

INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PPL 28

1. 7 May 1986 Licence document dated 7 May 1986.
Effective 7 May 1984.
Expiry 6 May 2007.
2. 7 May 1986 Memorandum dated 7 May 1986 entering licence and security
bond on the petroleum register.
3. 28 January 1993 Bank Guarantee dated 17 February 1993 in respect of PPL 28
(Discharged 23 November 2005).
4. 22 May 1986 Notice of grant of licence in the South Australian Government
Gazette dated 22 May 1986, page 1338.
5. 17 June 1988 Certificate of incorporation on change of name of company:
South Australian Oil & Gas Corporation Ltd is now called
Sagasco Resources Limited.
6. 15 December 1986 Memorandum dated 15/12/1986 entering the following
document on the Public Register:

Deed relating to the nomination of APD to a 10% interest in the
Patchawarra South West JOA dated 20/10/1986.
7. 18 August 1990 Memorandum dated 18/08/1990 entering the receipt and
approval of the following documents on the Public Register:

Deed of Assignment dated 22/2/1990.
Deed of Assignment dated 22/2/1990.
Deed of Assignment dated 22/2/1990.
Deed of Sale and Purchase dated 19/12/1989
Deed of Variation dated 22/2/1990.
8. 14 September 1992 Memorandum dated 14 September 1992 entering the following
document on the Public Register:

Purchase agreement dated 1 May 1992.
9. 2 June 1993 Memorandum dated 2/06/1993 entering the receipt and
approval of the following documents on the Public Register:

Deed of Assignment and release dated 30 March 1993
Deed of assumption dated 30 March 1993.
- 10.17 March 1994 Memorandum dated 17 March 1994 entering the receipt and
approval of the following document on the Public Register:

Deed of Assignment and transfer dated 20 March 1994.

11. 15 April 1994 Memorandum entering the following documents on the public register:
- Deed of Consent and Assumption dated 9 March 1994 between the Unit Agreement parties and Australian Hydrocarbons Ltd, Claremont Petroleum NL, Oil Company of Australia Ltd, The Australian Gas Light Company, Pipelines Authority of South Australia and Executor Trustee Australia Ltd.
 - JOA Cross Charge 50/40/10 JOA dated 9 March 1994 between Crusader Resources NL, Santos Ltd, Delhi Petroleum Pty Ltd, Sagasco Resources Ltd and Vamgas Ltd.
 - JOA Cross Charge Merrimelia-Innamincka JOA dated 9 March 1994 between Crusader Resources NL, Santos Ltd, Alliance Petroleum Australia NL, Delhi Petroleum Pty Ltd, Sagasco Resources Ltd and Vamgas Ltd.
 - Covenant and Acknowledgment from Santos Ltd and Crusader Resources NL to Basin Oil NL dated 8 March 1994.
12. 22 June 1994 Memorandum entering the following document on the public register:
- Deed of Variation of Charge dated 17 May 1994 entered into by Crusader Resources NL and Westpac Banking Corporation.
13. 15 March 1995 Notation of claim of overriding royalty interest by Australian Grazing and Pastoral Company Pty Ltd.
- Deed of Variation of Charge dated 17 May 1994 entered into by Crusader Resources NL and Westpac Banking Corporation.
14. 24 July 1995 Memorandum entering change of company name on the Public Register:
15. 24 July 1995 Certificate of Registration on Conversion to a Proprietary Company dated 19 January 1995. Vamgas Ltd is now Vamgas Pty Ltd.
16. 5 September 1995 Memorandum entering change of company name on the Public Register.
17. 5 September 1995 Certificate of Registration on Change of Name dated 1 September 1995: SAGASCO Resources Ltd has changed its name to Boral Energy Resources Ltd.
18. 17 February 1997 Memorandum entering the following documents on the public register:
- 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.

19. 30 June 1997 Memorandum entering change of company name on the Public Register.
20. 30 June 1997 Certificate of Registration on Change of Name dated 12 June 1997: Crusader Resources NL is now known as Gulf (Aust) Resources NL.
21. 10 December 1999 Memorandum entering change of company name on the Public Register.
22. 10 December 1999 Certificate of Registration on Change of Name dated 6 October 1999: Gulf (Aust) Resources NL is now known as Novus Australia Resources NL.
23. 13 March 2000 Memorandum entering change of company name on the Public Register.
24. 13 March 2000 Certificate of Registration on Change of Name dated 24 February 2000: Boral Energy Resources is now known as Origin Energy Resources Limited.
25. 15 October 2002 Memorandum entering change of company name on the Public Register.
26. 15 October 2002 Certificate of Registration on Change of Type and Conversion to a Proprietary Company dated 8 June 2000 - Basin Oil NL is now known as Basin Oil Pty Ltd.
27. 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.
28. 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 - SA 2004-44.

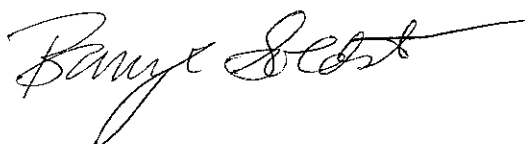
29. 23 November 2005 Notation of receipt of substitute security is entered on the public register.
30. 23 November 2005 Notation of discharge of Bank Guarantee dated 21 December 1976.
31. 13 January 2006 Memorandum entering change of company name on the Public Register.
32. 13 January 2006 Certificate of Registration on Change of Name dated 29 June 2005 - Novus Australia Resources NL is now Santos (NARNL Cooper) NL.
33. 9 May 2006 Memorandum entering change of company name on the Public Register.
34. 9 May 2006 Certificate of Registration on Change of Name dated 1 December 2005 - Santos (NARNL Cooper) NL is now Santos (NARNL Cooper) Pty Ltd.
35. 8 September 2009 Consolidation of licence area with PPL 183 (part) (now PPL 233).
36. 8 September 2009 Memorandum entering consolidation and revocation on public register.
37. 10 September 2009 Renewal of Licence, with effect from 7 May 2007
38. 10 September 2009 Memorandum entering renewal on public register

Petroleum Act 2000
S.115

MEMORANDUM

**RENEWAL OF
PETROLEUM PRODUCTION LICENCES**
PPL 6, PPL 7, PPL 8, PPL 9, PPL 10, PPL 11, PPL 12,
PPL 13, PPL 14, PPL 15, PPL 16, PPL 17, PPL 18, PPL 19,
PPL 20, PPL 22, PPL 23, PPL 24, PPL 25, PPL 26, PPL 27,
PPL 28, PPL 29, PPL 30, PPL 31, PPL 32, PPL 33, PPL 34,
PPL 35, PPL 36, PPL 37, PPL 38, PPL 39, PPL 40, PPL 42,
PPL 43, PPL 44

1. Renewal of the above licences is hereby entered on the public registers.



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: 10 September 2009

File: 28/1/45; 28/1/78; 28/1/91; 28/1/92; 28/1/93;
28/1/95; 28/1/97; 28/1/98; 28/1/99; 28/1/101;
28/1/103; 28/1/104; 28/1/106; 28/1/107;
28/1/108; 28/1/109; 28/1/111; 28/1/116;
28/1/130; 28/1/128; 28/1/129

Petroleum Act 2000 Cooper Basin (Ratification) Act 1975

Renewal of PETROLEUM PRODUCTION LICENCE No. 28

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 *Cooper Basin (Ratification) Act 1975* and all other enabling powers for and on behalf of Paul Holloway, Minister for Mineral Resources Development (Minister), pursuant to delegated powers, hereby renew Petroleum Production Licence PPL 28, held by:

Santos Limited	ACN 007 550 923
Vamgas Pty Ltd	ACN 006 245 110
Alliance Petroleum Australia Pty Ltd	ACN 004 559 951
Reef Oil Pty Ltd	ACN 000 646 800
Santos Petroleum Pty Ltd	ACN 000 146 369
Bridge Oil Developments Pty Ltd	ACN 001 152 049
Santos (BOL) Pty Ltd	ACN 000 670 575
Delhi Petroleum Pty Ltd	ACN 007 854 686
Origin Energy Resources Limited	ACN 007 845 338
Basin Oil Pty Ltd	ACN 000 628 017
Santos (NARNL Cooper) Pty Ltd	ACN 004 761 255

(herein after referred to as the 'Licensee'), and granted pursuant to the *Petroleum Act 1940* 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 *Cooper Basin (Ratification) Act 1975* and the *Petroleum Act 2000*, to have effect from 7 May 2007.

DESCRIPTION OF AREA

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

TERMS AND CONDITIONS

1. Scope of Rights

For the avoidance of doubt:

- (a) in addition to all operations authorised by a Production Licence granted under the *Petroleum Act 2000* in relation to all regulated resources except a source of geothermal energy, the Licensee is authorised under this Licence to conduct all operations authorised by Petroleum Production Licence No. 28, pursuant to section 33 of the *Petroleum Act 1940* immediately prior to commencement of the *Petroleum Act 2000*; and
- (b) nothing in this Licence affects the rights of the Licensee pursuant to the *Cooper Basin (Ratification) Act 1975*.

2. Security

- 2.1 For the purpose of ensuring the due and proper performance of the Licensee's obligations under this Licence and the *Petroleum Act 2000*, the Licensee shall provide security in the amount of \$50,000 in the form of either:
- (a) cash; or
 - (b) an unconditional, irrevocable bank guarantee or letter of credit in a form, and from a financial institution, approved by the Minister, ("the Security").
- 2.2 The Security shall be reviewed periodically, and during the term of the Licence if in the opinion of the Minister it is reasonable to increase the Security amount, provide additional security or substitute another security for the existing Security, the Licensee must comply with the Minister's request within 28 days after being requested in writing by the Minister to do so.
- 2.3 Interest will not be payable by the Minister to the Licensee on any cash Security.
- 2.4 All charges incurred by the Licensee in obtaining and maintaining the Security shall be met by the Licensee.
- 2.5 If this Licence is surrendered or cancelled and the Minister is satisfied that there are no further obligations under this Licence or the *Petroleum Act 2000*, the Minister will return the Security to the Licensee.

3. Insurance

- 3.1 The Licensee must:
- (a) upon commencement of regulated activities under this Licence, maintain in force during the term of this Licence public liability insurance to cover regulated activities under this Licence (including sudden and accidental pollution) in the name of the Licensee 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 reasonably require;
 - (b) maintain in force during the drilling of any well or operation in any well, control of well insurance in the name of the Licensee for a sum not less than ten million dollars (\$10,000,000.00) or such greater sum as specified by the Minister, and make such amendments to the terms and conditions of the insurance as the Minister may from time to time reasonably 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).
- 3.2 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. Transfer of Liability

Subject to the *Cooper Basin (Ratification) Act 1975*, a contract or agreement entered into by the Licensee to transfer or accept liability for any well or facility constructed for the purpose of undertaking a regulated activity under the *Petroleum Act 1940* or *2000* cannot transfer, limit or exclude liability under the *Petroleum Act 1940* or *2000* unless written consent of the Minister is obtained.

Date: 10 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

Executed for and on behalf of each of:

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

by its duly appointed attorney:


.....
Attorney Signature

ALICIA GENET
Corporate Lawyer
.....
Attorney Name

27 August 2009
.....
Date

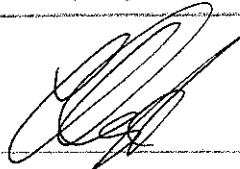
Executed by **Delhi Petroleum Pty Ltd** in accordance with section 127(1) of the Corporations Act by authority of its Directors:

Hector Gordon
Executive Director
.....
Name (print)


.....
Director Signature

3/9/09
.....
Date

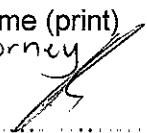
Cathy Oster
Company Secretary

.....

.....

3/9/09
.....

Executed for and on behalf of **Origin Energy Resources Ltd** ~~in accordance with section 127(1) of the Corporations Act by authority of its Directors:~~ *by its duly appointed attorney*
Owen Hobbs

Eastern Australia Onshore Asset Manager
Upstream Oil & Gas Australia
.....
Name (print)

Attorney

.....
Director Signature

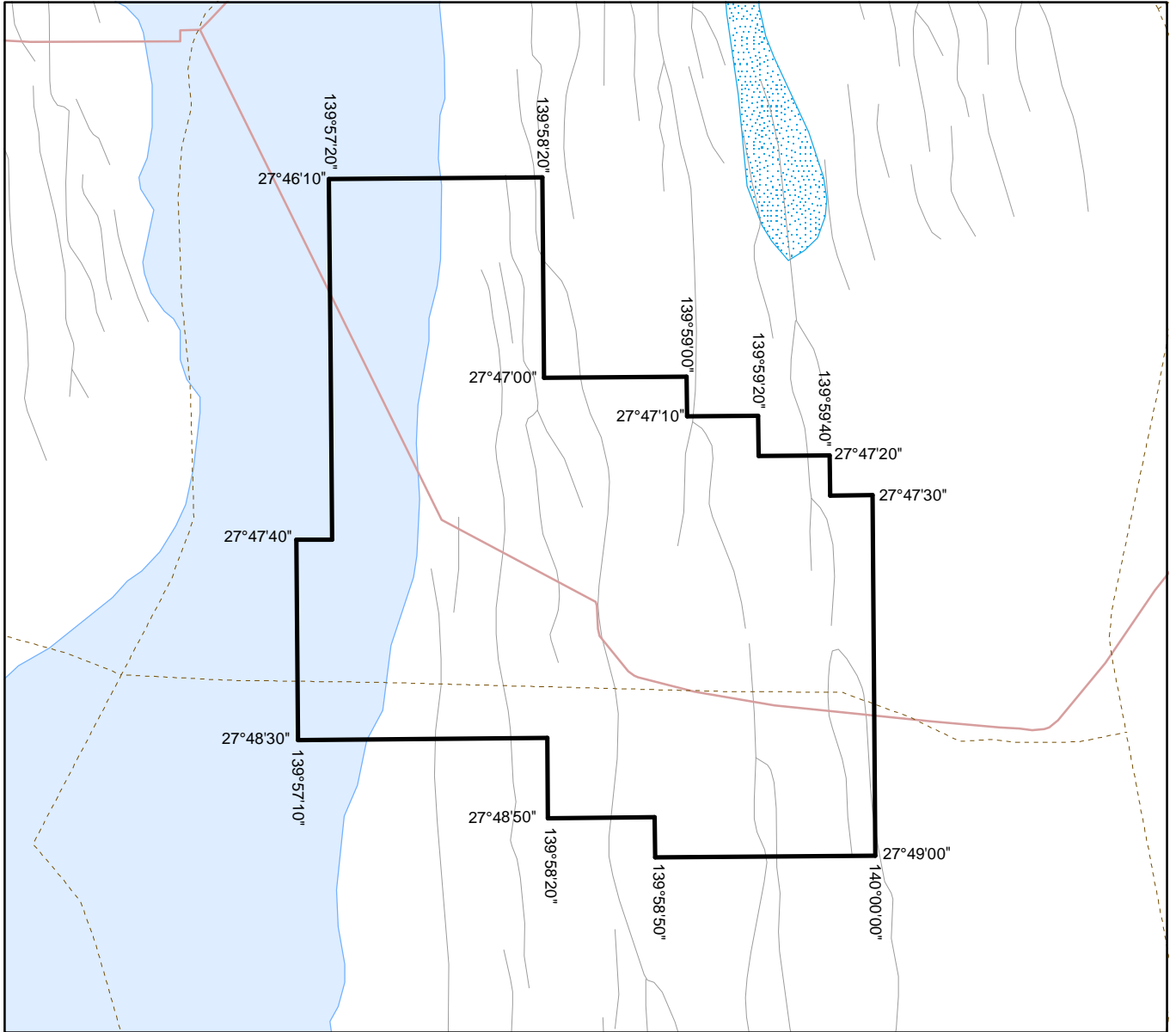
Attorney
1-09-09
.....
Date

SCHEDULE
PETROLEUM PRODUCTION LICENCE
PPL 28
DESCRIPTION OF AREA

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

Commencing at a point being the intersection of latitude 27°46'10"S AGD66 and longitude 139°57'20"E AGD66, thence east to longitude 139°58'20"E AGD66, south to latitude 27°47'00"S AGD66, east to longitude 139°59'00"E AGD66, south to latitude 27°47'10"S AGD66, east to longitude 139°59'20"E AGD66, south to latitude 27°47'20"S AGD66, east to longitude 139°59'40"E AGD66, south to latitude 27°47'30"S AGD66, east to longitude 140°00'00"E Clarke1858, south to latitude 27°49'00"S AGD66, west to longitude 139°58'50"E AGD66, north to latitude 27°48'50"S AGD66, west to longitude 139°58'20"E AGD66, north to latitude 27°48'30"S AGD66, west to longitude 139°57'10"E AGD66, north to latitude 27°47'40"S AGD66, east to longitude 139°57'20"E AGD66, and north to point of commencement.

AREA: **16** 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 Clarke 1858 Datum, the Australian Geodetic Datum (AGD66) and the schedule.

**THE PLAN HEREINBEFORE REFERRED TO
KANOWANA FIELD**

PETROLEUM PRODUCTION LICENCE NO: 28



Government of South Australia
Primary Industries and Resources SA

SR 28/1/93

AREA: 16 sq km (approx)

**Petroleum Act 2000
S.115**

MEMORANDUM

**PETROLEUM PRODUCTION LICENCES
PPL 183, PPL 28, PPL 233**

1. Partial surrender of PPL 183, with effect from 1 July 2008;
2. Revocation of Condition 3 of PPL 183;
3. Consolidation of PPL 183 and PPL 28 (now PPL 233);
4. Grant of Petroleum Production Licence PPL 233; and
5. Revocation of PPL 183 and PPL 28

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: 28/1/299
28/1/93
28/1/440

Petroleum Act 2000

PARTIAL SURRENDER, REVOCATION OF CONDITION, PETROLEUM PRODUCTION LICENCE PPL 183

CONSOLIDATION OF LICENCE AREAS PETROLEUM PRODUCTION LICENCES PPL 183 and PPL 28

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 3 of PPL 183 hereby accept partial surrender of Petroleum Production Licence PPL 183, pursuant to section 89 of the Act, with effect from 1 July 2008.

The total area of PPL 183 is reduced to 11.7 square kilometres approximately, as a result of partial surrender of the licence area.

2. hereby revoke Condition 3 of the licence conditions of PPL 183 pursuant to section 76 (3) (b) of the Act, following the fulfilment of the conditions of the Deed dated 1 May 2001, subsequently amended by Deed to Amend Fixed Factor Area Deeds dated 24 October 2005.
3. pursuant to section 82 of the Act, hereby consolidate the adjacent areas of Petroleum Production Licences PPL 183 and PPL 28, so forming Petroleum Production Licence PPL 233 as a new licence in continuity of PPL 183 and PPL 28.

As a consequence of this consolidation, PPL 183 and PPL 28 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 3 of the conditions of PPL 183;
- b. the consolidation of the retained area of PPL 183 and PPL 28, to be known as PPL 233.


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)

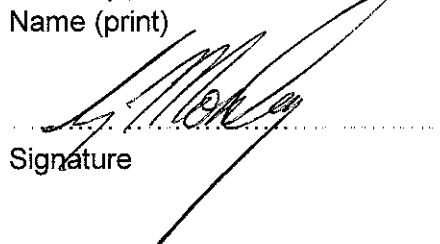


.....
Signature

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

**Gordon Moseby
Production Manager**

.....
Name (print)



.....
Signature

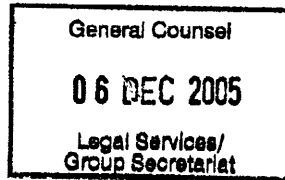
Signed for and on behalf of **Origin Energy Resources Ltd** by its ~~authorised~~ representative:

**Eastern Australia Onshore Asset Manager
Upstream Oil & Gas Australia**

.....
Name (print)



.....
Signature



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: 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

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, 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

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**

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

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;

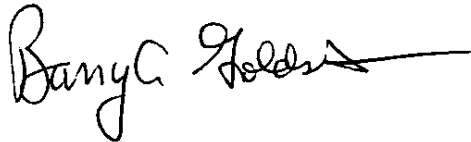
And

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

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.

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



Alan Cameron
Chairman



CERTIFICATE

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

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

502 0095 001

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 / 6 197



Form **245**

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

remove this top section if desired before framing

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.

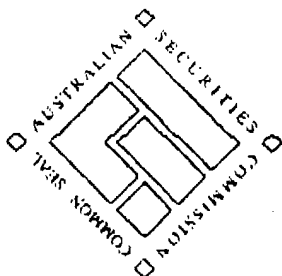
The company is a no liability company.

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 & 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 61	Santos Petroleum BOD	0.40 3.99
• Tinga-Tingana	63 to 75	BOL Boral	0.21 13.19
• Patchawarra South West	78 to 83	Delhi Basin	20.21 2.10
• Nappacoongee - Murteree		Crusader	4.75
• Lake Hope			100.00
• Moomba			
• Toolachee			
• Haddon			
• Clifton			
• Koonoherra			



R A LAWS

DIRECTOR, PETROLEUM DIVISION

Delegate of the Minister for Mines

MEMORANDUM

Petroleum Exploration Licences 32 and 40

Petroleum Exploration Licence 5 and 6.

Petroleum Production Licences Nos 6 to 20, 22 to 72

All PEL 5 and 6 Farmout Areas

Pipeline Licences 2 and 5

Receipt of a Certificate of Registration on Change of Name dated 1 September 1995 is hereby entered on the Petroleum Register.

SAGASCO Resources Ltd has changed its name to Boral Energy Resources Ltd.



J S Zabrowany
MANAGER PETROLEUM ADMINISTRATION

5 September 1995

502 0095 004

Form 245

W M FOWLER
3RD FL
60 HINDMARSH SQ
ADELAIDE SA 5000

remove this top section if desired before framing

Certificate of Registration on Change of Name

Corporations Law Sub-section 171 (12)

This is to certify that

SAGASCO RESOURCES LIMITED

Australian Company Number 007 845 338

did on the first day of September 1995 change its name to

BORAL ENERGY RESOURCES LIMITED

Australian Company Number 007 845 338

The company is a public company.

The company is limited by shares.

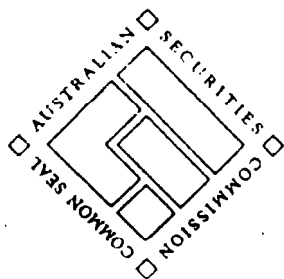
The company is taken to be registered as a company
under the Corporations Law of South Australia.



AUSTRALIAN
SECURITIES
COMMISSION

CERTIFICATE

Given under the seal of the
Australian Securities Commission
on this first day of September, 1995.



Alan Cameron

Alan Cameron
Chairman

MEMORANDUM

PETROLEUM EXPLORATION LICENCES 5 AND 6

All Farmout Areas

Petroleum Production Licences 6 to 20, 22 to 61, 63 to 72

Receipt of a Certificate of Registration on Conversion to a Proprietary Company is hereby entered on the Petroleum Register.

Vamgas Ltd is now Vamgas Pty Ltd.

J.S. Zabrowarny
MANAGER PETROLEUM ADMINISTRATION

24.1.7/95

502 0095 006

Form **251**

SANTOS LIMITED
ATTN: GRAHAM BOLLENHAGEN
GPO BOX 2319
ADELAIDE SA 5001

remove this top section if desired before framing

Certificate of Registration on Conversion to a Proprietary Company

Corporations Law Sub-section 168 (3)

This is to certify that

VAMGAS LTD.

Australian Company Number 006 245 110

on the nineteenth day of January 1995 converted to a **proprietary** company.

The name of the company is now

VAMGAS PTY LTD

Australian Company Number 006 245 110

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 nineteenth day of January, 1995.



Alan Cameron
Chairman

502 0095 007

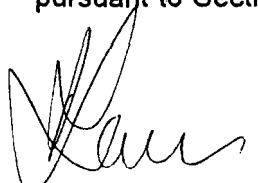
SR 27/4/9/5

MEMORANDUM

PELs 5 & 6 AND PPLs 28, 47, 49, 63, 64 AND 66

This memorandum serves as notification that Australian Grazing and Pastoral Company Pty Ltd (AGP) (ACN 009 591 717) of 1st Floor, 19 The Mall, Darwin NT 0800 (US Representative at 1344 Ave. L, Cisco, Texas 76437, USA) claims an overriding royalty interest in the Patchawarra South West Block of PELs 5 and 6.

AGP has been requested to provide further proof of ownership of the interest and to address stamp duty issues prior to such interest being considered for approval pursuant to Section 42 of the Petroleum Act, 1940.



R A LAWS
DIRECTOR, PETROLEUM
Delegate of the Minister for Mines and Energy

15/3/95

COPY



SR 27/2/4 Vol 25

MEMORANDUM

Petroleum Exploration Licence's 5 and 6

Petroleum Production Licence's 6 to 20, 22 to 61, 63 to 72

Pipeline Licence No. 2

Crusader Resources NL
Westpac Banking Corporation

Receipt of the following document is hereby entered on the Petroleum Register pursuant to delegated powers dated 3 December 1993, Gazetted 9 December 1993 page 2916:

-Deed of Variation of Charge dated 17 May 1994 entered onto by Crusader Resources NL and Westpac Banking Corporation.

This Memorandum is an adjunct to Memorandum dated 10 May 1991 in respect of Fixed and Floating Charge dated 25 August 1989 and Deed of Variation of Charge dated 5 November 1990.

R A LAWS
DIRECTOR, OIL, GAS & COAL DIVISION
DELEGATE OF THE MINISTER FOR MINES & ENERGY

n 16 AX

MEMORANDUM

PELs 5 and 6

Farmout Areas and Petroleum Production Licences 6 to 20, 22 to 61 and 63 to 72.

This Memorandum will confirm that on 15th April 1994 I acknowledged receipt of the following documentation pursuant to delegated powers dated 3 December 1993, Gazetted 9 December 1993, page 2916:

- (1) Deed of Consent and Assumption dated 9 March 1994 between Santos Ltd, Crusader Resources NL, Alliance Petroleum Australia NL, Basin Oil NL, Bridge Oil Developments Pty Ltd, Bridge Oil Ltd, Delhi Petroleum Pty Ltd, Reef Oil NL, Sagasco Resources Ltd, Santos Petroleum Pty Ltd, Vamgas Ltd, Australian Hydrocarbons Ltd, Claremont Petroleum NL, Oil Company of Australia Ltd, The Australian Gas Light Company, Pipelines Authority of South Australia and Executor Trustee Australia Ltd.
- (2) JOA Cross Charge 50/40/10 JOA dated 9 March 1994 between Crusader Resources NL, Santos Ltd, Delhi Petroleum Pty Ltd, Sagasco Resources Ltd and Vamgas Ltd.
- (3) JOA Cross Charge Merrimelia-Innamincka JOA dated 9 March 1994 between Crusader Resources NL, Santos Ltd, Alliance Petroleum Australia NL, Delhi Petroleum Pty Ltd, Sagasco Resources Ltd and Vamgas Ltd.
- (4) Covenant and Acknowledgment from Santos Ltd and Crusader Resources NL to Basin Oil NL dated 8 March 1994.

The above documents are as an adjunct to the transfer as contained in the Deed of Assignment and Transfer dated 20 December 1993 between Santos Ltd and Crusader Resources NL which was approved on 17 March 1994 and do not require further approval pursuant to the Petroleum Act, 1940.

A copy of each of the abovementioned documents has been retained on the Petroleum Register.



R A LAWS
DIRECTOR, OIL GAS AND COAL
Delegate of the Minister for Mines and Energy

MEMORANDUM

Petroleum Exploration Licences 5 and 6
Farmout Areas and Petroleum production Licences

This memorandum will confirm that on 17th March..... 1994 I consented to the transfer as contained in the following documentation in relation to the following areas pursuant to delegated powers dated 3 December 1993, Gazetted 9 December 1993, page 2916.

- Deed of Assignment and Transfer dated 20 December 1993 between Santos Ltd and Crusader Resources N L.

The Assignment and Transfer can take effect as from 1 January 1992 as provided by the abovementioned document.

Interests in the following areas and licences are now as follows.

<u>Farmout Area</u>	<u>PPL</u>	<u>LICENCEES</u>	<u>FORMER INTERESTS</u> %	<u>REVISED INTERESTS</u> %
Moomba	6-7-8-9	Santos Ltd (Santos)	50.0	45.25
	10-11-51	Delhi Petroleum Pty Ltd(Delhi)	30.0	30.0
		Vamgas Ltd (Vamgas)	10.0	10.0
		Sagasco Resources Ltd (SAGASCO)	10.0	10.0
		Crusader Resources NL (Crusader)	-	4.75
Toolachee	12-13-14	Santos	50.0	45.25
	23-24-25	Delhi	30.0	30.0
	40-41-58	Vamgas	10.0	10.0
	69-71-72	SAGASCO	10.0	10.0
		Crusader	-	4.75
Nappacoongee/ Murteree	15-16-22	Santos	35.0	60.25
	30-34-36 39	Crusader	30.0	4.75
		Delhi	21.0	21.0
		Vamgas	7.0	7.0
		SAGASCO	7.0	7.0
Merrimelia/ Innamincka	17-27-33	Alliance Petroleum Aust NL	50.0	50.0
	35-42-43 44-52-56 68	Santos	25.0	20.25
		Delhi	15.0	15.0
		Vamgas	5.0	5.0
		SAGASCO	5.0	5.0
Crusader	-	4.75		



Patchawarra Central	18-19-20	Santos	25.0	20.25
	29-50-55	Bridge Oil Developments Pty Ltd	23.75	23.75
		Delhi	15.0	15.0
		Basin Oil NL	12.50	12.50
		Reef Oil NL	12.50	12.50
		Vamgas	5.0	5.0
		SAGASCO	5.0	5.0
		Bridge Oil Ltd	1.25	1.25
Crusader	-	4.75		
Patchawarra East	26	Vamgas	43.75	43.75
		Santos	28.571	25.6022
		Delhi	17.143	17.143
		SAGASCO	10.536	10.536
		Crusader	-	2.9688
Patchawarra South West	28-48-	SAGASCO	30.0	30.0
	49-66	Santos	35.0	30.25
		Vamgas	20.0	20.0
		Delhi	15.0	15.0
		Crusader	-	4.75
Murta	31-32-37	Santos	45.0	40.25
	38-53-54	Delhi	27.0	27.0
	57-59-60	Vamgas	14.0	14.0
	61-65-67	SAGASCO	14.0	14.0
	70	Crusader	-	4.75
Lake Hope	45-46-47	Santos	52.0	47.25
	63-64	Delhi	30.0	30.0
		SAGASCO	10.0	10.0
		Vamgas	8.0	8.0
		Crusader	-	4.75
Clifton		Santos	50.0	45.25
		Delhi	30.0	30.0
		Vamgas	10.0	10.0
		SAGASCO	10.0	10.0
		Crusader	-	4.75
Haddon		Santos	52.50	47.75
		Delhi	30.0	30.0
		Vamgas	8.75	8.75
		SAGASCO	8.75	8.75
		Crusader	-	4.75
Koonchera		Santos	50.0	45.25
		Delhi	30.0	30.00
		Vamgas	10.0	10.0
		SAGASCO	10.0	10.0
		Crusader	-	4.75

502 0095 012

Tinga-Tingana	Santos	45.0	40.25
	Delhi	27.0	27.0
	Vamgas	14.0	14.0
	SAGASCO	14.0	14.0
	Crusader	-	4.75

This Memorandum is hereby entered on the Petroleum Register.



R A LAWS
DIRECTOR, OIL, GAS & COAL DIVISION
Delegate of the Minister for Mines and Energy

SR 27/4/9/5
SR 27/4/9/20
JSZ:MM

MEMORANDUM

Patchawarra South West and Lake Hope Blocks of Petroleum Exploration Licences 5 and 6 and Petroleum Production Licences 28, 45-49 (inclusive), 63, 64 and 66.

This Memorandum will confirm that the following document effected a transfer of interests authorised by the Minister of Mineral Resources on 14 September 1992:

- Deed of Assignment and Release dated 30 March 1993 between Australian Petroleum Development Pty Ltd and Santos Ltd.

The interests in the abovementioned tenements as from 1 May 1992 have therefore become:

PATCHAWARRA SOUTH WEST BLOCK OF PETROLEUM EXPLORATION LICENCES 5 AND 6 AND PETROLEUM PRODUCTION LICENCES 28, 48, 49 AND 66

Santos Ltd	35%
SAGASCO Resources Ltd	30%
Vamgas Ltd	20%
Delhi Petroleum Pty Ltd	<u>15%</u>
	100%

LAKE HOPE BLOCK OF PETROLEUM EXPLORATION LICENCES 5 AND 6 AND PETROLEUM PRODUCTION LICENCES 45, 46, 47, 63 AND 64.

Santos Ltd	52%
Delhi Petroleum Pty Ltd	30%
SAGASCO Resources Ltd	10%
Vamgas Ltd	<u>8%</u>
	100%

Receipt of the following document is also noted on the Petroleum Register:

- Deed of Assumption Patchawarra South West Block Lake Hope Block (PELs 5 and 6) dated 30 March 1993 between Santos Ltd., Delhi Petroleum Pty Ltd., Vamgas Ltd., SAGASCO Resources Ltd., and Australian Petroleum Development Pty Ltd.



J S ZABROWARNY

MANAGER, PETROLEUM ADMINISTRATION

2 1 6/93

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

- Copy -

MEMORANDUM

SR 27/4/9/5
SR 27/4/9/20

502 0095 024

**Patchawarra South West and Lake Hope Blocks of
Petroleum Exploration Licences 5 and 6 and Petroleum Production
Licences 28,45-49 (inclusive), 63, 64 and 66**

This Memorandum will confirm that on 14th Sept 1992, I approved the transfer provisions contained in the following document in connection with the abovementioned tenements:

- Purchase Agreement dated 1st May 1992 between Australian Petroleum Development Pty Ltd and Santos Ltd.

An appropriate instrument of transfer to give effect to the approved provisions must be lodged in accordance with the requirements of Section 42(5) of the Petroleum Act.

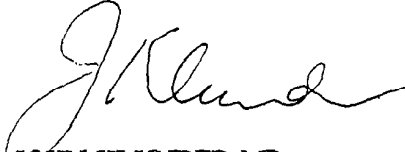
Following lodgement of the instrument of transfer, the interests in the tenements will become:

Patchawarra South West Block of Petroleum Exploration Licences 5 and 6 and Petroleum Production Licences 28, 48, 49 and 66	Existing Interests	Revised Interests
Santos Ltd	25%	35%
SAGASCO Resources Ltd	30%	30%
Vamgas Ltd	20%	20%
Delhi Petroleum Pty Ltd	15%	15%
Australian Petroleum Development Pty Ltd	10%	-
	<u>100%</u>	<u>100%</u>

Lake Hope Block of Petroleum Exploration Licences 5 and 6 and Petroleum Production Licenses 45, 46, 47, 63 and 64.	Existing Interests	Revised Interests
Santos Ltd	42%	52%
Delhi Petroleum Pty Ltd	30%	30%
SAGASCO Resources Ltd	10%	10%
Vamgas Ltd	8%	8%
Australian Petroleum Development Pty Ltd	10%	-
	<u>100%</u>	<u>100%</u>

The transfer can take effect as from 1st May 1992 upon required lodgement of an appropriate instrument of transfer.

This Memorandum and Purchase Agreement are hereby entered an the Petroleum Register.



JOHN KLUNDER MP
MINISTER OF MINES AND ENERGY

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502 0095 032

PETROLEUM PRODUCTION
LICENCE NO. 28

NATIONAL COMPANIES AND SECURITIES COMMISSION

Registered No.: 40742M

Sub-section 72 (9)

COPY OF

COMPANIES (SOUTH AUSTRALIA) CODE

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME OF COMPANY

This is to certify that SOUTH AUSTRALIAN OIL & GAS CORPORATION LTD.
originally called: SOUTH AUSTRALIAN OIL & GAS CORPORATION PTY. LTD.

which was on the 9th day of September 19 77

incorporated under the Companies Act, 1962

as a ~~public~~ proprietary company, on the 17th day of June

19 88 changed its name to

SAGASCO RESOURCES LIMITED

and that the company is a public/~~proprietary~~ company, and is a company limited by shares.

Given under the seal of the National Companies and Securities Commission at Adelaide, on this

17th day of June, 19 88.



[Handwritten Signature]

A person authorised by the
Corporate Affairs Commission for South Australia.
Delegate of the National Companies
and Securities Commission.

GRANT OF PETROLEUM PRODUCTION LICENCES

Department of Mines and Energy, Parkside, 7 May 1986

NOTICE is hereby given that the undermentioned petroleum production licences have been granted under the provisions of the Petroleum Act, 1940.

R. G. PAYNE, Minister of Mines and Energy

No. of Licence	Licencees	Locality	Date of Expiry	Area in km ²	Reference
28	Vamgas Limited, SANTOS Limited, Hartogen Energy Limited, Delhi Petroleum Pty Ltd., South Australian Oil & Gas Corporation Pty Ltd.	Kanowana Field in Cooper Basin	6 May 2007	15.7	SR.28/1/93

Description of Area

All that part of the State of South Australia bounded as follows: Commencing at a point being the intersection of latitude 227°46'10"S and longitude 139°57'20"E, thence east to longitude 139°58'20"E, south to latitude 27°47'00"S, east to longitude 139°59'00"E, south to latitude 27°47'10"S, east to longitude 139°59'20"E, south to latitude 27°47'20"E, east to longitude 139°59'40"E, south to latitude 27°47'30"S, east to longitude 140°00'00"E, south to latitude 27°49'00"S, west to longitude 139°58'50"E, north to latitude 27°48'50"S, west to longitude 139°58'20"E, north to latitude 27°48'30"S, west to longitude 139°57'10"E, north to latitude 27°47'40"S, east to longitude 139°57'20"E and north to the point of commencement. All the within latitudes and longitudes are 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 the Clarke 1858 Spheroid (Transverse Mercator Projection).

No. of Licence	Licencees	Locality	Date of Expiry	Area in km ²	Reference
31	SANTOS Limited, Delhi Petroleum Pty Ltd, Vamgas Limited, South Australian Oil & Gas Corporation Pty Ltd, Hartogen Energy Limited.	Wanoocha Field in the Cooper Basin	6 May 2007	5.7	SR.28/1/99

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°31'50"S and longitude 139°59'10"E, thence east to longitude 140°00'10"E, south to latitude 28°32'20"S, west to longitude 140°00'00"E, south to latitude 28°32'30"S, west to longitude 139°59'50"E, south to latitude 28°32'40"S, west to longitude 139°59'40"E, south to latitude 28°32'50"S, west to longitude 139°59'30"E, south to latitude 28°33'00"S, west to longitude 139°59'10"E, south to latitude 28°33'10"S, west to longitude 139°58'10"E, north to latitude 28°32'20"S, east to longitude 139°58'30"E, north to latitude 28°32'10"S, east to longitude 139°58'50"E, north to latitude 28°32'00"S, east to longitude 139°59'10"E and north to the point of commencement. All the within latitudes and longitudes are geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of *Commonwealth Gazette* number 84 dated 6 October 1966.

No. of Licence	Licencees	Locality	Date of Expiry	Area in km ²	Reference
32	SANTOS Limited, Delhi Petroleum Pty Ltd, Vamgas Limited, South Australian Oil & Gas Corporation Pty Ltd, Hartogen Energy Limited.	Muteroo Field in the Cooper Basin	6 May 2007	0.97	SR.28/1/101

Description of Area

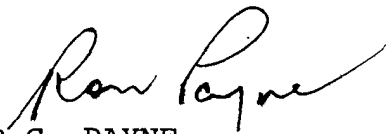
All that part of the State of South Australia bounded as follows: Commencing at a point being the intersection of latitude 28°07'35"S and longitude 139°53'45"E, thence east to longitude 139°54'05"E, south to latitude 28°07'45"S, west to longitude 139°54'00"E, south to latitude 28°07'55"S, west to longitude 139°53'50"E, south to latitude 28°08'00"S, west to longitude 139°53'45"E, south to latitude 28°08'05"S, west to longitude 139°53'40"E, south to latitude 28°08'10"S, west to longitude 139°53'10"E, north to latitude 28°08'00"S, east to longitude 139°53'15"E, north to latitude 28°07'55"S, east to longitude 139°53'20"E, north to latitude 28°07'50"S, east to longitude 139°53'25"E, north to latitude 28°07'45"S, east to longitude 139°53'30"E, north to latitude 28°07'40"S, east to longitude 139°53'45"E and north to the point of commencement. All the within latitudes and longitudes are geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of *Commonwealth Gazette* number 84 dated 6 October 1966.

MEMORANDUM

Petroleum Production Licence No. 28 (Kanowana)

1. This licence granted on 7/5/86 is hereby entered on the Petroleum Register.
2. A security in the form of a \$4 000 bank guarantee has been lodged with respect to this licence.
3. Interests in the licence are as follows:-
 - . Vamgas Limited 30%
 - . SANTOS Limited 25%
 - . Hartogen Energy Limited 25%
 - . Delhi Petroleum Pty. Ltd. 15%
 - . South Australian Oil & Gas Corporation Pty. Ltd. 5%

7/5/86
SR.28/1/93


R.G. PAYNE
MINISTER OF MINES AND ENERGY

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PETROLEUM ACT 1940

PETROLEUM PRODUCTION LICENCE NO. 28

I, RONALD GEORGE PAYNE, Minister of Mines and Energy in the State of South Australia pursuant to the provisions of the Petroleum Act 1940 and all other enabling powers HEREBY GRANT to:

- . VAMGAS LIMITED, whose registered office is situated at 385 Bourke Street, Melbourne. Victoria. 3000 ("Vamgas")
- . SANTOS LIMITED, whose registered office is situated at 39 Grenfell Street, Adelaide. South Australia. 5000 ("SANTOS")
- . HARTOGEN ENERGY LIMITED, whose registered office is situated at 15 Young Street, Sydney. New South Wales. 2000 ("Hartogen")
- . DELHI PETROLEUM PTY. LTD., whose registered office is situated at 101 Grenfell Street, Adelaide. South Australia. 5000 ("Delhi")
- . SOUTH AUSTRALIAN OIL & GAS CORPORATION PTY. LTD., whose registered office is situated at 60 Hindmarsh Square, Adelaide. South Australia. 5000 ("SAOG")

(hereinafter referred to as the 'Licensees') a Petroleum Production Licence in respect of the area described below and subject to the conditions set out below, to have effect for a period of twenty-one years and to expire on *6th MAY*..... 20 *07*..... but carrying the rights of renewal conferred by the Petroleum Act, 1940.

Description of Area

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

Conditions

1. The Licensees shall at all times comply with:
 - (a) the provisions of the Petroleum Act, 1940 and of any regulations for the time being and from time to time in force under that Act; and
 - (b) all directions given to them under the Act or regulations for the time being and from time to time in force under that Act.

Declaration

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

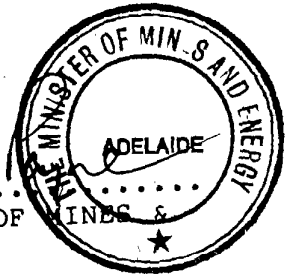
<u>Vamgas:-</u>	Thirty per centum	(30%)
<u>SANTOS:-</u>	Twenty-five per centum	(25%)
<u>Hartogen:-</u>	Twenty-five per centum	(25%)
<u>Delhi:-</u>	Fifteen per centum	(15%)
<u>SAOG:-</u>	Five per centum	(5%)

and that as between the Licensees the undivided interests so owned and held by the Licensees shall be subject to the provisions of a Joint Operating Agreement dated the 20th day of February 1974 to which the Licensees are parties and as the same has been amended and as may hereafter be amended or replaced from time to time PROVIDED THAT any amendment or replacement which affects or could affect the undivided interests of the Licensees shall be of no force or effect unless approved by the Minister.

SIGNED SEALED AND DELIVERED
by the said MINISTER OF MINES
AND ENERGY at ADELAIDE this

.....^{7th}..... day of MAY..... 1986.....

.....
MINISTER OF
ENERGY



SIGNED SEALED AND DELIVERED
by the said LICENSEES at

ADELAIDE, MELBOURNE, SYDNEY this

.....30th..... day of April..... 19 86.....

THE COMMON SEAL of VAMGAS LIMITED
was hereto affixed in the presence of:

.....
(Director)

.....
(Secretary)

THE COMMON SEAL of SANTOS LIMITED
was hereto affixed in the presence of:

.....
(Director)

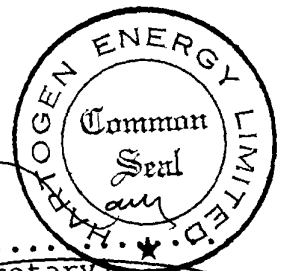
.....
(Secretary)

#799

THE COMMON SEAL of HARTOGEN ENERGY LIMITED
was hereto affixed in the presence of:

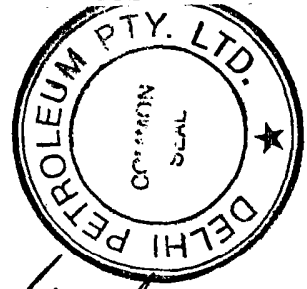
.....
(Director)

.....
(Secretary)



502 0095 039

THE COMMON SEAL of DELHI PETROLEUM PTY. LTD.
was hereto affixed in the presence of:



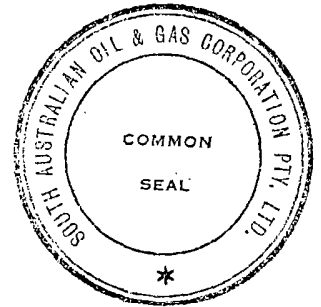
[Handwritten Signature]
.....
(Director)

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

THE COMMON SEAL of SOUTH AUSTRALIAN OIL & GAS CORPORATION PTY. LTD.
was hereto affixed in the presence of:

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

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





PETROLEUM PRODUCTION LICENCE NO. 28

THE SCHEDULE

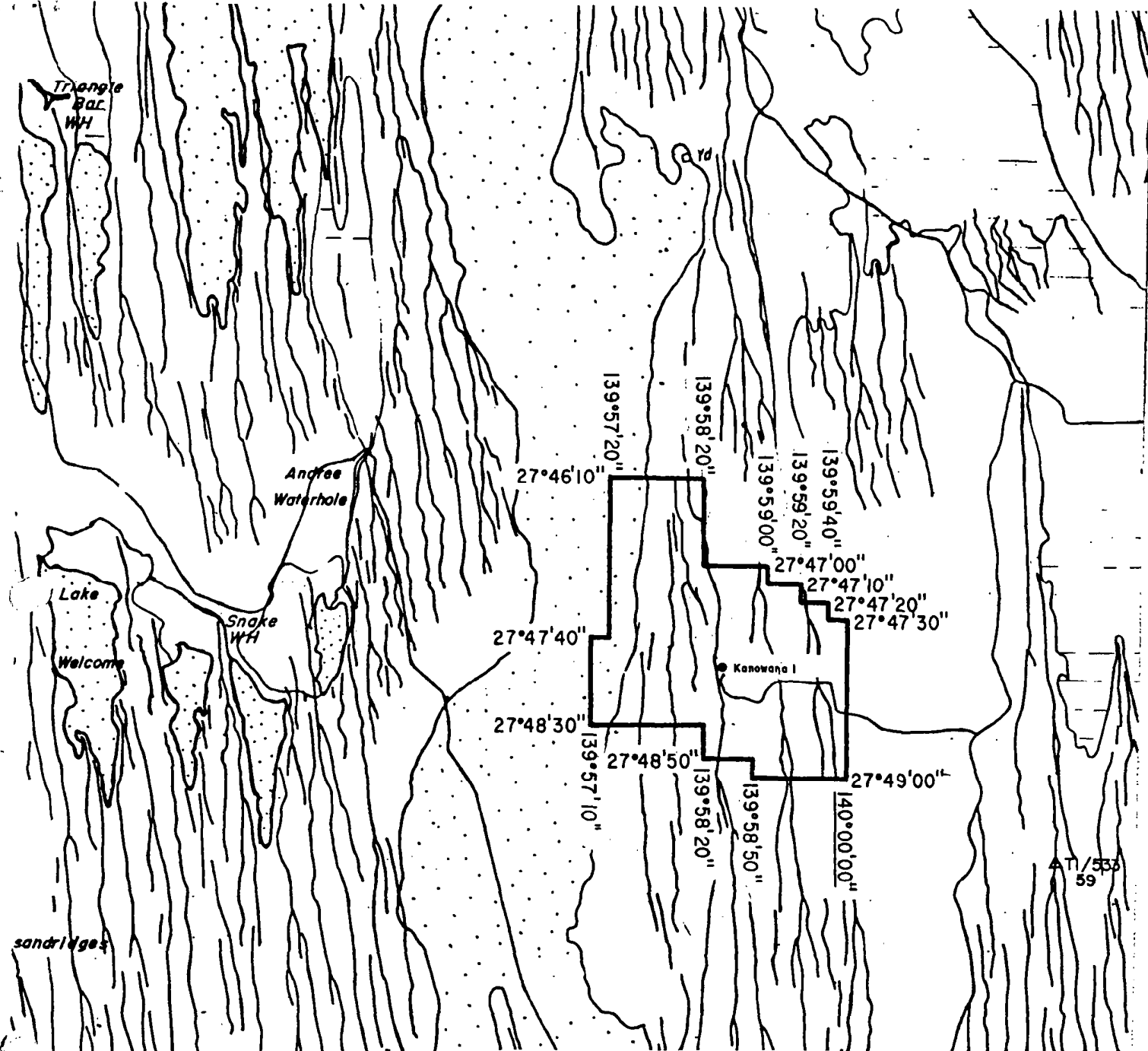
Description of Area

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

Commencing at a point being the intersection of latitude 27°46'10"S and longitude 139°57'20"E, thence east to longitude 139°58'20"E, south to latitude 27°47'00"S, east to longitude 139°59'00"E, south to latitude 27°47'10"S, east to longitude 139°59'20"E, south to latitude 27°47'20"S, east to longitude 139°59'40"E, south to latitude 27°47'30"S, east to longitude 140°00'00"E, south to latitude 27°49'00"S, west to longitude 139°58'50"E, north to latitude 27°48'50"S, west to longitude 139°58'20"E, north to latitude 27°48'30"S, west to longitude 139°57'10"E, north to latitude 27°47'40"S, east to longitude 139°57'20"E and north to the point of commencement.

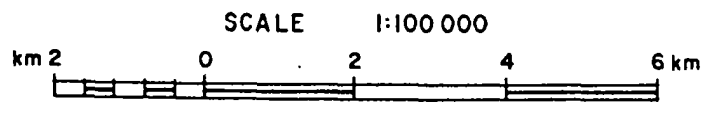
All within latitudes and longitudes are geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of Commonwealth Gazette number 84 dated October 6, 1966, except those latitudes and longitudes underlined which are expressed in terms of the Clarke 1858 Spheroid (Transverse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

AREA: 15.7 square kilometres approximately.



AT 1/533
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NOTE: There is no warranty that the boundary of this Licence is correct in relation to other features on the map. The boundary is to be ascertained by reference to the Australian Geodetic Datum except those latitudes and longitudes underlined which are expressed in terms of the Clarke 1858 Spheroid (Transverse Mercator Projection), and the Schedule.



502 0095 041

DELHI PETROLEUM PTY LTD SANTOS LIMITED
 VAMGAS LIMITED HARTOGEN ENERGY LIMITED
 SOUTH AUSTRALIAN OIL AND GAS CORPORATION PTY LTD

PETROLEUM PRODUCTION LICENCE NO.28

SR 27/4/9/5
JSZ:LJT

FILE NOTE

The attached Memorandum dated 15 December 1986 in relation to a 10% transfer of interest in the Patchawarra South West Joint Operating Agreement from Vamgas Limited to Australian Petroleum Development Pty Ltd, also includes a similar transfer of interest in PPL 28.

3 17 190


J S ZABROWARNY
PETROLEUM REGISTRAR

MEMORANDUM

Petroleum Exploration Licences Nos 5 and 6

This memorandum will confirm that on 15 DECEMBER 1986

I approved:-

- 1) A letter dated 3/9/86 outlining the Proposed Assignment by Vamgas to Australian Consolidated Minerals Ltd of 10% Interest in the Patchawarra South West Block Cooper Basin (S.A.).
- 2) A Deed dated 20/10/86 between Australian Consolidated Minerals Ltd and Australian Petroleum Development Pty. Ltd. (previously known as Nivcat Pty. Ltd.).

The purpose of these documents is to transfer 10% of Vamgas' 30% interest in the Patchawarra South West Block of PELs 5 and 6 to Australian Petroleum Developments Pty. Ltd. (previously known as Nivcat Pty. Ltd.) so that the interests in that Block now become:-

. Vamgas Limited	20%
. SANTOS Limited	25%
. Hartogen Energy Limited	25%
. Delhi Petroleum Pty. Ltd.	15%
. Australian Petroleum Development Pty. Ltd.	10%
. South Australian Oil & Gas Corporation Pty. Ltd	5%

	100%

This memorandum is hereby entered on the Petroleum Register.

Ron Payne
MINISTER OF MINES AND ENERGY
15/12/86

MEMORANDUM

This memorandum will certify that I have today approved the following three dealings pursuant to Section 42 of the Petroleum Act.

- (1) The Assignment of the 25% interest of Hartogen Energy Limited (HEL) to SAGASCO Resources Limited (SAGASCO) in the Patchawarra South West Block and in Petroleum Production Licence No. 28 as contemplated in the 'Deed of Assignment and Assumption Patchawarra South-West Block Joint Operating Agreement' dated 22 February 1990 between Santos Limited (Santos), Delhi Petroleum Pty Limited (Delhi), Vamgas Limited (Vamgas), Australian Petroleum Development Pty Limited (APD), HEL and SAGASCO.
- (2) The Assignment of the 5% interest of HEL to SAGASCO in the Murta Block and in the Petroleum Production Licences 31, 32, 37, 38, 53 and 54 as contemplated in the 'Deed of Assignment and Assumption Murta Block Joint Operating Agreement' dated 22 February 1990 between Santos, Delhi, Vamgas, HEL and SAGASCO.
- (3) The Assignment of the 5% interest of HEL to SAGASCO in the Tinga Tingana Block Joint Operating Agreement' dated 22 February 1990 between Santos, Delhi, Vamgas, HEL and SAGASCO.

Consequently, the Interests have now changed as follows:

<u>Company</u>	<u>Patchawarra South West Block and PPL 28</u>		<u>Murta Block and PPLs 31, 32, 37, 38, 53 & 54</u>		<u>Tinga Tingana Block</u>	
	<u>Previous Interest %</u>	<u>Revised Interest %</u>	<u>Previous Interest %</u>	<u>Revised Interest %</u>	<u>Previous Interest %</u>	<u>Revised Interest %</u>
Santos	25	25	45	45	45	45
Delhi	15	15	27	27	27	27
Vamgas	20	20	14	14	14	14
HEL	25	-	5	-	5	-
SAGASCO	5	30	9	14	9	14
APD	10	10	-	-	-	-
	100	100	100	100	100	100


The following documents were also submitted for my consideration but did not require formal consent pursuant to Section 42 of the Petroleum Act:-

- (1) Deed entitled 'Sale and Purchase of Assets South Australia' dated 19 December 1989 between HEL and SAGASCO.
- (2) 'Deed of Variation' dated 22 February 1990 between HEL and SAGASCO.

One copy of all five documents and this Memorandum are hereby entered on the Petroleum Register.

Refer V.25 PELs 5+6

18/8/1990


MINISTER OF MINES AND ENERGY
ADELAIDE

J H C KLUNDER
MINISTER OF MINES AND ENERGY