

INDEX OF DOCUMENTS HELD ON THE PUBLIC REGISTER FOR PIPELINE LICENCE No 15

1. 6 January 2003 Grant of Pipeline Licence PL 15 –

Interests:

Santos Limited	32.630%
Delhi Petroleum Pty Ltd	23.200%
Santos Petroleum Pty Ltd	18.720%
Origin Energy Resources Limited	16.500%
Vamgas Pty Ltd	7.5125%
Santos Australian Hydrocarbons Pty Ltd	1.2000%
Oil Company of Australia Limited	0.2375%
2. 6 January 2003 Memorandum entering PL 15 on the Public Register
3. 9 January 2003 Gazettal dated 9 January 2003 of Grant of Pipeline Licence PL 15
4. 23 January 2003 Gazettal dated 23 January 2003 of Corrigendum re Grant of Pipeline Licence PL 15
5. 28 January 2004 Certificate of Registration on Change of Name
6. 28 January 2004 Memorandum notating change of company name:

From: Oil Company of Australia Pty Ltd
To: Origin Energy CSG Limited
7. 23 July 2004 Memorandum entering notation of registrable dealing on the public register:
 - DPPL Security dated 21 May 2004 between Delhi Petroleum Pty Ltd and Westpac Banking Corporation
Ref: SA 2004-44
8. 23 November 2005 Memorandum noting revision to security arrangements
9. 15 February 2011 Memorandum entering notation of the following registrable dealing on the public register.

Delhi Fixed and Floating Charge and Mortgage of JV Assets dated 29 September 2010 between Delhi Petroleum Pty Limited and Westpac Banking Corporation.
Ref: SA 2011-15

10. 26 July 2013 Certificate of Registration on Change of Name dated 23 October 2008.
- From: Origin Energy CSG Limited
To: Australia Pacific LNG Limited
11. 26 July 2013 Certificate of Registration on Conversion to a Proprietary Company dated 7 May 2009.
- From: Australia Pacific LNG Limited
To: Australia Pacific LNG Pty Limited
12. 26 July 2013 Memorandum entering notation of change of company name on the public register.

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PIPELINE LICENCES
PLs 5, 9 and 15

1. Notation of change of company name:

From: Origin Energy CSG Limited
To: Australia Pacific LNG Limited

and

From: Australia Pacific LNG Limited
To: Australia Pacific LNG Pty Limited

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: 26 July 2013

Ref: 28/1/356
28/1/366
28/1/370

Origin Energy Limited Attn: Susan Henry
GPO Box 5376
Sydney NSW 2001



Certificate of Registration on Conversion to a Proprietary Company



This is to certify that

AUSTRALIA PACIFIC LNG LIMITED

Australian Company Number 001 646 331

on the seventh day of May 2009 converted to a **proprietary company**.

The name of the company is now

AUSTRALIA PACIFIC LNG PTY LIMITED

Australian Company Number 001 646 331

The company is taken to be registered under the Corporations Act 2001 in New South Wales and the date of commencement of registration is the twenty-seventh day of October, 1978.

Issued by the
Australian Securities and Investments Commission
on this seventh day of May, 2009.

Anthony Michael D'Aloisio
Chairman

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CLAYTON UTZ ATTN: LUCIA SPENNATI
Level 27-35
No 1 O'Connell Street
SYDNEY NSW 2000

Registre des entreprises de l'Ontario



Certificate of Registration on Change of Name



This is to certify that

ORIGIN ENERGY CSG LIMITED

Australian Company Number 001 646 331

did on the twenty-third day of October 2008 change its name to

AUSTRALIA PACIFIC LNG LIMITED

Australian Company Number 001 646 331

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 New South Wales and the date of commencement of registration is the twenty-seventh day of October, 1978.

Issued by the
Australian Securities and Investments Commission
on this twenty-third day of October, 2008.

Anthony Michael D'Aloisio
Chairman

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Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

PETROLEUM PRODUCTION LICENCES

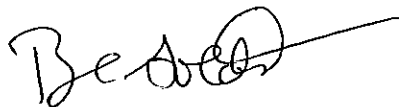
PPLs 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 22, 23, 24, 25, 26, 27, 29, 30, 31, 32, 33, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 63, 64, 65, 66, 67, 68, 69, 70, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 83, 84, 86, 87, 88, 89, 90, 91, 92, 94, 95, 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, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 172, 174, 175, 176, 177, 178, 179, 180, 182, 187, 189, 190, 193, 194, 195, 196, 201, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237 and 238

and

PIPELINE LICENCES

PLs 2, 5, 9 and 15

SA 2011-15 Notation of registrable dealing as evidenced by Delhi Fixed and Floating Charge and Mortgage of JV Assets dated 29 September 2010 between Delhi Petroleum Pty Limited and Westpac Banking Corporation 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: 15 February 2011

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

MEMORANDUM

PETROLEUM EXPLORATION LICENCE
PEL 27

PIPELINE LICENCES
PL 5, PL 9 and PL 15

1. Notation of change of company name –

From: Oil Company of Australia Limited
To: Origin Energy CSG Limited

is hereby entered on the public register of licences.



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

Date: 28 January 2004

File: 27/2/066
28/1/171
28/1/217
28/1/356

ORIGIN ENERGY LIMITED
ATTN: SUSAN HENRY
Level 39 Amp Centre
50 Bridge Street
SYDNEY NSW 2000

Remove this top section if desired before framing

Certificate of Registration on Change of Name



This is to certify that

OIL COMPANY OF AUSTRALIA LIMITED

Australian Company Number 001 646 331

did on the twenty-third day of December 2003 change its name to

ORIGIN ENERGY CSG LIMITED

Australian Company Number 001 646 331

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 New South Wales and the date
of commencement of registration is the twenty-seventh day of October, 1978.

CERTIFICATE

Issued by the
Australian Securities and Investments Commission
on this twenty-third day of December, 2003.

David Knott
Chairman

GRANT OF PIPELINE LICENCE PL 15

Corrigendum

Office of Minerals and Energy Resources, Adelaide, 17 January 2003.

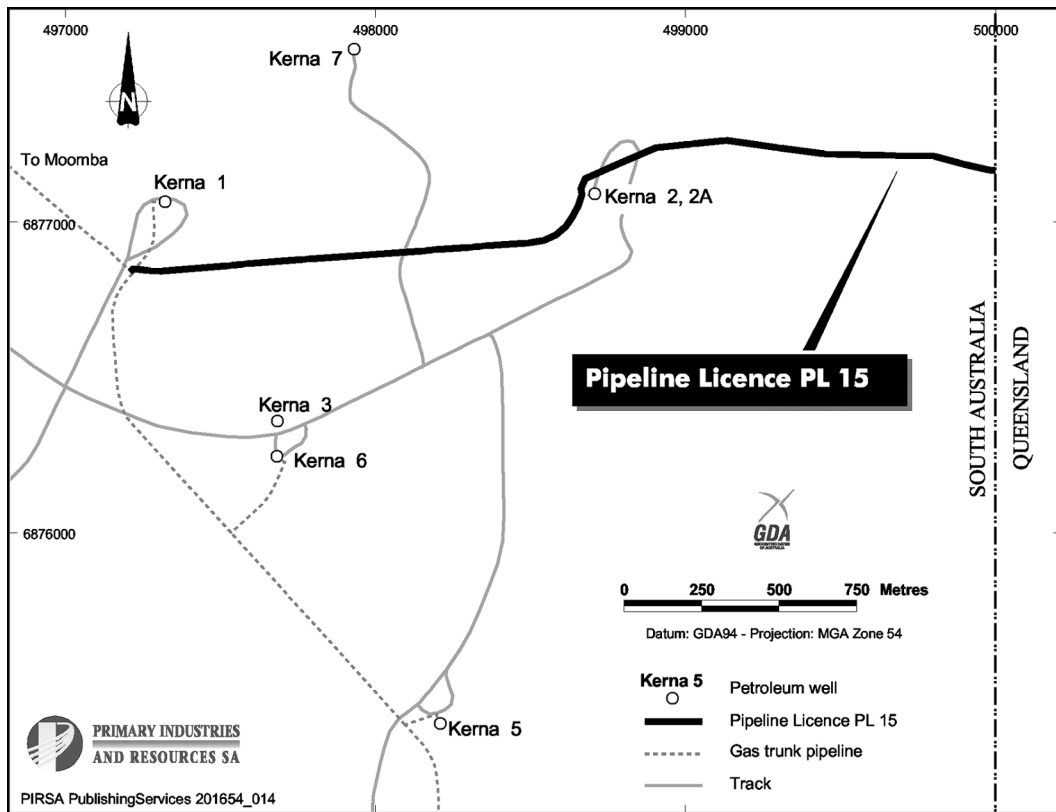
NOTICE is hereby given that the termination point of Pipeline Licence PL 15 was incorrectly described in *Gazette* No. 4 dated 9 January 2003, page 14. Details of the licence, granted under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573 are as follows:

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

No. of Licence	Licensee	Locality of Route	Date of Expiry	Length of Pipeline	Reference
15	Santos Limited Santos Petroleum Pty Ltd Santos Australian Hydrocarbons Pty Ltd Vangas Pty Ltd Delhi Petroleum Pty Ltd Origin Energy Resources Limited Oil Company of Australia Limited	Commencing at the South Australia/ Queensland border and terminating at the Kerna #1 manifold near the Kerna #1 well in the Kerna Gas Field	5 January 2024	3 km	28/01/356

General Description of the Licence Area

The Pipeline is to be constructed along the route shown on the map following:



PRIMARY INDUSTRIES
AND RESOURCES SA

PIRSA Publishing Services 201654_014

GRANT OF PIPELINE LICENCE PL 15

Office of Minerals and Energy Resources, Adelaide, 6 January 2003.

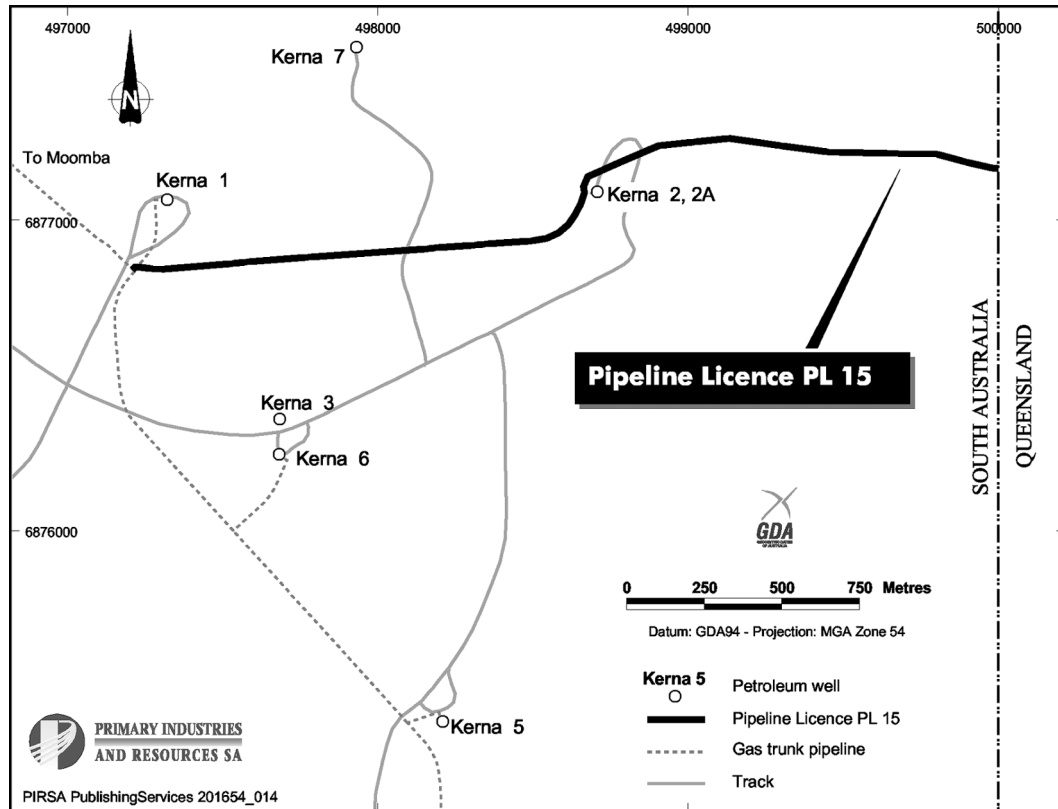
NOTICE is hereby given that the undermentioned Pipeline Licence has been granted under the provisions of the Petroleum Act 2000, pursuant to delegated powers dated 28 March 2002, *Gazetted* 11 April 2002, page 1573.

B. A. GOLDSTEIN, Director Petroleum, Office of Minerals and Energy Resources, Delegate of the Minister for Minerals and Energy

No. of Licence	Licensee	Locality of Route	Date of Expiry	Length of Pipeline	Reference
15	Santos Limited Santos Petroleum Pty Ltd Santos Australian Hydrocarbons Pty Ltd Vamgas Pty Ltd Delhi Petroleum Pty Ltd Origin Energy Resources Limited Oil Company of Australia Limited	Commencing at the South Australia/Queensland border and terminating at Kerna #2A in the Kerna Gas Field	5 January 2024	3 km	28/01/356

General Description of the Licence Area

The Pipeline is to be constructed along the route shown on the map following:



Petroleum Act 2000
S. 115

MEMORANDUM

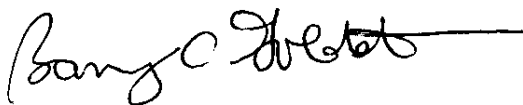
GRANT OF PIPELINE LICENCE
PL 15

1. Grant of this licence on 6 January 2003 is hereby entered on the public register.

2. Interests in the licence are:

Santos Limited	32.630%
Delhi Petroleum Pty Ltd	23.200%
Santos Petroleum Pty Ltd	18.720%
Origin Energy Resources Limited	16.500%
Vamgas Pty Ltd	7.5125%
Santos Australian Hydrocarbons Pty Ltd	1.2000%
Oil Company of Australia Limited	0.2375%

3. Expiry Date – 5 January 2024



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

Date: 6 January 2003

SR 28/01/356

Petroleum Act 2000

PIPELINE LICENCE No 15

I, BARRY ALAN GOLDSTEIN, Director Petroleum, Office of Minerals and Energy 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 delegation dated 28 March 2002, (refer Government Gazette dated 11 April 2002 page 1573), HEREBY GRANT to:

Santos Limited (ABN 007 550 923);
Santos Petroleum Pty Ltd (ABN 95 000 146 369);
Santos Australian Hydrocarbons Pty Ltd (ABN 85 010 850 487)
and Vamgas Pty Ltd (ABN 76 006 245 110); of Level 29,
Santos House, 91 King William St, Adelaide SA 5000;

Delhi Petroleum Pty Ltd (ABN 65 007 854 686) of c/- Esso
Australia, 12 Riverside Quay, Southbank, Melbourne, Vic 3006

Origin Energy Resources Limited (ABN 66 007 845 338) of
Level 6, 1 King William Street, Adelaide, SA 5000; and

Oil Company of Australia Limited (ABN 68 001 646 331) of
339 Coronation Drive, Milton, Qld 4064

S.A. STAMP DUTY PAID \$10.00

ORIGINAL with 8 copies

06/01/2003 15:19:41 FB24604.1

NEED

a Licence to construct and operate a transmission pipeline described in this Licence for the conveyance of petroleum subject to the following terms and conditions:

1 INTERPRETATION

- 1.1 Unless the contrary intention appears, words defined in the *Petroleum Act 2000* or in the *Petroleum Regulations 2000* have the same meaning for the purposes of this Licence.
- 1.2 The "Act" means the *Petroleum Act 2000* and refers to that Act as amended from time to time and any Act enacted in substitution for that Act.
- 1.3 The "Regulations" means the *Petroleum Regulations 2000* and refers to those Regulations as amended from time to time and any Regulations or other statutory instruments made in substitution for those Regulations.
- 1.4 A reference to a "Statement of Environmental Objectives" is a reference to any Statement of Environmental Objectives for the time being approved under the Act in respect of the construction, maintenance modification or operation of the pipeline.
- 1.5 A reference to the "Minister" is a reference to the Minister to whom the administration of the Act is for the time being committed.

1.6 The obligations of the Licensee and the powers of the Minister under the terms and conditions of this Licence are to be construed as being consistent with and as cumulative upon the obligations of the Licensee and the powers of the Minister under the Act and the Regulations.

2 TERM

The term of this licence is 21 years commencing on 6 January 2002 and expiring at midnight on 5 January 2023.

3 GENERAL PROVISIONS

3.1 The Licensee must design, construct, maintain and operate the pipeline in accordance with the Act, (including the mandatory conditions stipulated by the Act), the Regulations and Statement of Environmental Objectives.

3.2 All regulated activities authorised by this Licence, namely:

- (a) construction of the transmission pipeline; and
- (b) operation of the transmission pipeline,

are classified as requiring high level official supervision, unless the Licensee satisfies the Minister that, in view of the Licensee's demonstrated competence to comply with the requirements of the Act and the conditions of this Licence, the activities should be classified as requiring low level official supervision.

4 GENERAL DESCRIPTION OF PIPELINE

The pipeline will include:

4.1 a steel pipeline for the conveyance of petroleum, being a main pipeline with pipes of an outside diameter (OD) of approximately 168.3 mm (herein called "the Mainline") and over a route of approximately 3 km in length, commencing at the South Australia / Queensland Border and terminating at the inlet flange to the Kerna Manifold constructed near Kerna #1 well;

4.2 a scraper station located in the vicinity of the Kerna Manifold, as shown on Schedule 1 to this Licence.

5 ROUTE

The pipeline is constructed within a 100m corridor whose centreline is set out in Schedule 2 to this Licence.

6 DISCRETIONARY CONDITIONS

6.1 The Licensee must:

- (a) upon commencement of regulated activities under this Licence, maintain in force during the term of this Licence public and products 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 20 million dollars (\$20,000,000.00) for the period of pipeline construction to the commencement of commissioning, and not less than 100 million dollars (\$100,000,000.00) thereafter, 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) upon request by the Minister, provide the Minister with a cover note or certificate of currency of each insurance policy referred to in paragraph (a).

6.2 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.

6.3 The Licensee must, within 12 weeks after the time of commissioning the Pipeline conduct a practice drill of the emergency procedures and provide a report on the practice drill in accordance with the requirements of the Regulations

7 SECURITY

7.1 For the purpose of ensuring the due and proper performance of the Licensee's obligations under this Licence and the Act, the Licensee shall provide security in the amount of \$50,000 in the form of either:

- (a) cash; or
- (b) an unconditional, irrevocable bank guarantee or letter of credit in a form, and from a financial institution, approved by the Minister,

("the Security").

7.2 The Security shall be:-

- (a) lodged within 28 days of the date of execution of this Licence
- (b) 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 so to do.

- 7.1 Interest will not be payable by the Minister to the Licensee on any cash Security.
- 7.2 All charges incurred by the Licensee in obtaining and maintaining the Security shall be met by the Licensee.
- 7.3 If upon expiry of this Licence 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 Licensee.

Signed G. L. Jansen 3
 2002

 B. Goldstein

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

Executed for and on behalf of:

Santos Ltd
 Vamgas Pty Ltd
 Santos Petroleum Pty Ltd
 Santos Australian Hydrocarbons Ltd

by being signed sealed and delivered by its duly appointed attorney in the presence of:

 G. L. Bollenhagen
 Name (print)

Name (print)

G. L. BOLLENHAGEN

Witness Name (print)

 John E. Lee
 Attorney Signature

 G. L. Bollenhagen
 Witness Signature

Signed 17 December 2002 on behalf of Delhi Petroleum Pty Ltd:
by its duly authorised Attorney

Klaus
~~Authorised Officer~~ Ian Angues ~~Authorised Officer~~

Name

Name

Position

Position

Signed 24 DECEMBER 2002 on behalf of Origin Energy Resources Ltd:

J. Rodda
Authorised Officer

Authorised Officer

JOHN RODDA
ORIGIN ENERGY RESOURCES LIMITED
Name

Name

MANAGER EXPLORATION & PRODUCTION
Position

Position

Signed 24 DECEMBER 2002 on behalf of Oil Company of Australia Ltd:

J. Rodda
Authorised Officer

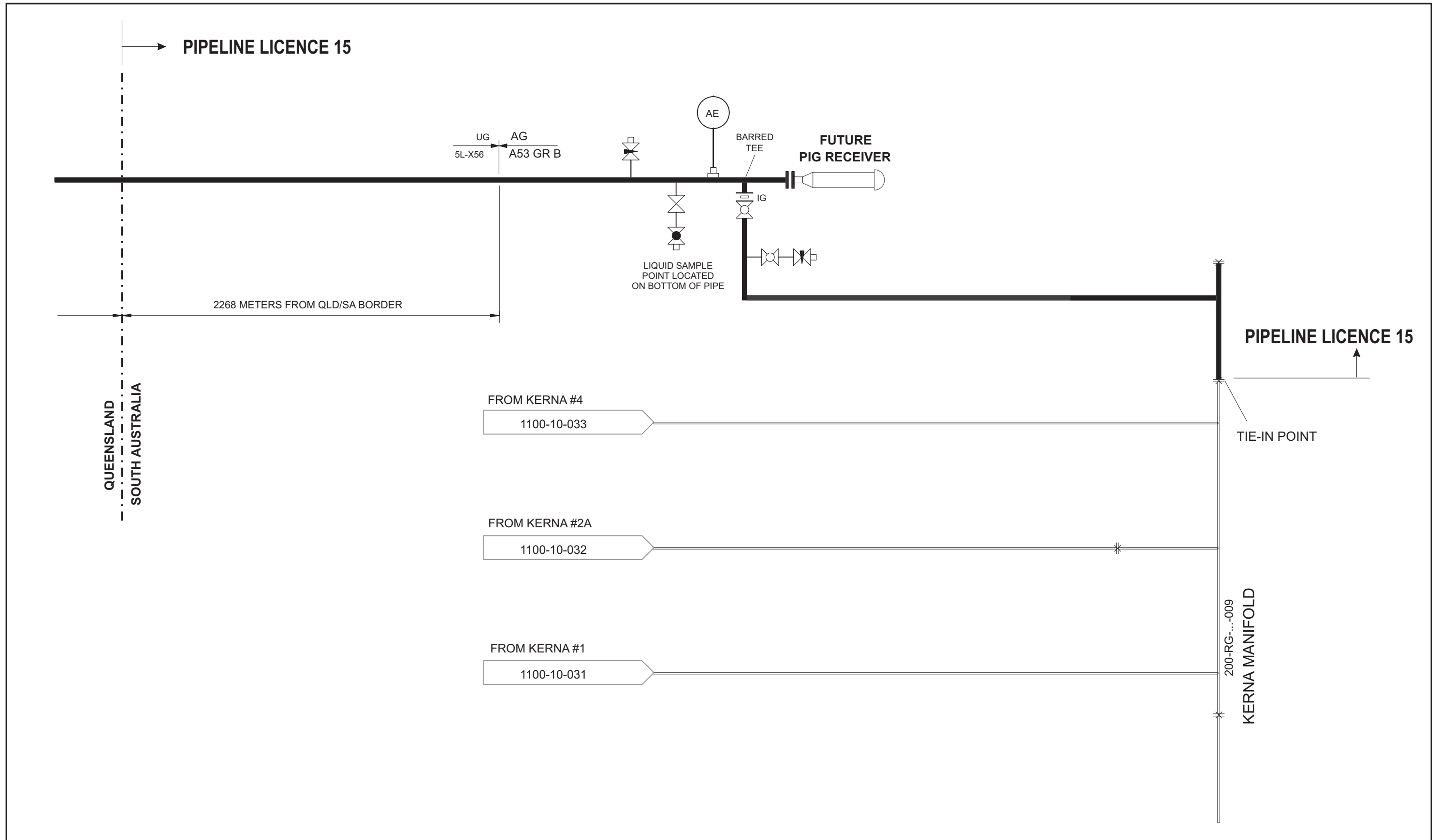
Authorised Officer

JOHN RODDA
ORIGIN ENERGY RESOURCES LIMITED
Name

Name

MANAGER EXPLORATION & PRODUCTION
Position

Position



SCHEDULE 2

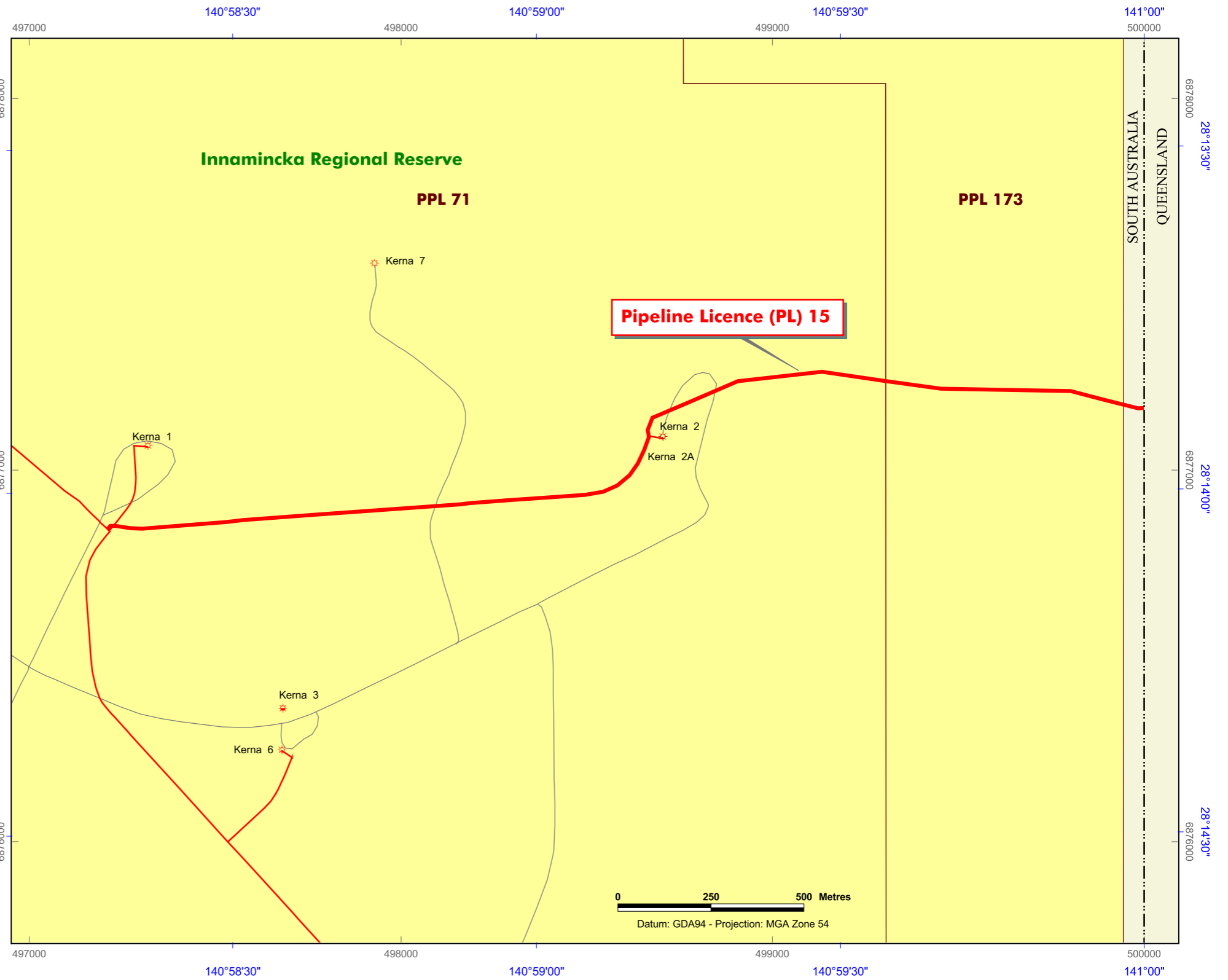
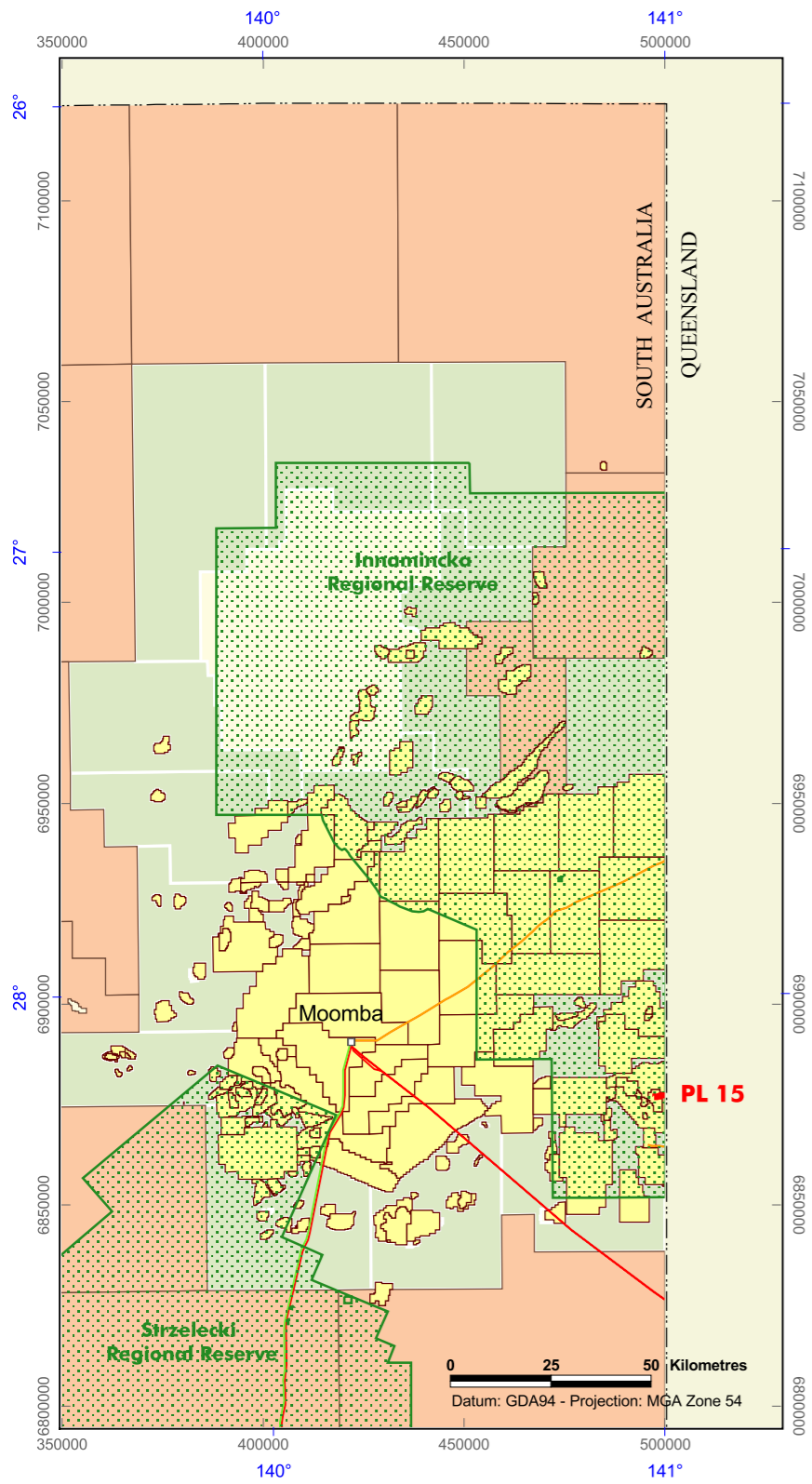
PIPELINE LICENCE No 15

ROUTE DESCRIPTION

A series of straight lines generally joining the following points,
Australian Geodetic Datum (GDA 94)
Zone 54 - Map Grid of Australia,
and within a corridor generally shown on the attached plan.

Grid Coordinates (MGA 94)

Point	Easting	Northing
SA/QLD Border	499 944	6 877 184
2	499 895	6 877 188
3	499 802	6 877 212
4	499 678	6 877 214
5	499 452	6 877 219
6	499 299	6 877 240
7	499 133	6 877 264
8	499 020	6 877 251
9	498 906	6 877 239
10	498 776	6 877 183
11	498 677	6 877 140
12	498 664	6 877 108
13	498 667	6 877 089
14	498 654	6 877 054
15	498 637	6 877 018
16	498 615	6 876 986
17	498 582	6 876 958
18	498 544	6 876 941
19	498 496	6 876 933
20	498 345	6 876 922
21	498 312	6 876 920
22	498 185	6 876 911
23	498 161	6 876 907
24	497 776	6 876 880
25	497 577	6 876 865
26	497 531	6 876 860
27	497 304	6 876 842
28	497 274	6 876 843
29	497 232	6 876 849
30	497 218	6 876 849
Kerna Manifold	497 209	6 876 840



Petroleum Tenements

- Petroleum Production Licence (PPL)
- Petroleum Exploration Licence (PEL)
- Petroleum Exploration Licence Application (PELA)

Infrastructure

- Pipeline Licence 15
- Pipeline Licence (PL) - gas
- Pipeline Licence (PL) - liquids
- Pipeline Licence (PL) - gas and liquids

Petroleum Tenements

- Petroleum Production Licence (PPL)

Infrastructure

- Pipeline Licence (PL) 15 - gas
- Gas trunk pipeline

Petroleum wells (October 2002)

- Dry
- Gas
- Gas with Oil Shows

**Petroleum Act 2000
Schedule 2
PIPELINE LICENCE (PL) 15
Moon to Kerna Gas Pipeline**



Disclaimer
There is no warranty that this map is free from errors or omissions. Issued under the authority of the Hon Paul Holloway MLC. Selected data on this map are available digitally and can be downloaded from www.pir.sa.gov.au