

**REGISTER OF DOCUMENTS HELD ON THE PETROLEUM REGISTER
FOR PL 10**

1. Index of Documents
2. Licence document dated 30 October 1998.
Licensee Boral Energy Pipelines Pty Ltd 100%
3. Bond paid by bank cheque for \$15,000.00.
4. Memorandum dated 14/10/2002 entering change of name on the Public Register.
5. Certificate of Registration on Change of Name – 24/2/2000

CLAYTON UTZ
1 O'Connell Street
SYDNEY NSW 2000

Remove this top section if desired before framing

Certificate of Registration on Change of Name

This is to certify that

BORAL ENERGY PIPELINES PTY LIMITED

Australian Company Number 009 630 648

did on the twenty-fourth day of February 2000 change its name to

ORIGIN ENERGY PIPELINES PTY LIMITED

Australian Company Number 009 630 648

The company is a proprietary company.

The company is limited by shares.

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

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



Alan Cameron
Chairman



CERTIFICATE

Petroleum Act 2000
S.115

MEMORANDUM

PIPELINE LICENCE
PL 10

1. Notation of change of company name –

From: Boral Energy Pipelines Pty Limited
To: Origin Energy Pipelines Pty Limited

is hereby entered on the public register of licences.



T AUST
A/Director Petroleum
Minerals and Energy Division
Delegate of the Minister for Mineral Resources
Development

Date: 14 October 2002

File: 28/1/256

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

PETROLEUM ACT, 1940

COMMISSIONER OF STATE TAXATION

PIPELINE LICENCE 10

S.A. STAMP DUTY PAID
ORIGINAL with 1 copies
30/10/98 14:14:51 FL3506.1
DEED

\$10.00

I, **ROBERT GERARD KERIN**, Minister for Primary Industries, Natural Resources and Regional Development, in and for the State of South Australia (the "Minister") being Minister of the Crown in right of the said State to whom the administration of the Petroleum Act 1940 (the "Act") is committed, pursuant to the provisions of the Act, **HEREBY GRANT** to:

BORAL ENERGY PIPELINES PTY LIMITED, A.C.N. 009 630 648 whose principal place of business is situated at Level 3, 81 Flinders Street, Adelaide, South Australia,

(referred to as "the Licensee"), a Licence to operate a 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 1940* or in the *Petroleum Regulations 1989* have the same meaning for the purposes of this Licence.
- 1.2 References to "the pipeline" refer to the pipeline in respect of which this Licence is granted.
- 1.3 The "Act" means the *Petroleum Act 1940* and refers to that Act as amended from time to time and any Act enacted in substitution for that Act.
- 1.4 The "Regulations" means the *Petroleum Regulations 1989* and refers to those regulations as amended from time to time and any regulations or other statutory instruments made in substitution for those regulations.
- 1.5 A reference to a "Code of Environmental Practice" is a reference to any code of environmental practice for the time being approved under the Regulations in respect of the construction, maintenance, modification or operation of the pipeline.
- 1.6 A reference to the "Minister" is a reference to the Minister to whom the administration of the Act is for the time being committed.
- 1.7 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, the Director and any other office holder under the Act, the Regulations and any applicable Code of Environmental Practice.

2 **TERM**

The term of this licence is 21 years commencing on 30TH. day of OCTOBER 1998, and expiring at midnight on 29TH. day of OCTOBER 2019.

3 **FEES**

The Licensee must pay fees to the Minister in accordance with the Act.

4 **GENERAL DESCRIPTION OF PIPELINE**

The pipeline will include:

- 4.1 a steel pipeline for the conveyance of natural gas, being a main pipeline with pipes of an outside diameter (OD) of 250 mm over a route of approximately 87 metres located entirely within the Epic Energy and East Australian Pipeline compounds at Moomba, from a flange attached to the Moomba to Adelaide Gas Pipeline to a flange attached to the Moomba to Sydney Gas pipeline;
- 4.2 a system for mitigating pipeline corrosion;
- 4.3 provision for the installation of a compressor in the form of blind flanges in the above-ground section of the pipeline;
- 4.4 a main line valve located at the western end of the above ground section of the pipeline;
- 4.5 a telemetry system for the remote control and monitoring of the pipeline.

5 **ROUTE**

The pipeline is constructed along the route set out in Schedule 1 to this Licence.

6 DESIGN, CONSTRUCTION, MAINTENANCE AND OPERATIONAL CRITERIA

- 6.1 The Licensee must design construct maintain and operate the pipeline in accordance with the Act, the Regulations and Code of Environmental Practice.
- 6.2 The Licensee must ensure that any modifications which they wish to make to the pipeline must be designed, constructed, maintained and operated in accordance with the Petroleum Act 1940, the Petroleum Regulations 1989, AS 2885 and the Code of Environmental Practice.
- 6.3 The Licensee shall design, construct, maintain and operate the pipeline using people with appropriate skills and experience.
- 6.4 The Licensee must in the construction, modification, maintenance and operation of the pipeline ensure that the risk and danger to the safety of the public is reduced to as low as reasonably practicable.
- 6.5 The Licensee must design, construct maintain and operate the pipeline so as to ensure so far as reasonably practicable its continuing fitness for the purpose for the intended use, the nature of the material being transported by the pipeline must not be hazardous to the integrity of the pipeline.
- 6.6 The Licensee must design construct, maintain, operate, and make any modifications to, the pipeline in accordance with quality management system principles consistent with AS/NZS ISO 9001 or with such other standard as may be approved from time to time by the Minister and notified to the Licensee in writing.

7 MONITORING AND REPORTING

The Licensee must:-

- 7.1 Within 12 weeks after the time of granting this licence and thereafter at intervals not exceeding 5 years, provide to the Director a written report which assesses the pipeline safety against criteria agreed to by the Director, and the ongoing fitness for purpose of the pipeline.

The assessment shall take into account, but not be limited to, the pipeline's design parameters, environment, operations and maintenance procedures, and the effectiveness of its management systems.

The report shall specify:

- any defects or factors which reduce the safety or continued fitness for purpose of the pipeline.

- the remedial measures required to manage the defects or factors which reduce the safety or continued fitness for purpose of the pipeline.

The licensee shall complete the necessary remedial measures with due diligence.

The report shall assess the ongoing safety and fitness for purpose of the pipeline for the period until the next review.

The Minister may direct the Licensee to take such necessary action as the Minister may require.

- 7.2 Within 12 weeks after the time of granting this licence and thereafter at intervals not exceeding 5 years, and at such other times as the Director may require, submit to the Director a report which provides details of the reasonably foreseeable consequences of a leak from the pipeline and the measures proposed by the Licensee in the event of such a leak, including details of clean-up and rehabilitation.
- 7.3 If there is a leak, make every endeavour to make good environmental damage caused as a consequence of the leak.
- 7.4 Within 12 weeks after the time of granting this licence and thereafter at intervals not exceeding 5 years, submit to the Director the Licensee's emergency response procedures which are to be followed in the event of an emergency. The Licensee must conduct or cause to be conducted regular emergency exercises to test these procedures. A record of each exercise and the consequent report including any resultant actions will be maintained and copies provided to the Director on request.
- 7.5 In addition within 12 weeks after the time of commissioning the Pipeline and thereafter at intervals not exceeding 2 years, the Licensee must conduct a practice drill of the emergency response procedures and provide a detailed written report within 60 days of the drill to the Director. The report must include,
 - (a) details as to the adequacy of the procedures;
 - (b) an account of any deficiencies identified by the drill in either the management systems or operating or maintenance procedures; and
 - (c) particulars of the remedial action taken or proposed to be taken to correct those deficiencies. Any necessary remedial actions proposed in the report shall be completed promptly in a proper and professional manner. The Minister may direct the Licensee to take such necessary action as the Minister may reasonably require.
- 7.6 Within one month of each anniversary of the commencement of the licence, or such other date as agreed, provide in a form acceptable to the Director, a report in respect of the operation of the pipeline in the preceding 12 months, together

with details of the operation of the pipeline over the succeeding 24 months. The annual report shall include a summary of all activities undertaken to monitor pipeline integrity against key performance indicators agreed to in writing by the Director.

- 7.7 The annual report must specify any known or reasonably foreseeable occurrence or activity which affected or may affect the long term operation of the pipeline or which the Licensee reasonably believe causes or may cause hazards to the pipeline or its operation.

8 FURTHER TERMS AND CONDITIONS

- 8.1 The Licensee must, as soon as practicable, but no later than 30 days after the commissioning of the pipeline, provide the Minister with detailed particulars of all equipment and materials installed on the pipeline, including "as constructed" drawings of the pipeline and its associated equipment.

The Licensee must, within 30 days after completing any alteration to or modification of the pipeline provide the Minister with detailed particulars of the alteration or modification, including revisions to the "as constructed" drawings of the pipeline consequent upon its alteration or modification.

- 8.2 The Licensee shall procure and maintain during the term of this Licence and until decommissioning of the pipeline all such insurances that are appropriate to the natural gas industry as the Minister from time to time may reasonably require. The Licensee may self insure certain risks by agreement with the Minister.
- 8.3 If the Licensee has failed to observe or perform any term or condition of this Licence (other than a failure by the Licensee to pay money), the Minister may give notice in writing to the Licensee specifying the default and requiring that such default be rectified, and if the Licensee has failed to rectify the default within 30 days or within such longer period as may have been specified in the notice, the Minister may, (whether or not the Minister has cancelled the Licence) take such action as is necessary to rectify the default and recover the costs incurred by the Minister in doing so as a debt due to the Crown in the right of the State of South Australia.
- 8.4 Where any time is by any provision of this Licence fixed for doing any act the Minister may, at his or her discretion, extend that time.
- 8.5 In the event that the Licensee makes default in the performance or observance of any of the terms or conditions contained in this Licence (not including an obligation to pay money to the Minister) ('non monetary default') the Minister may give notice in writing requiring the Licensee to rectify such breach or default within a period of thirty (30) days or such other time as may be specified in the notice. If the Licensee fails to rectify the breach or default within the time

so specified, the Minister may forthwith by further notice in writing terminate this Licence.

If the Minister has given notice in respect of a non monetary default and the Licensee has failed to rectify the breach or default within the time specified in the notice, then whether or not the Minister has terminated this Licence, the Minister may, by servants, agents, employees or contractors or otherwise take such action as is necessary to remedy the default and may recover the costs incurred in so doing as a debt due to the Crown in right of the State of South Australia.

If the Minister has terminated this Licence pursuant to this sub-clause the Minister may assume the control and operation of the pipeline, or may grant a new Licence to any third party to control and operate the pipeline.

8.6 Any notice or other communication to or by the Minister or the Licensee:

- (a) must be in writing addressed to the address appearing herein or to such other address as either the Minister or the Licensee by notice in writing has advised the other;
 - (b) must be signed on behalf of the sender, and;
 - (c) will be deemed to be duly given or made case of
 - (i) delivery in person, when delivered;
 - (ii) delivery by post, the third day after posting;
- or
- (iii) delivery by facsimile, upon a transmission report being printed by the sender's facsimile machine stating that the document has been sent to the recipients facsimile machine;

but if delivery is not made before 4.00 pm on any day it will be deemed to have been made at 9.00 am on the next day in that place.

SIGNED, SEALED AND DELIVERED by the
said DENNIS RAY MUTTON
for and on behalf of
ROBERT GERARD KERIN
THE MINISTER FOR PRIMARY INDUSTRIES,
NATURAL RESOURCES AND REGIONAL
DEVELOPMENT
in and for the State of South Australia
having been duly authorised by the said
Minister by notice in the Government Gazette
dated 4 December 1997 to grant a Pipeline
Licence who hereby states that he has no notice
of revocation of the said delegation at the time
of execution of this instrument, in the presence
of:

[Handwritten signature]

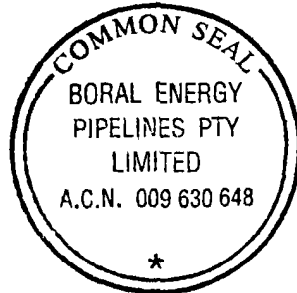


[Handwritten signature]

Witness

DATED this 30th day of October 1998.

THE COMMON SEAL of BORAL ENERGY
PIPELINES PTY LIMITED,
ACN 009 630 648 was affixed in accordance
with its articles of association in the presence of:



[Handwritten signature]
.....
Director - Signature

[Handwritten signature]
.....
Director / Secretary - Signature

ANDREW M. STOCK
.....
Name (printed)

W. M. FOWLER
.....
Name (printed)

SCHEDULE 1

PIPELINE LICENCE NO 10

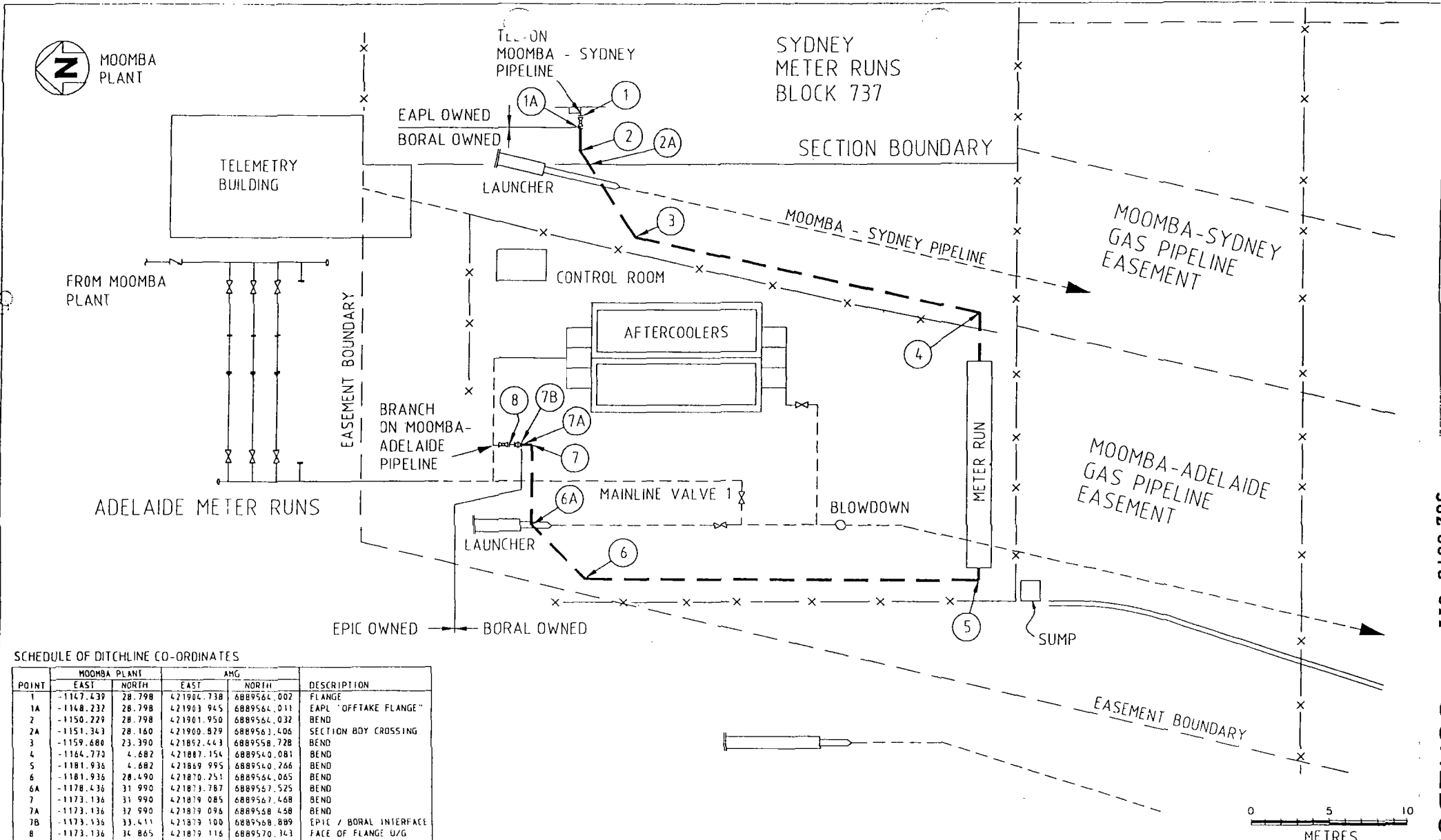
ROUTE DESCRIPTION

A series of straight lines joining the following points,
 (Zone 54 Australian Map Grid)
 and generally shown on the attached plan.

PIPELINE CONNECTING THE MOOMBA TO ADELAIDE GAS PIPELINE (PIPELINE LICENCE NO 1) TO THE MOOMBA TO SYDNEY GAS PIPELINE (PIPELINE LICENCE NO 7)
 (ie. Moomba Interconnection Pipeline)

1	421 879.100 mE	6 889 568.889 mN	Pipeline Licence No 1
2	421 879.096 mE	6 889 568.468 mN	Bend
3	421 879.085 mE	6 889 567.468 mN	Bend
4	421 873.787 mE	6 889 567.525 mN	Bend
5	421 870.251 mE	6 889 564.065 mN	Bend
6	421 869.995 mE	6 889 540.266 mN	Bend
7	421 887.154 mE	6 889 540.081 mN	Bend
8	421 892.443 mE	6 889 558.728 mN	Bend
9	421 900.829 mE	6 889 563.406 mN	Bend
10	421 901.950 mE	6 889 564.032 mN	Bend
11	421 903.945 mE	6 889 564.011 mN	Pipeline Licence No 7

Total length approximately 87 metres



SCHEDULE OF DITCHLINE CO-ORDINATES

POINT	MOOMBA PLANT		AMG		DESCRIPTION
	EAST	NORTH	EAST	NORTH	
1	-1147.439	28.798	421904.738	6889564.002	FLANGE
1A	-1148.232	28.798	421903.945	6889564.011	EAPL "OFFTAKE FLANGE"
2	-1150.229	28.798	421901.950	6889564.032	BEND
2A	-1151.343	28.160	421900.829	6889563.406	SECTION BODY CROSSING
3	-1159.680	23.390	421852.443	6889558.728	BEND
4	-1164.770	4.682	421887.154	6889540.081	BEND
5	-1181.936	4.682	421869.995	6889540.266	BEND
6	-1181.936	28.490	421870.251	6889544.065	BEND
6A	-1178.436	31.990	421873.787	6889567.525	BEND
7	-1173.136	31.990	421879.085	6889567.468	BEND
7A	-1173.136	12.990	421879.096	6889568.458	BEND
7B	-1173.136	33.411	421873.100	6889568.889	EPIC / BORAL INTERFACE
B	-1173.136	14.865	421879.116	6889570.343	FACE OF FLANGE U/G

CONTRACT 98020

NOTES

DRAWN VKD



DATE 18/6/98

CHECKED JSR

MOOMBA INTERCONNECTION PIPELINE

APPROVED GJP

DRAWING NUMBER 2080-10 003

REV NI 3

GPA ENGINEERING PTY LTD

21 East Terrace Mile End
South Australia 5031
Fax (08) 8443 3303
Telephone (08) 8234 6366

502 0078 011

SCHEDULE 1