

INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 210

1. 23 December 2004 Grant of Petroleum Production Licence PPL 210

Interests:-

Beach Petroleum Limited 50%
Magellan Petroleum (N. T.) Pty Ltd 50%
2. 23 December 2004 Memorandum entering PPL 210 on the public register.
3. 23 December 2004 Memorandum entering notation of receipt of security on the public register.
4. 6 January 2005 Gazettal of Grant of PPL 210
5. 23 January 2006 Memorandum entering notation of receipt of security on the public register.
6. 20 August 2007 Notation of Security Deed dated 4 September 2006 between Commonwealth Bank of Australia and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited, Mawson Petroleum Pty Limited, Wandata Pty Ltd, Claremont Petroleum (USA) Pty Limited, Tagday Pty Ltd, Midland Exploration Pty Limited and Ocita Pty Ltd is hereby entered on the public register.
Ref: SA 2007-23
7. 20 August 2007 Notation of Security dated 28 May 2007 between CBA Corporate Services (NSW) Pty Limited and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited and Mawson Petroleum Pty Limited is hereby entered on the public register.
Ref: SA 2007-24
8. 14 September 2007 Notation of revision to security arrangements is hereby entered on the public register.
9. 28 January 2009 Memorandum entering notation of revision to security arrangements on the public register.
10. 7 January 2010 Memorandum entering notation of change of company name on the public register.

From: Beach Petroleum Limited
To: Beach Energy Limited

11. 7 January 2010 Certificate of Registration on Change of Name.
12. 22 April 2010 Notation of Asset Sale Agreement – PEL 94, PEL 95 and PPL 210 dated 11 December 2009 between Magellan (Southern) Pty Ltd, Magellan Petroleum (NT) Pty Ltd and Strike Energy Limited is hereby entered on the public register.
Ref: SA 2010-14
13. 22 April 2010 Notation of Deed of Assumption and Covenant – PEL 95 and PPL 210 dated 17 March 2010 between Magellan Petroleum (NT) Pty Ltd, Beach Energy Limited and Strike Energy limited is hereby entered on the public register
Ref: SA 2010-15

Interests in PPL 210 are:

Beach Energy Limited	50%
Strike Energy Limited	50%

Native Title Deed of Assumption – PEL 95 and PPL 210 dated 17 March 2010 between Magellan Petroleum (NT) Pty Ltd, Beach Energy Limited and Strike Energy Limited is hereby entered on the public register.
14. 31 August 2011 Memorandum entering notation of receipt of security on the public register.
15. 23 March 2012 Memorandum entering notation of discharge of security on the public register.
16. 23 March 2012 Memorandum entering notation of receipt of security on the public register.
17. 28 October 2013 Memorandum entering notation of revision of security arrangements on the public register.
18. 30 October 2013 Memorandum entering notation of revision of security arrangements on the public register.
19. 21 November 2013 Memorandum entering notation of revision of security arrangements on the public register.
20. 10 January 2014 Memorandum entering notation of revision of security arrangements on the public register.

21. 21 August 2014 Memorandum entering notation of revision of security arrangements on the public register.
22. 19 September 2014 Memorandum entering notation of revision of security arrangements on the public register.
23. 15 October 2014 Memorandum entering notation of revision of security arrangements on the public register.
24. 9 April 2015 Memorandum entering the following registrable dealings on the public register:
- Strike Energy Group Reconstruction Agreement dated 3 December 2014 between Strike Energy Limited, Strike Energy South Australia Pty Ltd, Strike Energy 96 Holdings Pty Ltd, Strike Energy 96 Pty Ltd, Strike Energy 95 Holdings Pty Ltd, Strike Energy 95 Pty Ltd, Strike Energy 94 Holdings Pty Ltd, Strike Energy 94 Pty Ltd, Strike Energy Cooper Holdings Pty Ltd, Strike Energy Cooper Pty Ltd and Strike Energy USA Holdings Pty Ltd and Strike Oil Corporation Inc.
Ref: SA 2015-32
25. 30 April 2015 Memorandum entering notation of the following registrable dealings on the public register:
- Deed of Assumption and Covenant dated 12 February 2015 between Strike Energy Limited, Strike Energy 95 Pty Ltd and Beach Energy Limited
Ref: SA 2015-43
- Native Title Deed of Assumption – PEL 95 and PPL 210 dated 12 February 2015 between Strike Energy Limited, Beach Energy Limited and Strike Energy 95 Pty Ltd
Ref: SA 2015-44
- PEL 95 Joint Operating and Production Agreement – Priority Deed dated 31 March 2015 between Beach Energy Limited, Strike Energy 95 Pty Ltd and CBA Corporate Services (NSW) Pty Ltd
Ref: SA 2015-45
26. 15 September 2017 Memorandum entering notation of grant of AAL 247 on the public register.

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MEMORANDUM

PETROLEUM PRODUCTION LICENCE
PPL 210

1. Notation of the grant of Associated Activities Licence AAL 247 (adjunct to PPL 210) is hereby entered on the public register.



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

Date: 15 September 2017

File: MER-2017/0445

Petroleum and Geothermal Energy Act 2000
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PETROLEUM EXPLORATION LICENCE
PEL 95

PETROLEUM PRODUCTION LICENCE
PPL 210

- SA 2015-43 Notation of registrable dealing as evidenced by Deed of Assumption and Covenant dated 12 February 2015 between Strike Energy Limited, Strike Energy 95 Pty Ltd and Beach Energy Limited is hereby entered on the public register.
- SA 2015-44 Native Title Deed of Assumption – PEL 95 and PPL 210 dated 12 February 2015 between Strike Energy Limited, Beach Energy Limited and Strike Energy 95 Pty Ltd is hereby entered on the public register.
- SA 2015-45 Notation of registrable dealing as evidenced by PEL 95 Joint Operating and Production Agreement – Priority Deed dated 31 March 2015 between Beach Energy Limited, Strike Energy 95 Pty Ltd and CBA Corporate Services (NSW) Pty Ltd 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: 30 April 2015

Ref: 27/2/173
28/1/382

Petroleum and Geothermal Energy Act 2000
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MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

GAS STORAGE EXPLORATION LICENCES
GSELs 633, 634 and 646

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46,
47, 48, 49, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99,
100, 101, 102, 103, 104, 129 and 130

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239, 245, 246, 247,
248, 249, 250, 253, 254, 255 and 256

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCES
SFLs 3, 4, 8 and 9

1. Notation of receipt of additional security in the form of Commonwealth Bank Guarantees dated 11 September 2014 and 7 October 2017 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Beach Energy Limited or Adelaide Energy Pty Ltd in South Australia.



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

Date: 15 October 2014

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MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

GAS STORAGE EXPLORATION LICENCES
GSELs 633 and 634

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46,
47, 48, 49, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99,
100, 101, 102, 103 and 104

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239, 245, 246, 247,
248, 249, 250, 253, 254, 255 and 256

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFLs 3, 4, 8 and 9

1. Notation of receipt of additional security in the form of a Commonwealth Bank Guarantee dated 18 August 2014 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Beach Energy Limited or Adelaide Energy Pty Ltd in South Australia.



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

Date: 19 September 2014

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MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

GAS STORAGE EXPLORATION LICENCES
GSELs 633 and 634

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47,
48, 49, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101,
102, 103 and 104

PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239, 245, 246, 247, 248, 249
and 250

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFLs 3, 4, 8 and 9

1. Notation of receipt of additional security in the form of a Commonwealth Bank Guarantee dated 30 July 2014 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Beach Energy Limited or Adelaide Energy Pty Ltd in South Australia.



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

Date: 21 August 2014

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MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495

PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13 and 32

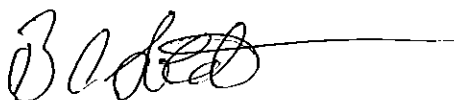
PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239, 245, 246,
247, 248, 249 and 250

PIPELINE LICENCE
PL 19

GAS STORAGE RETENTION LICENCE
GSRL 27

SPECIAL FACILITIES LICENCE
SFLs 3, 4 and 8

1. Notation of receipt of additional security in the form of an ANZ Bank Guarantee dated 13 December 2013 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.



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: 10 January 2014

File:	27/2/169	27/2/172	27/2/173	27/2/187
	27/2/309	27/2/315	27/2/337	27/2/439
	28/1/159	28/1/353	28/1/360	28/1/375
	28/1/382	28/1/394	28/1/419	28/1/426
	28/1/446	F2009/14	F2009/16	F2010/730
	F2011/278	F2011/602	F2013/41	F2013/141
	F2013/155	F2013/277	F2013/672	F2013/676
	F2013/2207	F2013/1842	F2013/1843	F2013/1844

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MEMORANDUM

**PETROLEUM EXPLORATION LICENCES
PELs 91, 94, 95, 107, 186, 494, and 495**

**PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13 and 32**

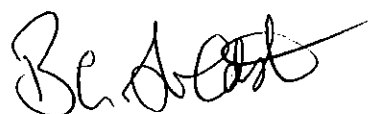
**PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239 and 245**

**PIPELINE LICENCE
PL 19**

**GAS STORAGE RETENTION LICENCE
GSRL 27**

**SPECIAL FACILITIES LICENCE
SFLs 3 and 4**

1. Notation of receipt of additional security in the form of a Bank Guarantee dated 11 November 2013 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.



**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: 21 November 2013

File:	27/2/169	27/2/172	27/2/173	27/2/187
	27/2/309	27/2/315	27/2/337	27/2/439
	28/1/159	28/1/353	28/1/360	28/1/375
	28/1/382	28/1/394	28/1/419	28/1/426
	28/1/446	F2009/14	F2009/16	F2010/730
	F2011/278	F2011/602	F2013/41	F2013/141
	F2013/155	F2013/277		

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**PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 107, 186, 494, and 495**

**PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13 and 32**

**PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224, 239 and 245**

**PIPELINE LICENCE
PL 19**

**GAS STORAGE RETENTION LICENCE
GSRL 27**

**SPECIAL FACILITIES LICENCE
SFL 3**

1. Notation of receipt of additional security in the form of a Bank Guarantee dated 23 October 2013 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.



**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: 30 October 2013

File:	27/2/169	27/2/170	27/2/172	27/2/173
	27/2/187	27/2/309	27/2/315	27/2/337
	27/2/439	28/1/159	28/1/353	28/1/360
	28/1/375	28/1/382	28/1/394	28/1/419
	28/1/426	28/1/446	F2009/14	F2009/16
	F2010/730	F2011/278	F2011/602	F2013/41
	F2013/155	F2013/277		

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MEMORANDUM

**PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 107, 186, 494, and 495**

**PETROLEUM RETENTION LICENCES
PRLs 1, 2, 13 and 32**

**PETROLEUM PRODUCTION LICENCES
PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224 and 239**

**PIPELINE LICENCE
PL 19**

**GAS STORAGE RETENTION LICENCE
GSRL 27**

**SPECIAL FACILITIES LICENCE
SFL 3**

1. Notation of receipt of security in the form of a Bank Guarantee dated 6 June 2013 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.



**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 October 2013

File:	27/2/169	27/2/170	27/2/172	27/2/173
	27/2/187	27/2/309	27/2/315	27/2/337
	27/2/439	28/1/159	28/1/353	28/1/360
	28/1/375	28/1/382	28/1/394	28/1/419
	28/1/426	28/1/446	F2009/14	F2009/16
	F2010/730	F2011/278	F2011/602	F2013/41
	F2013/155			

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PETROLEUM EXPLORATION LICENCES

PELs 91, 92, 94, 95, 105, 107, 186, 218, 255, 494 and 496

PETROLEUM RETENTION LICENCES

PRLs 1, 2 and 13

PETROLEUM PRODUCTION LICENCES

PPLs 62, 168, 202, 204, 205, 210, 212, 220, 224 and 239

PIPELINE LICENCE

PL 19

GAS STORAGE RETENTION LICENCE

GSRL 27

1. Notation of receipt of security in the form of a Bank Guarantee dated 15 March 2012 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Adelaide Energy Limited or Beach Energy Limited in South Australia.



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: 23 March 2012

File:	27/2/169	27/2/170	27/2/172	27/2/173
	27/2/185	27/2/187	27/2/309	27/2/315
	27/2/337	27/2/375	27/2/418	27/2/439
	28/1/159	28/1/353	28/1/360	28/1/375
	28/1/382	28/1/394	28/1/419	28/1/426
	28/1/446	F2009/14	F2009/16	F2010/730
	F2011/278	F2011/602		


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PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 107, 186 and 218

PETROLEUM PRODUCTION LICENCES
PPLs 204, 205, 210, 212, 220, 224 and 239

1. Notation of discharge of security in the form of Bank Guarantees dated 11 September 2007, 22 December 2008 and 26 August 2011 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: 23 March 2012

File:	27/2/169	27/2/170	27/2/172
	27/2/173	27/2/187	27/2/315
	27/2/375	28/1/360	28/1/375
	28/1/382	28/1/394	28/1/419
	28/1/426	F2011/278	

**Petroleum and Geothermal Energy Act 2000
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**PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 107, 186 and 218**

**PETROLEUM PRODUCTION LICENCES
PPLs 204, 205, 210, 212, 220, 224 and 239**

1. Notation of receipt of security in the form of a Bank Guarantee dated 26 August 2011 is hereby entered on the public register.
2. Security is held to cover any single event occurring in any licence operated by Beach Energy Limited in South Australia.



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

Date: 31 August 2011

File: 27/2/169 28/1/360
27/2/170 28/1/375
27/2/172 28/1/382
27/2/173 28/1/394
27/2/187 28/1/419
27/2/315 28/1/426
27/2/375 F2011/000278

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

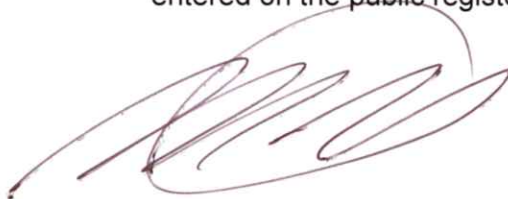
**PETROLEUM EXPLORATION LICENCE
PEL 95
and
PETROLEUM PRODUCTION LICENCE
PPL 210**

SA 2010–14 Notation of registrable dealing as evidenced by Deed of Assumption and Covenant – PEL 95 and PPL 210 dated 17 March 2010 between Magellan Petroleum (NT) Pty Ltd, Beach Energy Limited and Strike Energy Limited is hereby entered on the public register.

Interests in PEL 95 and PPL 210 are:

Beach Energy Limited	50%
Strike Energy Limited	50%

SA2010-15 Native Title Deed of Assumption – PEL 95 and PPL 210 dated 17 March 2010 between Magellan Petroleum (NT) Pty Ltd, Beach Energy Limited and Strike Energy Limited is hereby entered on the public register.



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

Date: 22 April 2010

Ref: 27/2/173
38/1/382

Magellan Petroleum (NT) Pty Ltd ACN 009 718 183

Beach Energy Limited ACN 007 617 969

Strike Energy Limited ACN 078 012 745

Native Title Deed of Assumption - PEL 95 and PPL 210

A

Native Title Deed of Assumption – PEL 95 and PPL 210

Parties

- 1 **MAGELLAN PETROLEUM (NT) PTY LTD** (ACN 009 718 183) of Level 10, 145 Eagle Street, Brisbane, in the State of Queensland (**Magellan**)
- 2 **BEACH ENERGY LIMITED** (ACN 007 617 969) of 25 Conyngham Street, Glenside in the State of South Australia (**Beach**)
- 3 **STRIKE ENERGY LIMITED** (ACN 078 012 745) of Level 9, Wesfarmers House, 40 The Esplanade, Perth in the State of Western Australia (**Strike**)

Introduction

- COMMISSIONER OF STATE TAXATION
- S.A. STAMP DUTY PAID
26/03/2010 10:04:56 00800692.1
EXEMPT / NOT CHARGEABLE
- A. Beach and Magellan are parties to the Native Title Deed and to the Ancillary Agreement.
 - B. It is a requirement of the Native Title Deed that if a party assigns or transfers the whole or part of an interest in PEL 95, that party procures the party acquiring the interest to enter into a deed of assumption whereby the acquiring party covenants to assume the obligations of the assigning party and to be bound by the terms and conditions of the Native Title Deed as if it were a party to the Native Title Deed to the extent of the interest acquired.
 - C. Pursuant to a Deed of Assumption and Covenant between Strike, Beach and Magellan dated on or about the date of this Deed, Magellan assigned to Strike the Assigned Interest, to the effect that each of the parties now holds the following Participating Interests:

Magellan	0%
Strike	50%
Beach	50%
 - C. Strike, Beach and Magellan have entered into this Deed to effect Strike's assumption of the share of the obligations under the Native Title Agreements applicable to the Assigned Interest toward the Native Title Parties and other parties under, and to be bound by the terms and conditions of, the Native Title Agreements as if was a party, to the extent of the Assigned Interest.
 - D. Strike has assumed the obligations of Magellan under the Native Title Agreements and is now responsible for 50% of the obligations under the Native Title Agreements.

Operative clauses

1 Definitions

In this Deed (including the Introduction) unless the context otherwise requires:

Expressions defined in the JOA and used in this Deed shall have the meanings as defined in the JOA;

Act means the *Petroleum Act 2000* of the State of South Australia and any regulations made thereunder and any act or regulations in modification or amendment thereof or in substitution thereof;

Ancillary Agreement has the meaning given to that term in the Native Title Deed;

Assigned Interest means a 50% undivided interest in PEL 95 and PPL 210 and a 50% Participating Interest;

Association has the meaning given to that term in the Native Title Deed;

Effective Date means 1 November, 2009.

Government Party has the meaning given to that term in the Native Title Deed;

JOA means the Joint Operating and Production Agreement between Magellan and Beach dated 19 October 2001 which sets out the respective rights, duties and obligations of the parties in regard to exploration for petroleum and the conduct of other operations within PEL 95;

Joint Property has the meaning given to that term in the JOA;

Joint Venture Documents has the meaning given to that term in the JOA;

Native Title Agreements means the Native Title Deed and the Ancillary Agreement; and

Native Title Deed means the Deed pursuant to Section 31 of the Native Title Act 1993 (Cth) in relation to the area of PEL 95, dated 22 October 2001 between the State of South Australia, the Yandruwandha/Yawarrawarrka People, Beach, Magellan and the Yandruwandha/Yawarrawarrka Traditional Land Owners (Aboriginal Corporation);

Native Title Parties has the meaning given to that term in the Native Title Deed; and

Participating Interest means a party's interest from time to time as tenant in common in PEL 95 and PPL 210 and in the Joint Property and its rights and obligations under the JOA and other Joint Venture Documents;

PEL 95 means petroleum exploration licence number PEL 95 issued under the Petroleum Act 1940 (SA).

2 Interpretation

2.1 In this Deed unless the context otherwise requires:

- (a) the singular includes the plural and vice versa and words importing a gender include other genders;
- (b) a reference to any legislation or statutory instrument is construed in accordance with the relevant *Acts Interpretation Act*;
- (c) other grammatical forms of defined words or phrases have corresponding meanings;
- (d) a reference to a clause, schedule or annexure is a reference to a clause of or schedule or annexure to this Deed and a reference to this Deed includes any schedules and annexures;
- (e) terms defined in the *Corporations Act 2001* as at the date of this Deed have the meanings given to them in the *Corporations Act 2001* at that date;
- (f) a reference to a party to this Deed or any other document or agreement includes its successors and permitted assigns;
- (g) a reference to a document or agreement, including this Deed, includes a reference to that document or agreement as novated, altered or replaced from time to time;
- (h) a reference to '\$A', 'dollar', 'AUD' or '\$' is a reference to Australian currency;
- (i) a reference to writing includes typewriting, printing, lithography, photography and any other mode of representing or reproducing words, figures or symbols in a permanent and visible form; and
- (j) a reference to a specific time for the performance of an obligation is a reference to that time in the State, Territory or other place where that obligation is to be performed.

2.2 In this Deed headings are used for reference only.

3 Condition subsequent

3.1 The provisions of this Deed will have no force or effect until the assignment of the Assigned Interest has been approved and registered under the relevant laws (**Ministerial Approval**).

3.2 Upon Ministerial Approval being obtained in relation to the assignment of the Assigned Interest, the provisions of this Deed will relate back to, and take effect from, the Effective Date.

4 Covenants

4.1 Strike covenants with Beach and Magellan with effect from the Effective Date:

- (a) to assume and be bound by all the terms, conditions, restrictions, covenants and obligations contained in the Native Title Agreements applicable to the

share of Magellan's obligations under the Native Title Agreements applicable to the Assigned Interest; and

- (b) to be liable for all the terms, conditions, restrictions, covenants and obligations applicable to the share of the Native Title Agreements applicable to the Assigned Interest.

- 4.2 On and from the Effective Date, Magellan shall be relieved and discharged from all further performance of its obligations pursuant to the Native Title Agreements.
- 4.3 On and from the Effective Date, Strike indemnifies Magellan from and in respect of all obligations and liabilities to be performed by Magellan on or after the Effective Date under the Native Title Agreements to the extent of the share of the Native Title Agreements applicable to the Assigned Interest.
- 4.4 Notwithstanding the discharge contained in clause 4.2 Magellan shall:
 - (a) remain liable for all obligations in respect of its share of the Native Title Agreements applicable to the Assigned Interest accruing prior to the Effective Date; and
 - (b) indemnify and keep indemnified each of Beach and Strike in respect thereof.

5 Notice to Native Title Parties

- 5.1 Magellan shall notify the relevant Native Title Parties, the Association, and the Government Party of the assignment of the share of the Native Title Agreements applicable to the Assigned Interest as effected by this Deed.
- 5.2 Magellan shall, if requested to do so by any of the parties mentioned in clause 4.1, provide a copy of this Deed to that party.

6 Strike's Address

Strike's address for the purposes of the Native Title Agreements shall, until a new address is substituted, be as follows:

Strike Energy Limited

Level 9
Wesfarmers House
40 The Esplanade
Perth WA

Attention: Chief Executive Officer

Facsimile: (08) 6103 0990

7 Necessary Approvals

This Deed will be of no force or effect until it and the assignment by Magellan of the Assigned Interest has, if necessary, been approved and registered in accordance with the Act.

8 Further Assurances

Each of the parties to this Deed must make, do, execute and deliver all such acts, instruments and things as are necessary or desirable to implement and give full effect to the provisions of the Native Title Agreements and this Deed.

9 Costs

- 9.1 Each party is responsible for its own legal and other costs and expenses in relation to the preparation, negotiation, and execution of this Deed.
- 9.2 Strike must promptly attend to stamping and registration of this Deed and must bear the stamp duty and registration fees on this Deed and any document entered into pursuant to this Deed.

10 Severability

- 10.1 Any provision of this Deed will be read down to the extent necessary to prevent that provision or this Deed being invalid, voidable or unenforceable in the circumstances.
- 10.2 If, notwithstanding clause 9.1, a provision of this Deed is still invalid or voidable:
- (a) if the provision would not be invalid or voidable if a word or words were omitted, that word or those words will be deleted; and
 - (b) in any other case, the whole provision will be deleted,
- and the remainder of this Deed will continue to have full force and effect.

11 Inurement

This Deed will extend to, be binding upon and inure for the benefit of the parties to this Deed and their respective successors and permitted assigns under the JOA.

12 Governing Law and Jurisdiction

- (a) This Deed is governed by the laws of the State of South Australia.
- (b) Each party irrevocably and unconditionally submits to the non-exclusive jurisdiction of the Courts of South Australia and Courts entitled to hear appeals from those Courts.

13 Counterparts

This Deed may be executed in any number of counterparts, which when read together, form one instrument.

Executed as a deed on

17 March

2010

Executed by
MAGELLAN PETROLEUM (NT) PTY LTD
in accordance with section 127 of the
Corporations Act 2001



Director

Director/Secretary

Executed by
BEACH ENERGY LIMITED
in accordance with section 127 of the
Corporations Act 2001

Director Reg Nelson
 Managing Director

Director/Secretary

Cathy Oster
Company Secretary

Executed by
STRIKE ENERGY LIMITED
in accordance with section 127 of the
Corporations Act 2001

Director

Director/Secretary

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PELS 94 and 95

PETROLEUM PRODUCTION LICENCE
PPL 210

SA 2010–14 Notation of registrable dealing as evidenced by Asset Sale Agreement – PEL 94, PEL 95 and PPL 210 dated 11 December 2009 between Magellan (Southern) Pty Ltd, Magellan Petroleum (NT) Pty Ltd and Strike Energy Limited is hereby entered on the public register.



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

Date: 22 April 2010

Ref: 27/2/172
27/2/173
38/1/382

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

MEMORANDUM

**PETROLEUM EXPLORATION LICENCES
PELs 91, 92, 94, 95, 106, 107 and 218**

**PETROLEUM RETENTION LICENCES
PRLs 13 and 25**

**PETROLEUM PRODUCTION LICENCES
PPLs 204, 205, 210, 212, 220 and 224**

**ASSOCIATED ACTIVITIES LICENCES
AALs 18, 82, 98, 128, 146 and 154**

1. Notation of change of company name:

From: Beach Petroleum Limited
To: Beach Energy Limited

is hereby entered on the public register



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

Date: 7 January 2010

Ref:	27/2/169	27/2/520
	27/2/170	27/2/543
	27/2/172	28/1/360
	27/2/173	28/1/375
	27/2/186	28/1/382
	27/2/187	28/1/394
	27/2/339	28/1/419
	27/2/375	28/1/426
	27/2/438	28/1/431
	27/2/439	F2009/000739
	27/2/512	

BEACH PETROLEUM LIMITED
25 Conyngham Street
GLENSIDE SA 5065

Return to this top section if directed by FAX from us.



Certificate of Registration on Change of Name

This is to certify that

BEACH PETROLEUM LIMITED

Australian Company Number 007 617 969

did on the tenth day of December 2009 change its name to

BEACH ENERGY LIMITED

Australian Company Number 007 617 969

The company is a public company.

The company is limited by shares

The company is taken to be registered under the Corporations Act 2001 in South Australia and the date of commencement of registration is the twenty-first day of December, 1961.

Issued by the
Australian Securities and Investments Commission
on this tenth day of December, 2009.

A stylized, handwritten signature in black ink, appearing to read 'AMDA'.

Anthony Michael D'Aloisio
Chairman



CERTIFICATE

**Petroleum Act 2000
S.115**

MEMORANDUM

**PETROLEUM EXPLORATION LICENCES
PEL 91, PEL 92, PEL 94, PEL 95, PEL 107, PEL 110**

**PETROLEUM PRODUCTION LICENCES
PPL 204, PPL 205, PPL 210, PPL 212, PPL 220, PPL 224**

**PETROLEUM RETENTION LICENCES
PRL 13, PRL 25**

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



**MICHAEL MALAVAZOS
A/Director Petroleum and Geothermal
Minerals and Energy Resources
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development**

Date: 28 January 2009

File: 27/2/169 28/1/375
27/2/170 28/1/382
27/2/172 28/1/394
27/2/173 28/1/419
27/2/187 28/1/426
27/2/196 27/2/431
28/1/360 27/2/439

Petroleum Act 2000
S.115

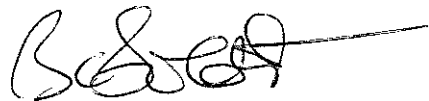
MEMORANDUM

PETROLEUM EXPLORATION LICENCES
PEL 91, PEL 92, PEL 94, PEL 95, PEL 107, PEL 110

PETROLEUM PRODUCTION LICENCES
PPL 204, PPL 205, PPL 210, PPL 212, PPL 220

PETROLEUM RETENTION LICENCE
PRL 13

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: 14 September 2007

File: 27/2/169 28/1/360
27/2/170 28/1/375
27/2/172 28/1/382
27/2/173 28/1/394
27/2/187 28/1/419
27/2/196 27/2/439

Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES

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

PETROLEUM RETENTION LICENCES

PRL 13

PETROLEUM PRODUCTION LICENCES

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

SA 2007-24 Notation of registrable dealing as evidenced by Deed of Security dated 28 May 2007 between CBA Corporate Services (NSW) Pty Limited and Beach Petroleum Limited, Beach Petroleum (NZ) Pty Ltd, Beach Oil and Gas Pty Limited, Beach Production Services Pty Limited, Beach Petroleum (Surat) Pty Limited, Beach Petroleum (Cooper Basin) Pty Limited, Beach Petroleum (Gippsland) Pty Limited and Mawson Petroleum Pty Limited is hereby entered on the public register.



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

Date: 20 August 2007

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

Petroleum Act 2000
S.115

MEMORANDUM

PETROLEUM EXPLORATION LICENCES

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

PETROLEUM RETENTION LICENCES

PRL 13

PETROLEUM PRODUCTION LICENCES

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

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



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

Date: 20 August 2007

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

**Petroleum Act 2000
S.115**

MEMORANDUM

**PETROLEUM EXPLORATION LICENCES
PEL 27, PEL 91, PEL 92, PEL 94, PEL 95, PEL 107, PEL 110,
PEL 136, PETROLEUM PRODUCTION LICENCES PPL 204,
PPL 205, PPL 210 and PPL 212**

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



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

Date: 23 January 2006

File: 27/2/66
27/2/169
27/2/170
27/2/172
27/2/173
27/2/187
27/2/196
27/2/213
28/1/360
28/1/375
28/1/382
28/1/394

PETROLEUM ACT 2000

Grant of Petroleum Production Licence—PPL 210

PURSUANT to section 92 (1) of the Petroleum Act 2000, notice is hereby given that the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573.

No. of Licence	Licensees	Locality	Area in km ²	Reference
PPL 210	Beach Petroleum Limited Magellan Petroleum (N.T.) Pty Ltd	Cooper Basin of South Australia	3.76	28/01/382

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°43'55"S GDA94 and longitude 140°20'05"E GDA94, thence east to longitude 140°21'45"E GDA94, south to latitude 28°44'40"S GDA94, west to longitude 140°20'05"E GDA94, and north to the point of commencement.

Area: 3.76 km² approximately.

Dated 23 December 2004.

C. D. COCKSHELL, Acting Director Petroleum
Minerals and Energy Division
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources Development

**Petroleum Act 2000
S.115**

MEMORANDUM

**PETROLEUM PRODUCTION LICENCE
PPL 210**

1. This Licence granted on 23 December 2004 is hereby entered on the public register.
2. Interests in the licence are:-

Beach Petroleum Limited	50%
Magellan Petroleum (N.T.) Pty Ltd	50%
3. Notation of receipt of security is hereby entered on the public register.



**C. D. COCKSHELL
A/Director Petroleum
Minerals and Energy Division
Primary Industries and Resources SA
Delegate of the Minister for Mineral Resources
Development**

Date: 23 December 2004

Ref: 28/1/382

Petroleum Act 2000

PETROLEUM PRODUCTION LICENCE No. 210

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

Beach Petroleum Limited ABN: 20 007 617 969

Magellan Petroleum (N.T.) Pty Ltd ACN: 009 718 183

(hereinafter referred to as the 'Licensees') a Production Licence, in relation to all regulated resources except a source of geothermal energy in respect of the area described below, and subject to the conditions set out below and the provisions of the *Petroleum Act 2000*, to have effect from *23 December* 2004.

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°43'55"S GDA94 and longitude 140°20'05"E GDA94, thence east to longitude 140°21'45"E GDA94, south to latitude 28°44'40"S GDA94, west to longitude 140°20'05"E GDA94, and north to point of commencement.

AREA: **3.76** square kilometres approximately.

TERMS AND CONDITIONS

1. For the purpose of ensuring the due and proper performance of the Licensee's obligations under this Licence and the Act, the Licensees shall provide security in the amount of \$50,000 in the form of either:
 - (a) cash; or
 - (b) an unconditional, irrevocable bank guarantee or letter of credit in a form, and from a financial institution, approved by the Minister, ("the Security").

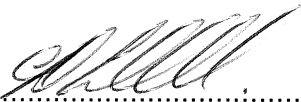
- 1.1 The Security shall be reviewed periodically. During the term of the Licence, if in the opinion of the Minister it is reasonable to increase the Security amount, provide additional Security or substitute another Security for the existing Security, the Licensees must comply with the Minister's request within 28 days after being requested in writing by the Minister to do so.
 - 1.2 Interest will not be payable by the Minister to the Licensees on any cash Security.
 - 1.3 All charges incurred by the Licensees in obtaining and maintaining the Security shall be met by the Licensees.
 - 1.4 If upon expiry, this Licence is not renewed and the Minister is satisfied that there are no further obligations under this Licence or the Act, the Minister will return the Security to the Licensees.
2. The Licensees must:
- (a) upon commencement of regulated activities under this licence, maintain in force during the term of this licence public liability insurance to cover regulated activities under this licence (including sudden and accidental pollution) in the name of the Licensees for a sum not less than twenty million dollars (\$20,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time require;
 - (b) maintain in force during the drilling of any well or operation in any well, control of well insurance in the name of the Licensees for a sum not less than ten million dollars (\$10,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time require;
 - (c) upon request by the Minister, provide the Minister with a cover note or certificate of currency of each insurance policy referred to in paragraphs (a) and (b).
3. The Minister in specifying the levels of insurance accepts no liability for the completeness of their listing, the adequacy of the sum insured, the limit of liability, the scoped coverage, the conditions or exclusions of these insurances in respect to how they may or may not respond to any loss, damage or liability.

4. The Licensees shall upon production of a regulated resource from the licence area, comply with their obligations under Clause 7 of the Deed dated 22 October 2002 between Beach Petroleum No Liability, Magellan Petroleum (N.T.) Pty Ltd, the Minister and the Yandruwandha/Yawarrawarrka People native title claimants, entered into for the purposes of Section 31 of the *Native Title Act 1993*.
5. A contract or agreement entered into by the licensees to transfer or accept liability for any well or facility constructed for the purpose of undertaking a regulated activity under the *Petroleum Act, 1940* or *2000* cannot transfer, limit or exclude liability under the *Petroleum Act 2000* unless written consent of the Minister is obtained.

Date:.....23 December.....2004

C.D. COCKSHILL
A/DIRECTOR PETROLEUM


FOR



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

Signed by the said LICENSEE

Date: 20 December 2004



Authorised Representative

Name

Position

Company



Authorised Representative

T. Gwynn Davies

Name

Director

Position

Magellan Petroleum (N.Z.) Pty Ltd

Company

Signed by the said LICENSEE

Date: 2004

Authorised Representative

Name

Position

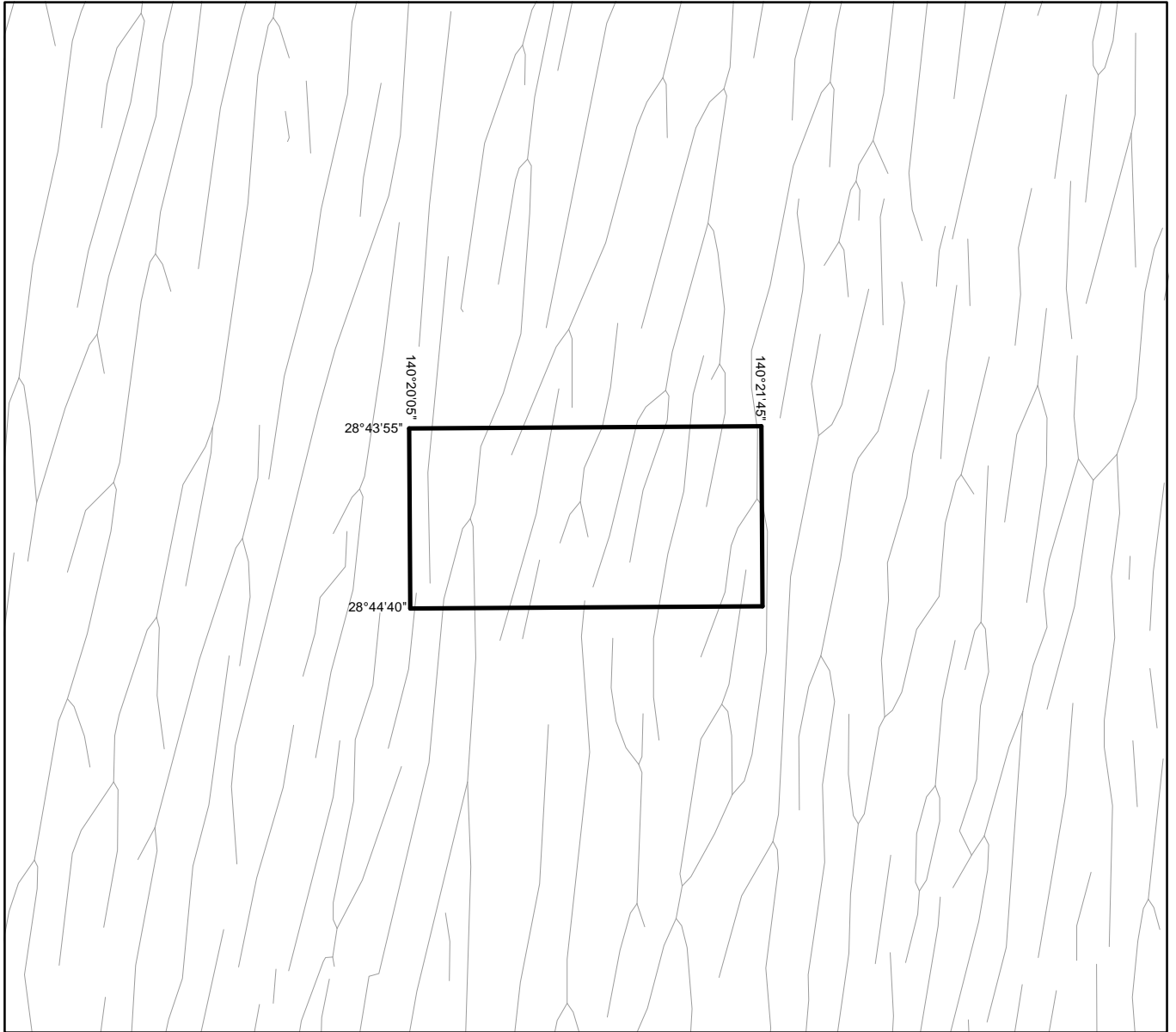
Company

Authorised Representative

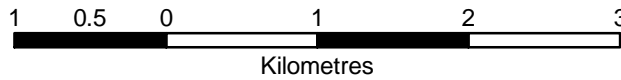
Name

Position

Company



SCALE 1:50 000



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

THE PLAN HEREINBEFORE REFERRED TO
ALDINGA FIELD

PETROLEUM PRODUCTION LICENCE NO: 210