

PETROLEUM AND GEOTHERMAL ENERGY ACT 2000

*Grant of Associated Activities Licence—AAL 228**(Adjunct to Petroleum Production Licence PPL 257)*

NOTICE is hereby given that the undermentioned Associated Activities Licence has been granted with effect from 26 March 2015, under the provisions of the Petroleum and Geothermal Energy Act 2000, pursuant to delegated powers dated 21 March 2012.

No. of Licence	Licensees	Locality	Reference
AAL 228	Beach Energy Limited Great Artesian Oil and Gas Pty Ltd	Cooper Basin	F2015/000024

Description of Application Area

All that part of the State of South Australia, bounded as follows by a corridor 50 m wide centred on a line between co-ordinates:

372023.61mE, 6912518.32mN
 372268.90mE, 6910184.30mN
 372254.80mE, 6907760.60mN
 372567.90mE, 6905533.00mN
 373262.80mE, 6903329.10mN
 373151.10mE, 6902991.00mN
 372600.10mE, 6902859.30mN

All co-ordinates are in MGA Z54, GDA94.

Area: 0.51 km² approximately.

Dated 26 March 2015.

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

Petroleum and Geothermal Energy Act 2000
S.115

MEMORANDUM

ASSOCIATED ACTIVITIES LICENCE
AAL 228

1. This Licence granted on 26 March 2015 is hereby entered on the public register.
2. Interests in the licence are:-

Beach Energy Limited	50%
Great Artesian Oil and Gas Pty Ltd	50%



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

Date: 26 March 2015

File: F2015/000024

Petroleum and Geothermal Energy Act 2000

ASSOCIATED ACTIVITIES LICENCE

AAL 228

I, BARRY ALAN GOLDSTEIN, Executive Director, Energy Resources Division, Department of State Development, in the State of South Australia, pursuant to the provisions of the *Petroleum and Geothermal Energy Act 2000* and all other enabling powers, for and on behalf of Tom Koutsantonis, Minister for Mineral Resources and Energy (Minister), pursuant to delegated powers dated 21 March 2012, HEREBY GRANT to:

Beach Energy Limited
ACN 007 617 969

Great Artesian Oil and Gas Pty Ltd
ACN 078 607 682

(hereinafter referred to as the Licensee) an Associated Activities Licence as an adjunct to Petroleum Production Licence PPL 257 in respect of the area set out below, to have effect from *26 March 2015* and subject to the provisions of the *Petroleum and Geothermal Energy Act 2000*.

*BAG
26/3/15*

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. During the term of the licence, the Licensee may carry out or cause to be carried out the construction, operation and maintenance of the flowline and associated facilities within the area as defined in the Schedule hereto.
2. All regulated activities authorised by this licence are classified as requiring high level official surveillance, 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 surveillance.
 - 2.1 The Minister's prior written approval is required for activities requiring high level official surveillance in accordance with the Regulation 19 of the Regulations to the Act.
3. 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 require;

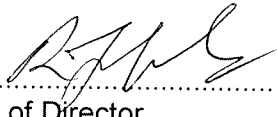
- (b) upon request by the Minister, provide the Minister with a cover note or certificate of currency of the insurance policy referred to in paragraph (a).
4. The Minister in specifying the levels of insurance accepts no liability for the completeness of their listing, the adequacy of the sum insured, the limit of liability, the scoped coverage, or the conditions or exclusions of these insurances in respect to how they may or may not respond to any loss, damage or liability.

Date: 26 March 2015



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

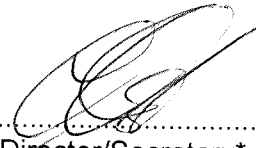
EXECUTED by Beach Energy Limited (ACN 007 617 969)
in accordance with Section 127 of the
Corporations Act 2001 (Cth):



.....
Signature of Director

Robert Cole
Managing Director

.....
[Print Name of Director]



.....
Signature of Director/Secretary*

Cathy Oster
Company Secretary

.....
[Print Name of Director/Secretary*]

(*delete the inapplicable)

13th March 2015

.....
Date

EXECUTED by Great Artesian Oil and Gas Pty Ltd (ACN 078 607 682)
in accordance with Section 127 of the
Corporations Act 2001 (Cth):



.....
Signature of Director

Peter Fox

.....
[Print Name of Director]



.....
Signature of Director/Secretary*

DAVID EVANS

.....
[Print Name of Director/Secretary*]

(*delete the inapplicable)

17/3/2015

.....
Date

THE SCHEDULE
ASSOCIATED ACTIVITIES LICENCE
AAL 228

Description of Area

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

a corridor 50 metres wide centred on a line between coordinates:

372023.61mE 6912518.32mN

372268.90mE 6910184.30mN

372254.80mE 6907760.60mN

372567.90mE 6905533.00mN

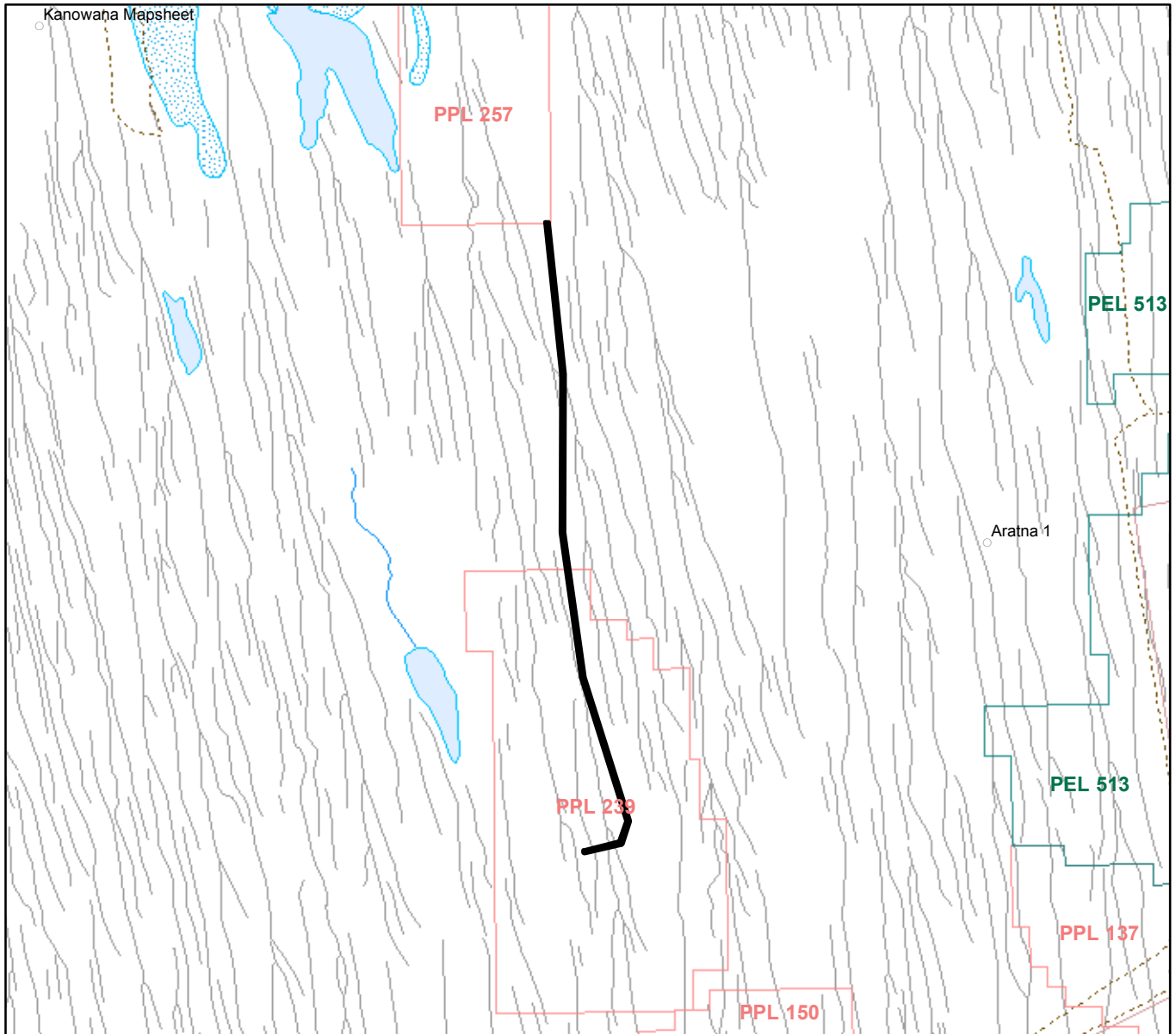
373262.80mE 6903329.10mN

373151.10mE 6902991.00mN

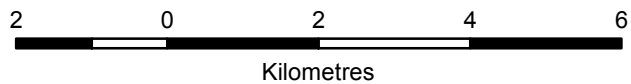
372600.10mE 6902859.30mN

All coordinates in GDA94, Zone 54

AREA: **0.51** square kilometres approximately



SCALE 1: 100 000



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

THE PLAN HEREINBEFORE REFERRED TO
ASSOCIATED ACTIVITIES LICENCE NO: 228