

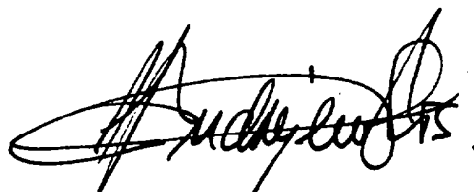
INDEX OF DOCUMENTS HELD ON THE PETROLEUM REGISTER FOR PEL 65

1. - Bankers Guarantee for \$15,000 held by Bank SA.
2. - Licence document and Memorandum dated 27/10/95.
Interests: Matthew Reilly 100%
3. - Gazettal of PEL 65 on the 2/11/95.
4. - Variation of Year 1 and 2 licence conditions dated 29/11/96.
5. - Variation of Year 1, 2 and 3 licence conditions dated 28/10/97.

MEMORANDUM

Petroleum Exploration Licence No. 65

A variation of Licence Conditions is hereby entered upon the Petroleum Register.



A J Andrejewskis
CHIEF EXECUTIVE OFFICER
MINES AND ENERGY SOUTH AUSTRALIA
Delegate of the Minister for Mines and Energy

SR 27/2/126

29 / 11 196

PETROLEUM ACT 1940

I, ANDREW JOSEPH ANDREJEWSKIS, Chief Executive Officer, Department of Mines and Energy, pursuant to delegated powers dated 14 June 1995, Gazetted 15 June 1995, page 2845, for and on behalf of Stephen John Baker, the Minister for Mines and Energy in the state of South Australia pursuant to the provisions of the Petroleum Act, 1940, HEREBY VARY THE CONDITIONS of Petroleum Exploration Licence No. 65 of which the licensee is:

Mr Matthew Reilly of 4 Paxton Terrace, Burra SA 5417.

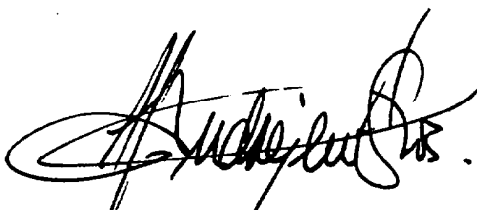
VARIED CONDITIONS

The licensee shall comply with all the conditions specified in Petroleum Exploration Licence No. 65 dated 27 October 1995, except that in accordance with Section 17(3) of the Petroleum Act, 1940, condition 2(a) and (b) is hereby deleted and replaced by:

(a) In the first and second years of the term of the licence geological and geophysical studies to be completed by 26 April 1997 at a total estimated cost of \$20,000 (twenty thousand dollars) and conduct aeromagnetic and ground surveys at a total estimated cost of \$30,000 (thirty thousand dollars) and by the end of the second year of the term of the licence sufficient technical and financial resources must be secured and evidence forthwith must be supplied to the Department of Mines and Energy in order to complete the remaining three year program.

(b) Nil.

Signed this 29th day of November 1996.



A J Andrejewskis
Chief Executive Officer
MINES AND ENERGY SOUTH AUSTRALIA
Delegate of the Minister for Mines and Energy

GRANT OF PETROLEUM EXPLORATION LICENCE

Department of Mines and Energy, Parkside, 27 October 1995

NOTICE is hereby given that the undermentioned Petroleum Exploration Licence has been granted under the provisions of the Petroleum Act, 1940, pursuant to delegated powers dated 14 June 1995, *Gazetted* 15 June 1995, page 2845.

A. J. ANDRZEJSKIS, Chief Executive Officer, a Delegate of the Minister for Mines and Energy

No. of Licence	Licensee	Locality	Date of Expiry	Area in km ²	Reference
65	Mathew Reilly	Arrowie Basin of South Australia	26 October 2000	1 227	SR 27.2.126

Description of the Area

All that part of the State of South Australia, bounded as follows: commencing at a point being the intersection of latitude 31°30'S and longitude 139°15'E, thence east to longitude 140°15'E, south to latitude 31°37'S, west to longitude 139°15'E, and north to the point of commencement, all the within latitudes and longitudes being geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of *Commonwealth Gazette* number 84 dated 6 October 1966.

GRANT OF PETROLEUM PRODUCTION LICENCE

Department of Mines and Energy, Parkside, 27 October 1995

NOTICE is hereby given that pursuant to delegated powers dated 14 June 1995, *Gazetted* 15 June 1995, page 2845, the undermentioned Petroleum Production Licence has been granted under the provisions of the Petroleum Act, 1940.

A. J. ANDRZEJSKIS, Chief Executive Officer, a Delegate of the Minister for Mines and Energy

No. of Licence	Licensees	Locality	Date of Expiry	Area in km ²	Reference
73	Santos Ltd Delhi Petroleum Pty Ltd Vamgas Pty Ltd Boral Energy Resources Ltd Crusader Resources NL	Mudlalee Field in the Cooper Basin of South Australia	31 December 2015	1.05	SR 28.1.193

Description of the Area

All that part of the State of South Australia, bounded as follows: commencing at a point being the intersection of latitude 28°17'30"S and longitude 140°32'05"E, thence east to longitude 140°32'40"E, south to latitude 28°17'50"S, east to longitude 140°32'45"E, south to latitude 28°18'00"S, east to longitude 140°32'50"E, south to latitude 28°18'15"S, west to longitude 140°32'30"E, north to latitude 28°18'00"S, west to longitude 140°32'20"E, north to latitude 28°17'50"S, west to longitude 140°32'05"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.

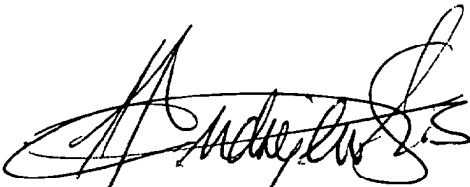
MEMORANDUM

PETROLEUM EXPLORATION LICENCE NO 65

1. This Licence granted on 27th October 1995 is hereby entered on the Petroleum Register.
2. A security in the sum of a \$15,000 Bank Guarantee has been lodged with respect to this licence.
3. Interests in the licence are:

Matthew Reilly

100%



A.J. Andrejewski
Chief Executive Officer
DEPARTMENT OF MINES AND ENERGY
Delegate of the Minister for Mines and Energy

27/10 1995

27/2/126

PETROLEUM ACT 1940

PETROLEUM EXPLORATION LICENCE NO 65

I, ANDREW ANDREJEWSKIS, Chief Executive Officer, Department of Mines and Energy (CEO) in the State of South Australia pursuant to the provisions of the Petroleum Act, 1940 and all other enabling powers, for and on behalf of Dale Spehr Baker, Minister for Mines and Energy (Minister), pursuant to delegation dated 14 June 1995, (refer Government Gazette dated 15 June 1995 page 2845), HEREBY GRANT to Matthew Reilly of 4 Paxton Terrace, Burra SA 5417 (hereinafter referred to as the licensee) a Petroleum Exploration Licence in respect of the area set out below, to have effect for a period of five years and to expire on *26 Oct.* 2000 but carrying the rights of renewal under the Petroleum Act 1940.

COMMISSIONER OF STAMPS

5/11 STAMP DUTY PAID \$10.00

ORIGINAL WITH 1 COPIES
30/10/95 10:55:53 C28088;1
DEED

DESCRIPTION OF AREA

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

- (a) *land that now is or was formerly the subject of a grant of a freehold estate or of a perpetual Crown lease where such an estate or lease was first granted before 31 October 1975,*
 - (b) *land which is or was formerly subject to a lease under the Pastoral Land Management and Conservation Act 1989 (or any preceding legislation in relation to leases for pastoral purposes) except that this licence does not authorise the undertaking of any act or activity on such land that would be inconsistent with the rights of Aborigines preserved or conferred by section 47 of that Act.*
- or
- (c) *land (other than any reserve under the National Parks and Wildlife Act 1972) which has been, before 31 October 1975, reserved or dedicated for a public purpose and used before that date for that purpose in a manner wholly inconsistent with the continuing existence of common law native title rights.*

CONDITIONS

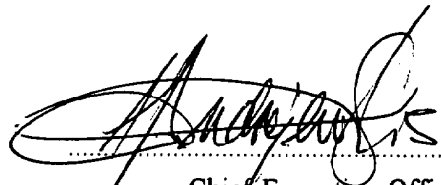
1. The licensee shall at all times comply with:-
 - a) the provisions of the Petroleum Act, 1940 and of any regulations for the time being and from time to time in force under the Act; and
 - b) all directions given to it under the Act or the regulations for the time being and from time to time in force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

2. During the term of the licence, the Licensee shall carry out or cause to be carried out exploratory operations on the area comprised in the licence in accordance with such work programmes as are approved by the Minister from time to time. These exploratory operations shall include *but* not necessary be limited to:-
 - a) in the first year of the term of the licence, geological and geophysical studies at a total estimated cost of \$20,000 (twenty thousand dollars);
 - b) in the second year of the term of the licence, conduct aeromagnetic and ground surveys at a total estimated cost of \$30,000 (thirty thousand dollars) and by the end of the second year of the term of the licence sufficient technical and financial resources must be secured and evidence forthwith must be supplied to the Department of Mines and Energy in order to complete the remaining three year program;
 - c) in the third year of the term of the licence, review and analysis of all currently available data at a total estimated cost of \$20,000 (twenty thousand dollars);
 - d) in the fourth year of the term of the licence, 160 kilometres of seismic surveying at a total estimated cost of \$800,000 (eight hundred thousand dollars).
 - e) in the fifth year of the term of the licence, the drilling of one exploration well at a total estimated cost of \$800,000 (eight hundred thousand dollars).
3. Within sixty days after the end of each year (being the period of twelve calendar months ending on the anniversary of the date upon which this licence comes into force), the Licensee shall submit to the Minister a full and complete written statement of expenditure actually made or caused to be made by the Licensee during that year upon approved exploratory operations. This statement of expenditures shall be accompanied by a written opinion on the veracity of the statement from an auditor whose qualifications and independence from the Licensee are acceptable to the Minister.
4. In the event that the Licensee during any year of the term of this licence (a year being the period of twelve calendar months ending on the anniversary of the date upon which the licence comes into force) fails to comply with the exploratory operations requirements of this licence, it is an express term of this licence that the Minister then may at his discretion either cancel this licence or authorise such variation to these requirements as the Minister thinks fit.
5. An application to drill a well within the area comprised in the licence shall include written proposals of the Licensee, in relation to the bringing under control of the well, in the event that effective control of the well is lost, and to the clean-up of oil spills, including financial proposals such as well control insurance, public liability insurance or other means to cover the costs involved in such operations.

- 6. Not less than thirty days before the commencement of each year (being the period of twelve calendar months ending on the anniversary of the date upon which this licence comes into force), the Licensees must arrange to meet, in person, with the CEO or his representative to review the progress of the programme of exploration for the current licence year, and to present a proposal for the programme of exploration for the forthcoming year.
- 7. If at any time the work being carried out or intended to be carried out by, or at the cause of, the Licensee is in the opinion of the CEO not in accordance with the sound principles and practices of petroleum exploration, he may give the Licensee written directions as to the work carried out or intended to be carried out, and the Licensee shall comply with those directions.
- 8. In addition to the reports specified in the Petroleum Regulations, 1989, the Licensee shall promptly prepare and submit to the CEO in a form acceptable to him, detailed reports on all exploratory operations done or caused to be done by or on behalf of the Licensee within and in relation to the licence area.

Signed by the Chief Executive Officer,
Department of Mines and Energy at Adelaide

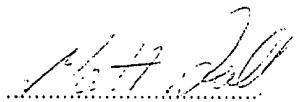
this 27th day of October 1995



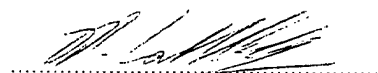
Chief Executive Officer
Department of Mines and Energy
Delegate of the Minister for
Mines and Energy

Signed and delivered
 by the said LICENSEE at Adelaide

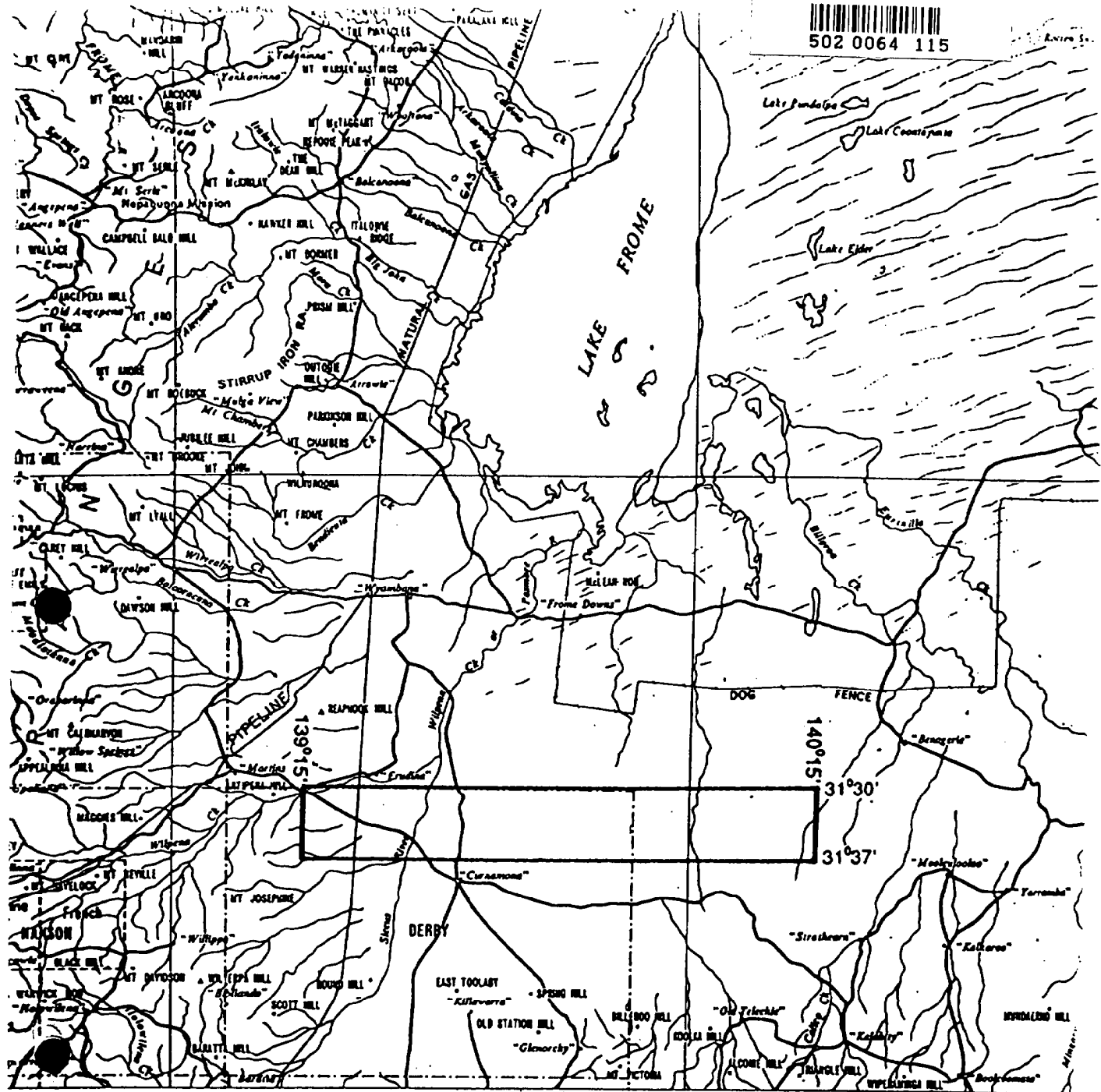
this 23 day of Oct 1995



.....
MATTHEW REILLY



.....
WITNESS



SCALE 1 : 1 000 000



KILOMETRES

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 and the schedule.

THE PLAN HEREINBEFORE REFERRED TO

MATTHEW REILLY

PETROLEUM EXPLORATION LICENCE NO. 65

SR 27/2/126

AREA: 1227 sq km (approx)

PETROLEUM EXPLORATION LICENCE NO 65

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 $31^{\circ} 30' S$ and longitude $139^{\circ} 15' E$, thence east to longitude $140^{\circ} 15' E$, south to latitude $31^{\circ} 37' S$, west to longitude $139^{\circ} 15' E$, and north to the point of commencement, all the within latitudes and longitudes being geodetic and expressed in terms of the Australian Geodetic Datum as defined on p. 4984 of Commonwealth Gazette number 84 dated October 6, 1966.

AREA: 1227 square kilometres approximately.

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) 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.

THE FOLLOWING PETROLEUM GROUP OFFICERS CAN BE CONTACTED FOR FURTHER INFORMATION.

Joe Zabrowarny
Manager Petroleum Licensing and Royalties
(08) 8463 3203
E-mail: zabrowarny.joe@saugov.sa.gov.au

Or

Mario Colella
Petroleum Licensing and Royalties Officer
(08) 8463 3209
E-mail: colella.mario@saugov.sa.gov.au