD66, south to latitude 28°20'00"S AGD66, east to longitude 140°10'30"E AGD66, south to latitude 28°20'10"S AGD66, east to longitude 140°10'50"E AGD66, south to latitude 28°21'20"S GDA94, west to longitude 140°10'30"E GDA94, south to latitude 28°21'50"S GDA94, west to longitude 140°10'05"E GDA94, south to latitude 28°22'10"S GDA94, west to longitude 140°09'35"E GDA94, south to latitude 28°22'20"S GDA94, west to longitude 140°09'00"E GDA94, south to latitude 28°22'25"S GDA94, west to longitude 140°08'30"E AGD66, north to latitude 28°20'20"S AGD66, east to longitude 140°08'40"E AGD66, and north to point of commencement.

AREA: **16.39** square kilometres approximately

#### Area B

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

##### AREA 1

Commencing at a point being the intersection of latitude 28°21'15"S GDA94 and longitude 140°04'00"E Clarke1858, thence east to longitude 140°04'05"E GDA94, south to latitude 28°21'20"S GDA94, east to longitude 140°04'15"E GDA94, south to latitude 28°21'25"S GDA94, east to longitude 140°04'20"E GDA94, south to latitude 28°21'30"S GDA94, east to longitude 140°04'25"E GDA94, south to latitude 28°21'35"S GDA94, east to longitude 140°04'30"E GDA94, south to latitude 28°21'50"S AGD66, west to longitude 140°04'00"E Clarke1858 and north to the point of commencement.

##### AREA 2

Commencing at a point being the intersection of latitude 28°21'35"S GDA94 and longitude 140°04'57"E GDA94, thence east to longitude 140°05'07"E GDA94, south to latitude 28°21'40"S GDA94, east to longitude 140°05'12"E GDA94, south to latitude 28°21'50"S AGD66, west to longitude 140°04'52"E GDA94, north to latitude 28°21'40"S GDA94, east to longitude 140°04'57"E GDA94 and north to the point of commencement.

AREA: **0.7** square kilometres approximately.

## Area C

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

Commencing at a point being the intersection of latitude  $28^{\circ}22'50''\text{S}$  AGD66 and longitude  $140^{\circ}16'40''\text{E}$  GDA94, thence east to longitude  $140^{\circ}17'05''\text{E}$  GDA94, south to latitude  $28^{\circ}23'00''\text{S}$  AGD66, east to longitude  $140^{\circ}17'30''\text{E}$  AGD66, south to latitude  $28^{\circ}23'10''\text{S}$  AGD66, west to longitude  $140^{\circ}16'40''\text{E}$  GDA94, and north to the point of commencement.

AREA: **0.67** square kilometres approximately.

## SCHEDULE 2

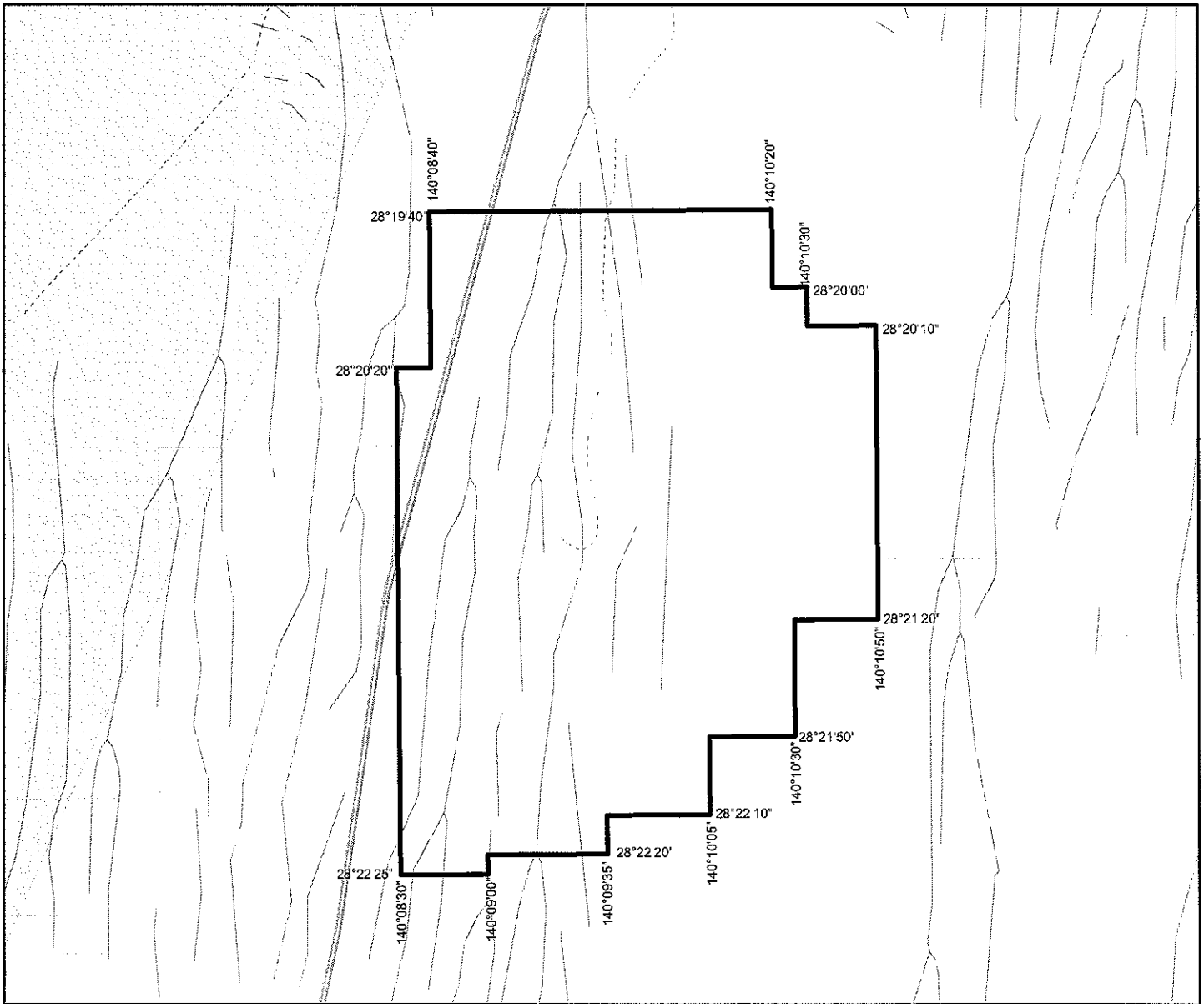
### PETROLEUM PRODUCTION LICENCE PPL 172

#### DESCRIPTION OF AREA

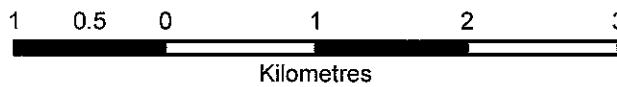
All that part of the State of South Australia, bounded as follows:-

Commencing at a point being the intersection of latitude 28°19'40"S AGD66 and longitude 140°08'40"E AGD66, thence east to longitude 140°10'20"E AGD66, south to latitude 28°20'00"S AGD66, east to longitude 140°10'30"E AGD66, south to latitude 28°20'10"S AGD66, east to longitude 140°10'50"E AGD66, south to latitude 28°21'20"S GDA94, west to longitude 140°10'30"E GDA94, south to latitude 28°21'50"S GDA94, west to longitude 140°10'05"E GDA94, south to latitude 28°22'10"S GDA94, west to longitude 140°09'35"E GDA94, south to latitude 28°22'20"S GDA94, west to longitude 140°09'00"E GDA94, south to latitude 28°22'25"S GDA94, west to longitude 140°08'30"E AGD66, north to latitude 28°20'20"S AGD66, east to longitude 140°08'40"E AGD66, and north to point of commencement.

AREA: **16.39** 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  
**YALCUMMA FIELD**

**PETROLEUM PRODUCTION LICENCE NO: 172**



Government of South Australia  
 Primary Industries and Resources SA

**SR 27/2/328**

**AREA: 16.39 sq km (approx)**

## SCHEDULE 3

### PETROLEUM PRODUCTION LICENCE PPL 189

#### DESCRIPTION OF AREA

##### Area A

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

Commencing at a point being the intersection of latitude 28°18'05"S GDA94 and longitude 140°21'30"E GDA94, thence east to longitude 140°22'00"E GDA94, south to latitude 28°18'25"S GDA94, west to longitude 140°21'45"E GDA94, south to latitude 28°18'40"S GDA94, west to longitude 140°21'30"E GDA94, south to latitude 28°19'35"S GDA94, west to longitude 140°21'10"E GDA94, south to latitude 28°19'40"S GDA94, west to longitude 140°20'15"E GDA94, south to latitude 28°19'45"S GDA94, west to longitude 140°20'10"E GDA94, south to latitude 28°19'55"S GDA94, west to longitude 140°19'55"E GDA94, south to latitude 28°20'00"S GDA94, west to longitude 140°19'30"E GDA94, north to latitude 28°19'15"S GDA94, east to longitude 140°19'55"E GDA94, north to latitude 28°19'10"S GDA94, east to longitude 140°20'00"E GDA94, north to latitude 28°18'55"S GDA94, east to longitude 140°20'05"E GDA94, north to latitude 28°18'50"S GDA94, east to longitude 140°20'10"E GDA94, north to latitude 28°18'30"S GDA94, east to longitude 140°21'20"E GDA94, north to latitude 28°18'20"S GDA94, east to longitude 140°21'30"E GDA94, and north to point of commencement.

AREA: 7.06 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°23'10"S AGD66 and longitude 140°16'30"E AGD66, thence east to longitude 140°17'30"E AGD66, south to latitude 28°23'10"S GDA94, west to longitude 140°17'20"E GDA94, south to latitude 28°23'40"S AGD66, west to longitude 140°16'30"E AGD66, and north to the point of commencement.

AREA: 1.21 square kilometres approximately.

## SCHEDULE 4

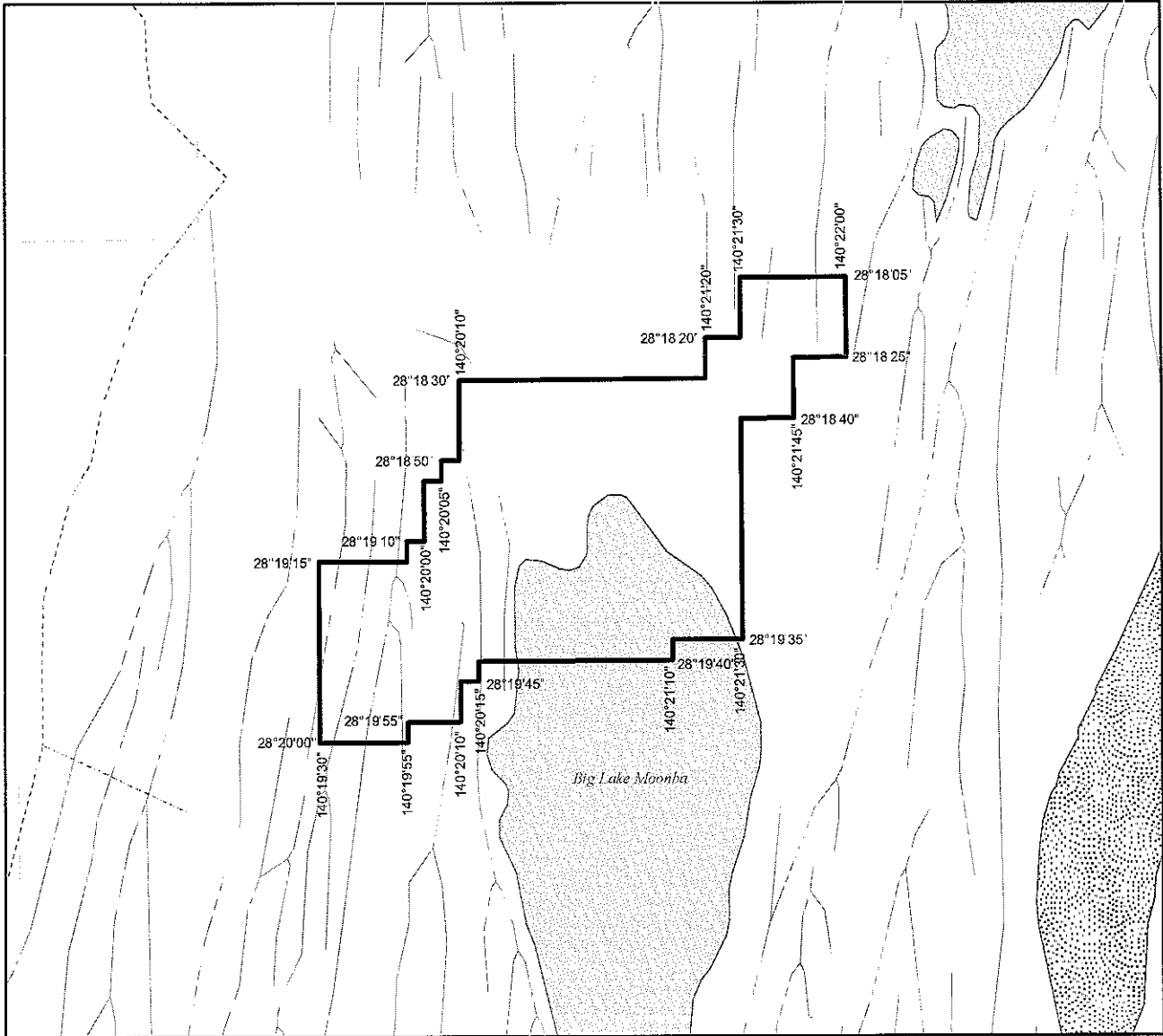
### PETROLEUM PRODUCTION LICENCE PPL 189

#### DESCRIPTION OF AREA

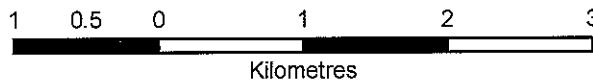
All that part of the State of South Australia, bounded as follows:-

Commencing at a point being the intersection of latitude 28°18'05"S GDA94 and longitude 140°21'30"E GDA94, thence east to longitude 140°22'00"E GDA94, south to latitude 28°18'25"S GDA94, west to longitude 140°21'45"E GDA94, south to latitude 28°18'40"S GDA94, west to longitude 140°21'30"E GDA94, south to latitude 28°19'35"S GDA94, west to longitude 140°21'10"E GDA94, south to latitude 28°19'40"S GDA94, west to longitude 140°20'15"E GDA94, south to latitude 28°19'45"S GDA94, west to longitude 140°20'10"E GDA94, south to latitude 28°19'55"S GDA94, west to longitude 140°19'55"E GDA94, south to latitude 28°20'00"S GDA94, west to longitude 140°19'30"E GDA94, north to latitude 28°19'15"S GDA94, east to longitude 140°19'55"E GDA94, north to latitude 28°19'10"S GDA94, east to longitude 140°20'00"E GDA94, north to latitude 28°18'55"S GDA94, east to longitude 140°20'05"E GDA94, north to latitude 28°18'50"S GDA94, east to longitude 140°20'10"E GDA94, north to latitude 28°18'30"S GDA94, east to longitude 140°21'20"E GDA94, north to latitude 28°18'20"S GDA94, east to longitude 140°21'30"E GDA94, and north to point of commencement.

AREA: **7.06** 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 Geocentric Datum of Australia (GDA94) and the schedule.

THE PLAN HEREINBEFORE REFERRED TO

**ALLUNGA FIELD**

**PETROLEUM PRODUCTION LICENCE NO: 189**



Government of South Australia  
Primary Industries and Resources SA

SR 28/1/317

AREA: 7.06 sq 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

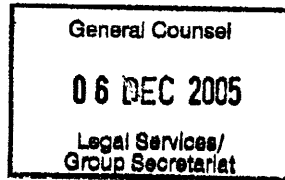
is hereby entered on the public register of licences.



**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**

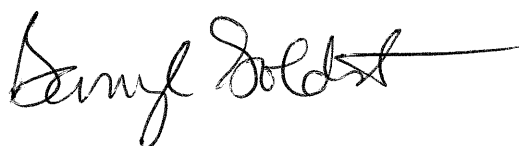
**MEMORANDUM**

**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;

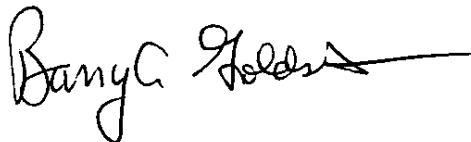
And

**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.oqa.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.

CERTIFICATE

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

Alan Cameron  
Chairman

# MEMORANDUM

Section 44, Petroleum Act 1940

PETROLEUM PRODUCTION LICENCES 6 to 20,  
22 to 61, 63 to 140, 142 to 167

PIPELINE LICENCE No. 2

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

- Certificate of Registration on Change of Name dated 6 October 1999.  
Gulf (Aust) Resources NL is now known as Novus Australia Resources NL.



J S Zabrowarny  
Manager, Petroleum Licensing and Royalties

10 December 1999

NOVUS PETROLEUM LIMITED  
Level 9  
321 Kent Street  
SYDNEY NSW 2000

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



SR 27/2/4 V27

**MEMORANDUM**

**PETROLEUM ACT 1940  
SECTION 44**

**PEL 5 & 6**

All Farmout Areas

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

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

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

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

**M COLELLA  
A/MANAGER, PETROLEUM ADMINISTRATION**

30 / 6 / 97



Form **245**

CORRS CHAMBERS WESTGARTH  
ATTN: TRACY THORNTON  
COMALCO PLACE  
12 CREEK ST  
BRISBANE QLD 4000

remove this top section if desired before printing

# Certificate of Registration on Change of Name

Corporations Law Sub-section 171 (12)

This is to certify that

**CRUSADER RESOURCES N.L.**

**Australian Company Number 004 761 255**

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

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

**Australian Company Number 004 761 255**

The company is a public company.

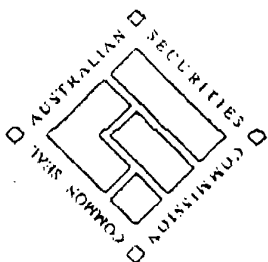
The company is a no liability company.

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



AUSTRALIAN  
SECURITIES  
COMMISSION

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



Alan Cameron  
Chairman

## MEMORANDUM

## PETROLEUM EXPLORATION LICENCE NO 5 &amp; 6



## FARMOUT AREAS AND PETROLEUM PRODUCTION LICENCES

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

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

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

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



R A LAWS

DIRECTOR, PETROLEUM DIVISION

Delegate of the Minister for Mines

## GRANT OF PETROLEUM PRODUCTION LICENCE

Department of Mines and Energy, Parkside, 31 October 1996

NOTICE is hereby given that pursuant to delegated powers dated 14 June 1995, *Gazetted* 15 June 1995, page 2845, the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum Act 1940.

A. J. ANDREJEWSKIS, Chief Executive Officer, Delegate of the Minister for Mines and Energy

No. of Licence	Licencees	Locality	Date of Expiry	Area in km <sup>2</sup>	Reference
82	SANTOS Limited Delhi Petroleum Pty Ltd Vamgas Pty Ltd Boral Energy Resources Ltd Crusader Resources NL	Waukatanna Field in the Cooper Basin of South Australia	31 December 2016	5.72	SR.28.1.208

*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°21'50"S and longitude 140°04'00"E, thence east to longitude 140°05'50"E, south to latitude 28°22'40"S, west to longitude 140°04'20"E, south to latitude 28°23'10"S, west to longitude 140°04'00"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, except those latitudes and longitudes underlined which are expressed in terms of Clarke 1858 Spheroid (Transverse Mercator Projection).

## MINING ACT 1971

NOTICE is hereby given in accordance with section 28 (5) of the Mining Act 1971, that the Minister for Mines and Energy proposes to grant an Exploration Licence over the undermentioned area:

Applicant: Petroleum Securities Mining Company Pty Limited

Location: Wiawera area—Approximately 20 km south-east of Olary, bounded as follows: Commencing at a point being the intersection of latitude 32°14'S and longitude 140°25'E, thence east to longitude 140°26'E, south to latitude 32°15'S, east to longitude 140°28'E, south to latitude 32°16'S, east to longitude 140°31'E, south to latitude 32°17'S, east to longitude 140°32'E, south to latitude 32°18'S, east to longitude 140°33'E, south to latitude 32°19'S, east to longitude 140°35'E, south to latitude 32°21'S, east to longitude 140°36'E, south to latitude 32°23'S, east to longitude 140°37'E, south to latitude 32°26'S, east to longitude 140°39'E, south to latitude 32°30'S, east to longitude 140°45'E, south to latitude 32°34'S, west to longitude 140°33'E, south to latitude 32°38'S, west to longitude 140°26'E, north to latitude 32°28'S, west to longitude 140°23'E, north to latitude 32°22'S, west to longitude 140°19'E, north to latitude 32°15'S, east to longitude 140°25'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.

Term: 1 year

Area in km<sup>2</sup>: 909

Ref. D.M.E. No.: 298/1996

Dated 7 November 1996.

L. JOHNSTON, Acting Mining Registrar

## MINING ACT 1971

NOTICE is hereby given in accordance with section 28 (5) of the Mining Act 1971, that the Minister for Mines and Energy proposes to grant an Exploration Licence over the undermentioned area:

Applicant: Amalg Resources NL

Location: Moonta-Wallaroo area, bounded as follows: Commencing at a point being the intersection of latitude 33°51'S and longitude 137°52'E, thence south to latitude 33°54'S, east to longitude 137°56'E, south to latitude

33°56'S, east to longitude 137°58'E, south to latitude 34°03'S, west to longitude 137°56'E, south to latitude 34°09'S, west to longitude 137°52'E, south to latitude 34°10'S, west to a line parallel to and 800 m inland from high water mark, Spencer Gulf (eastern side), thence generally north-easterly along the said parallel line to latitude 33°51'S, and east 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.

Term: 1 year

Area in km<sup>2</sup>: 1 160

Ref. D.M.E. No.: 488/1996

Dated 7 November 1996.

L. JOHNSTON, Acting Mining Registrar

## MINING ACT 1971

NOTICE is hereby given in accordance with section 28 (5) of the Mining Act 1971, that the Minister for Mines and Energy proposes to grant an Exploration Licence over the undermentioned area:

Applicant: Goldsearch NL

Location: De Rose Hill area—Approximately 80 km north of Marla, bounded as follows: Commencing at a point being the intersection of latitude 26°27'S and longitude 133°08'E, thence east to longitude 133°48'E, south to latitude 26°31'S, west to longitude 133°39'E, south to latitude 26°37'S, west to longitude 133°30'E, south to a northern boundary of the Pitjantjatjara Lands, thence westerly and northerly along the boundary of the said lands to latitude 26°23'S, east to longitude 133°05'E, south to latitude 26°30'S, east to longitude 133°08'E, and north to the point of commencement, but excluding the Tarcoola-Alice Springs Railway (reserved G.G. 13 November 1975), 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.

Term: 1 year

Area in km<sup>2</sup>: 1 673

Ref. D.M.E. No.: 259/1996

Dated 7 November 1996.

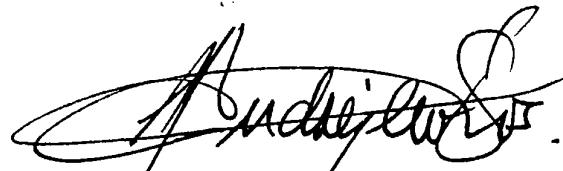
L. JOHNSTON, Acting Mining Registrar

**MEMORANDUM**

**PETROLEUM PRODUCTION LICENCE NO 82**

1. This licence granted on *31 Oct. 1996* 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	45.25
• Delhi Petroleum Pty Ltd	30.0
• Vamgas Pty Ltd	10.0
• Boral Energy Resources Ltd	10.0
• Crusader Resources NL	4.75



A J Andrejewskis  
**CHIEF EXECUTIVE OFFICER**  
Delegate of the Minister For Mines  
and Energy

*31 / Oct.* /1996



**SOUTH AUSTRALIA  
PETROLEUM ACT 1940**

**COMMISSIONER OF STAMPS**

**and**

S.A. STAMP DUTY  
DOCUMENT 7 OF 7  
05/11/96 10:37:04 00227016,1  
EXEMPT / NOT CHARGEABLE

**COOPER BASIN (RATIFICATION) ACT 1975**

**PETROLEUM PRODUCTION LICENCE NO 82**

I, **ANDREW JOSEPH ANDREJEWSKIS**, Chief Executive Officer, Department of Mines and Energy (CEO) in the State of South Australia pursuant to the provisions of the Petroleum Act, 1940 and the Cooper Basin (Ratification) Act 1975 and all other enabling powers, for and on behalf of Stephen John Baker, Minister for Mines and Energy ('**Minister**'), pursuant to delegation dated 14 June 1995, (refer Government Gazette dated 15 June 1995 page 2845), **HEREBY GRANT JOINTLY** to:

- **SANTOS LIMITED**, ACN 007 550 923 of Santos House, Level 29, 91 King William Street, Adelaide, South Australia 5000,
- **DELHI PETROLEUM PTY LTD**, ACN 007 854 686 of C/- Esso Australia Ltd, 12 Riverside Quay, Southbank, Victoria,
- **BORAL ENERGY RESOURCES LIMITED**, ACN 007 854 338 of 60 Hindmarsh Square, Adelaide, South Australia,
- **VAMGAS PTY LTD**, ACN 006 245 110 of Santos House, Level 29, 91 King William Street, Adelaide, South Australia 5000,
- **CRUSADER RESOURCES NL**, ACN 004 761 255 of 27th Floor, 12 Creek Street, Brisbane, Queensland,

a Petroleum Production Licence in respect of the area described hereunder:-

## DESCRIPTION OF AREA

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

Commencing at a point being the intersection of latitude  $28^{\circ}21'50''S$  and longitude  $140^{\circ}04'00''E$ , thence east to longitude  $140^{\circ}05'50''E$ , south to latitude  $28^{\circ}22'40''S$ , west to longitude  $140^{\circ}04'20''E$ , south to latitude  $28^{\circ}23'10''S$ , west to longitude  $140^{\circ}04'00''E$ , 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, except those latitudes and longitudes underlined which are expressed in terms of Clarke 1858 Spheroid (Transverse Mercator Projection).

## TERMS AND CONDITIONS

1. The term of this licence is twenty-one (21) years commencing on and inclusive of the First day of January 1996 with the right, subject to carrying out adequately the obligations of the licence, to renewal from time to time on the same terms and conditions for further terms of twenty-one (21) years.
2. The licensees hereby covenant with the Minister that they will make payment of the yearly rent provided under the Petroleum Act 1940 and of the royalty referred to in the Cooper Basin (Ratification) Act 1975 and will subject to the provisions of the Cooper Basin (Ratification) Act 1975 comply with the provisions of the Petroleum Act 1940 and with all Regulations for the time being in force under that Act and with any directions given by the Minister the Chief Executive Officer for Mines and Energy or any other person pursuant to that Act or the said Regulations.

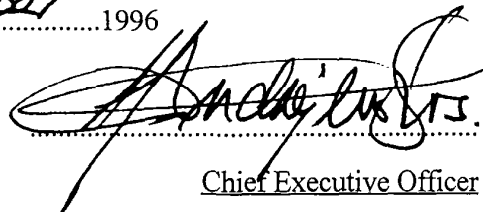
3. The Minister hereby gives and records his consent to the grant by the licensees of one sub-licence pursuant to the provisions of the Cooper Basin (Ratification) Act 1975 in the form of or to the effect set out in the Schedule hereto.
4. It is hereby acknowledged and agreed that the licensees own and hold the following undivided interests respectively in and under this licence:-

<b>Santos</b>	Forty five point two five per centum	(45.25%)
<b>Delhi</b>	Thirty per centum	(30%)
<b>Boral Energy</b>	Ten per centum	(10%)
<b>Vamgas</b>	Ten per centum	(10%)
<b>Crusader</b>	Four point seven five per centum	(4.75%)

**PROVIDED THAT** nothing in this Clause contained shall in any way affect or derogate from the rights, duties and liabilities of the licensees (as determined pursuant to the Indenture as defined in the Cooper Basin (Ratification) Act 1975 and the Petroleum Act 1940) to the Minister under this licence **AND PROVIDED FURTHER 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 28th day of June 1973 to which the licensees are parties and as the same has been amended and as may hereafter be amended from time to time.

Signed by the Chief Executive Officer,  
Department of Mines and Energy at Adelaide

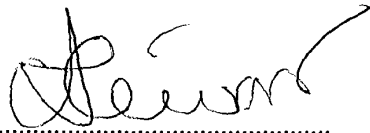
this 31 day of October 1996



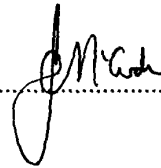
Chief Executive Officer  
Department of Mines and Energy  
Delegate of the Minister for  
Mines and Energy

**SIGNED, SEALED AND DELIVERED** )  
by the said **LICENSEES** at Adelaide )  
this .....24..... day of .....October..... 1996)

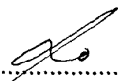
Executed on behalf of **SANTOS LIMITED** and )  
**VAMGAS PTY LTD**, respectively )  
by being **SIGNED, SEALED AND** )  
**DELIVERED** by its duly authorised Attorney )  
under Power of Attorney who hereby states )  
that he has received no notice of revocation )  
of the Power of Attorney affecting such )  
appointment, in the presence of: )



.....  
(Witness)



**SIGNED, SEALED AND DELIVERED** )  
for and on behalf of **DELHI PETROLEUM** )  
**PTY LTD** by **IAN WILLIAM ANGUS** )  
its duly authorised Attorney under Power of )  
Attorney dated the 12<sup>TH</sup> day of FEBRUARY )  
1993 , who hereby states that he has no notice )  
of revocation of the said Power of Attorney at )  
the time of executing this instrument in the )  
presence of: )

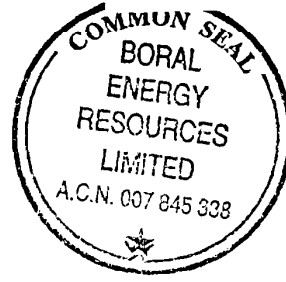


.....  
(Witness)



.....  
Delhi Petroleum Pty Ltd  
by its Attorney

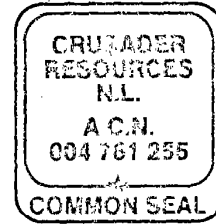
THE COMMON SEAL of BORAL ENERGY )  
RESOURCES LIMITED was hereunto )  
affixed in the presence of: )



*[Handwritten Signature]*  
.....  
(Director)

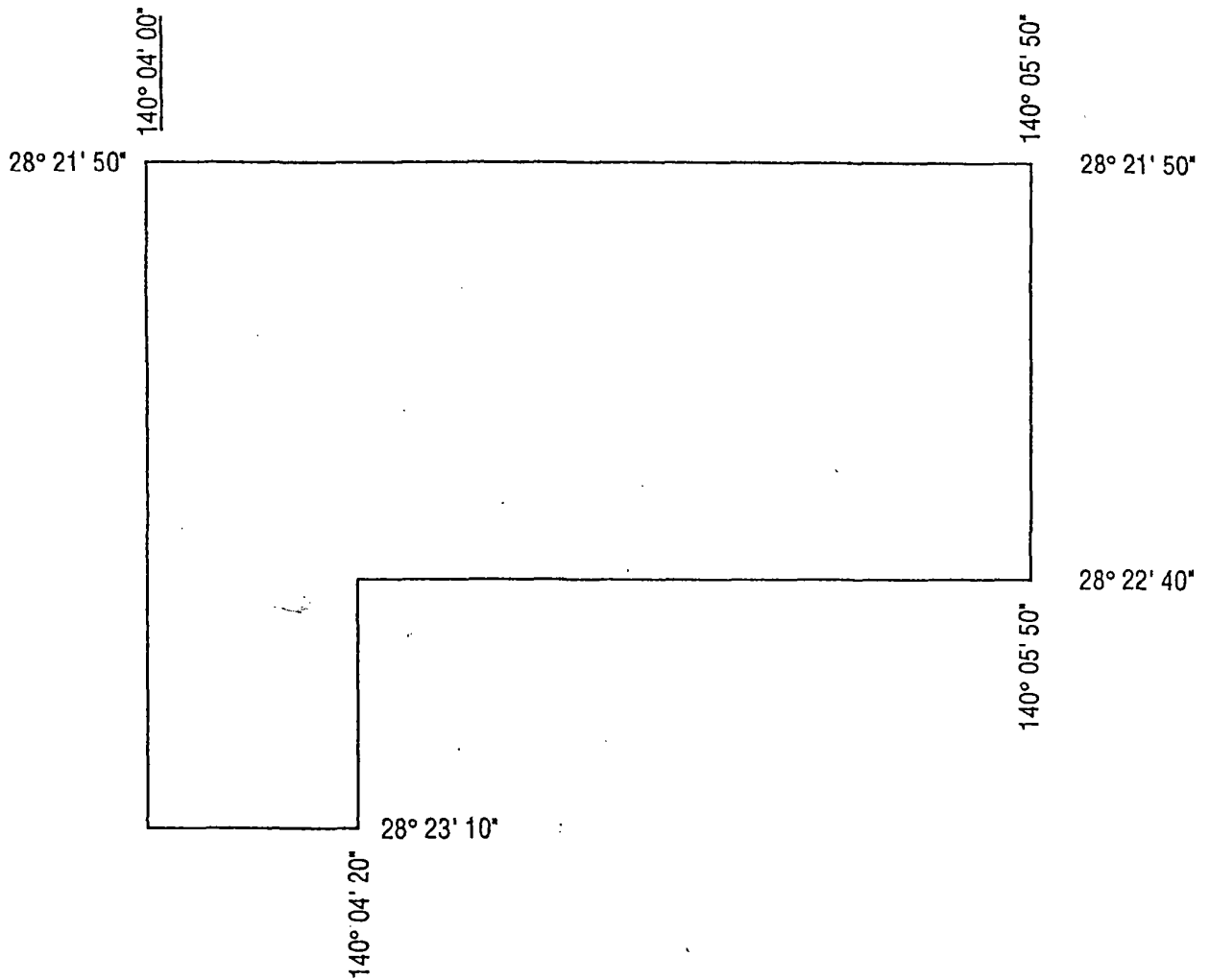
*[Handwritten Signature]*  
.....  
(Secretary)

THE COMMON SEAL OF CRUSADER )  
RESOURCES NO LIABILITY was hereunto )  
affixed in the presence of:

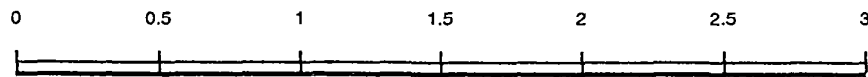


*[Handwritten Signature]*  
.....  
(Director)

*[Handwritten Signature]*  
.....  
(Secretary)



SCALE 1 : 25 000



KILOMETRES

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. VAMGAS PTY. LTD.  
BORAL ENERGY RESOURCES LTD. CRUSADER RESOURCES N.L.**

**WUKATANNA FIELD**

**PETROLEUM PRODUCTION LICENCE NO. 82**



**THE SCHEDULE HEREINBEFORE REFERRED TO**

**THIS DEED OF SUB-LICENCE** made the                      day of                      199

**BETWEEN:**

**SANTOS LIMITED** A.C.N. 007 550 923 whose registered office is situated at 39 Grenfell Street, Adelaide in the State of South Australia (hereinafter sometimes called "**Santos**" which expression where the context requires or permits shall include its successors and assigns);

**AND**

**DELHI PETROLEUM PTY. LTD.** A.C.N. 007 854 686 whose registered office is situated at c/- Esso Australia Ltd., 12 Riverside Quay, Southbank in the State of Victoria (hereinafter sometimes called "**Delhi**" which expression where the context requires or permits shall include its successors and assigns);

**AND**

**BORAL ENERGY RESOURCES LIMITED** A.C.N. 007 845 338 whose registered office is situated at 60 Hindmarsh Square, Adelaide in the State of South Australia (hereinafter sometimes called "**Boral**" which expression where the context requires or permits shall include its successors and assigns);

**AND**

**CRUSADER RESOURCES NO LIABILITY** A.C.N. 004 761 255 whose registered office is situated at Level 27, 12 Creek Street, Brisbane in the State of Queensland (hereinafter sometimes called "**Crusader**" which expression where the context requires or permits shall include its successors and assigns);

**AND**

**VAMGAS PTY. LTD.** A.C.N. 006 245 110 whose registered office is situated at 39 Grenfell Street, Adelaide in the State of South Australia (hereinafter sometimes called “**Vamgas**” which expression where the context requires or permits shall include its successors and assigns);

the said companies being hereinafter collectively called “**the Licensors**” which expression where the context requires or permits shall include their respective successors and assigns);

**OF THE ONE PART**

**AND**

**SANTOS LIMITED** A.C.N. 007 550 923 whose registered office is situated at 39 Grenfell Street, Adelaide in the State of South Australia (hereinafter sometimes called “**Santos**” which expression where the context requires or permits shall include its successors and assigns);

**AND**

**DELHI PETROLEUM PTY. LTD.** A.C.N. 007 854 686 whose registered office is situated at c/- Esso Australia Ltd., 12 Riverside Quay, Southbank in the State of Victoria (hereinafter sometimes called “**Delhi**” which expression where the context requires or permits shall include its successors and assigns);

**AND**

**VAMGAS PTY. LTD.** A.C.N. 006 245 110 whose registered office is situated at 39 Grenfell Street, Adelaide in the State of South Australia (hereinafter sometimes called “**Vamgas**” which expression where the context requires or permits shall include its successors and assigns);

**AND**



**BORAL ENERGY RESOURCES LIMITED** A.C.N. 007 845 338 whose registered office is situated at 60 Hindmarsh Square, Adelaide in the State of South Australia (hereinafter sometimes called “**Boral**” which expression where the context requires or permits shall include its successors and assigns);

**AND**

**CRUSADER RESOURCES NO LIABILITY** A.C.N. 004 761 255 whose registered office is situated at 27th Floor, 12 Creek Street, Brisbane in the State of Queensland (hereinafter sometimes called “**Crusader**” which expression where the context requires or permits shall include its successors and assigns);

**AND**

**ALLIANCE PETROLEUM AUSTRALIA PTY. LTD.** A.C.N. 004 559 951 whose registered office is situated at 39 Grenfell Street, Adelaide in the State of South Australia (hereinafter sometimes called “**Alliance**” which expression where the context requires or permits shall include its successors and assigns);

**AND**

**BASIN OIL NO LIABILITY** A.C.N. 000 628 017 whose registered office is situated at c/- Cultus Petroleum N.L., Level 4, 828 Pacific Highway, Gordon in the State of New South Wales (hereinafter sometimes called “**Basin**” which expression where the context requires or permits shall include its successors and assigns);

**AND**

**SANTOS (BOL) PTY. LTD.** A.C.N. 000 670 575 whose registered office is situated at Level 28, Gateway Building, 1 Macquarie Place, Sydney in the State of New South Wales (hereinafter sometimes called “**Parker & Parsley**” which expression where the context requires or permits shall include its successors and assigns);



**AND**

**REEF OIL PTY. LTD.** A.C.N. 000 646 800 whose registered office is situated at 39 Grenfell Street, Adelaide in the State of South Australia (hereinafter sometimes called “**Reef**” which expression where the context requires or permits shall include its successors and assigns);

**AND**

**BRIDGE OIL DEVELOPMENTS PTY. LTD.** A.C.N. 001 152 049 whose registered office is situated at Level 28, Gateway Building, 1 Macquarie Place, Sydney in the State of New South Wales (hereinafter sometimes called “**BOD**” which expression where the context requires or permits shall include its successors and assigns);

**AND**

**SANTOS PETROLEUM PTY. LTD.** A.C.N. 000 146 369 whose registered office is situated at 39 Grenfell Street, Adelaide in the State of South Australia (hereinafter sometimes called “**Santos Petroleum**” which expression where the context requires or permits shall include its successors and assigns);

(the said companies being hereinafter collectively called “**the Licensees**” which expression where the context requires or permits shall include their respective successors and assigns);

**OF THE OTHER PART**

**WHEREAS:-**

- A. The Licensors are the holders of Petroleum Production Licence No. [ ] granted by the Minister for Mines and Energy of the State of South Australia pursuant to the powers in the Petroleum Act 1940 and the Cooper Basin (Ratification) Act 1975 over certain land in the State of South Australia as more particularly described in the said Petroleum Production Licence No. [ ].

- B. The Licensees are parties to an agreement made as of the 1st day of January 1975 known as the South Australian Cooper Basin Unit Agreement (hereinafter and as the same has been and may hereafter be amended from time to time referred to as “**the Unit Agreement**”) relating inter alia to the development and production of petroleum from that sub-surface portion of the area comprised in the said Petroleum Production Licence No. [ ] as the same is more particularly described in the Schedule hereto.
- C. The Licensors with the consent of the Minister for Mines and Energy of the State of South Australia have agreed to grant and the Licensees have agreed to accept a sub-licence to exercise the rights specified in Clause 1 hereof upon the conditions specified in Clauses 2, 3, 4 and 5 hereof.

**NOW THIS DEED WITNESSETH AS FOLLOWS:-**

1. The Licensors with the consent of the Minister for Mines and Energy of the State of South Australia hereby grant to each of the Licensees severally the exclusive right for a period of twenty-one (21) years commencing and inclusive of the First day of January 1996 (with the right of renewal hereinafter contained) subject to the provisions of this Deed of Sub-Licence to:-
  - (a) conduct operations for the appraisal and production of petroleum from such sub-surface portion of the area comprised in the said Petroleum Production Licence No. [ ] as is more particularly described in the Schedule hereto (hereinafter referred to as “**the Unitized Zone**”) and subject to Clause 2 hereof to own all petroleum extracted or released therefrom; and
  - (b) construct and maintain upon the land comprised in the said Petroleum Production Licence No. [ ] all such facilities as the Licensors are entitled to construct and maintain thereon pursuant to Section 33 of the Petroleum Act 1940 or the Cooper Basin (Ratification) Act 1975 (or both) of the State of South Australia and as are necessary from time to time for the full enjoyment of the rights granted pursuant to Clause 1(a) hereof.



2. Each of the Licensees hereby expressly acknowledges, covenants and agrees with the Licensors and with each of the other Licensees that in the exercise of exclusive rights granted pursuant to Clause 1 hereof each Licensee shall at all times act subject to and in accordance with the provisions of the Unit Agreement (and in particular to the provisions of Clause 13.01 thereof which refers to an overriding royalty in favour of Santos) and that such rights shall entitle each Licensee to extract or release from the Unitized Zone so much of the petroleum within the Unitized Zone as such Licensee is entitled to from time to time in accordance with its Gas Unit Participation, Ethane Unit Participation, Propane Unit Participation, Butane Unit Participation, Condensate Unit Participation, Crude Oil Unit Participation and its Additional Plant Products Unit Participation or Participations in accordance with the provisions of the Unit Agreement.
  
3. The Licensees hereby jointly and severally covenant with the Licensors that they will make payment in accordance with the Unit Agreement, as amended, of the royalty referred to in the Cooper Basin (Ratification) Act 1975 in respect to the production referred to in Clause 2 hereof and subject to the provisions of the Cooper Basin (Ratification) Act 1975 make payment in accordance with the Unit Agreement of the yearly rent provided under the said Petroleum Act 1940 and will subject as aforesaid comply with the provisions of the said Petroleum Act 1940 and with all Regulations for the time being in force under that Act and with any directions given by the Minister, the Director-General for Mines and Energy or any other person pursuant to that Act or the said Regulations and the Licensees hereby further jointly and severally covenant with the Licensors not to do any act or thing or make any omission which would cause the Licensors to be in breach or default of the provisions of the said Petroleum Production Licence No. [ ] or of the provisions of the said Petroleum Act 1940 or of any Regulation for the time being in force under that Act or with any direction given by the Minister, the Director-General for Mines and Energy or any other person pursuant to that Act or the said Regulations.
  
4. Subject to the due compliance by the Licensees with their obligations under this Deed of Sub-Licence the Licensors hereby covenant with the Licensees:-

- (a) to perform the covenants and obligations on the part of the Licensors contained in the said Petroleum Production Licence No. [ ];
  - (b) that for such period as the same is required for the purpose of the Unit Agreement, to exercise their rights of renewal pertaining to the said Petroleum Production Licence No. [ ]; and
  - (c) to renew the provisions of this Deed of Sub-Licence on the same terms and conditions during any renewed term of the said Petroleum Production Licence No. [ ] for such period as aforesaid.
5. The rights of the Licensees or any of them granted pursuant to the foregoing provisions of this Deed of Sub-Licence shall not be sold assigned transferred leased sub-let mortgaged pledged charged encumbered or otherwise disposed of other than subject to and in accordance with the provisions of Article XV of the Unit Agreement and subject to Section 42 of the said Petroleum Act 1940 and Clause 14.2 of the Indenture as defined in the Cooper Basin (Ratification) Act 1975.



**THE SCHEDULE**  
**("Description of Unitized Zones")**



IN WITNESS WHEREOF the Parties hereto sign seal and deliver the foregoing presents and have hereunto set their respective hands and seals as of the day and year first above written.

Executed on behalf of **ALLIANCE** )  
**PETROLEUM AUSTRALIA PTY. LTD.,** )  
**REEF OIL PTY. LTD., SANTOS** )  
**LIMITED, 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** )  
**NO LIABILITY** was hereunto affixed in the )  
presence of:- )

.....  
Secretary

.....  
Director



THE COMMON SEAL of SANTOS (BOL) )  
PTY. LTD. was hereunto affixed in the )  
presence of:- )

.....  
Secretary

.....  
Director

SIGNED, SEALED AND DELIVERED )  
for and on behalf of DELHI PETROLEUM )  
PTY. LTD. by )  
its duly authorised Attorney under Power of )  
Attorney dated the        day of        , )  
199    , who hereby states that he has no notice )  
of revocation of the said Power of Attorney )  
at the time of executing this instrument in the )  
presence of:- )

.....  
Witness

.....  
Delhi Petroleum Pty. Ltd.  
by its Attorney

THE COMMON SEAL of CRUSADER )  
RESOURCES NO LIABILITY was )  
hereunto affixed in the presence of:- )

.....  
Secretary

.....  
Director



**THE COMMON SEAL of BRIDGE OIL )  
**DEVELOPMENTS PTY. LTD.** was )  
hereunto affixed in the presence of:- )**

.....  
Secretary

.....  
Director

**THE COMMON SEAL of BORAL )  
**ENERGY RESOURCES LIMITED** was )  
hereunto affixed in the presence of:- )**

.....  
Director

.....  
Secretary

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