



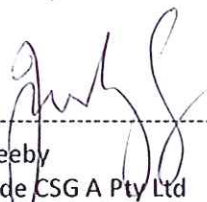
MERIDIAN SEAMGAS JOINT VENTURE
RESOLUTION OF THE OPERATING COMMITTEE

Approval of DVP Confidentiality and Approval Protocol

In accordance with Clause 3.6(e) of the Meridian SeamGas Joint Operating Agreement, the Operating Committee of the Meridian SeamGas Joint Venture, by way of resolution, APPROVES with effect from 27 October 2011, the implementation for the Meridian JV of the WestSide Policy "Dawson Valley Pipeline Confidentiality and Approval Protocol" (Document # WCL-0000-CC-POL-001) ("Confidentiality Protocol") as per Attachment 1.


Additionally, by way of this resolution, all Participants to the Meridian SeamGas Joint Venture agree to comply with the attached Confidentiality Protocol as if it was a protocol in each respective Participants operations.

Executed by



Julie Beeby
Westside CSG A Pty Ltd
(ACN 138 989 358)
("Westside A")

Date: 16-04-12



Julie Beeby
Westside CSG D Pty Ltd
(ACN 140 474 362)
("Westside D")

Date: 16-04-12



Jun Kato
Mitsui E&P Australia Pty Ltd
(ACN 108 437 529)
("MEPAU")

Date: 12/4/12

Attachment 1

DVP Confidentiality and Approval Protocol

Document # WCL-0000-CC-POL-001

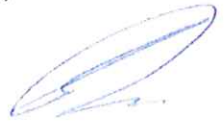
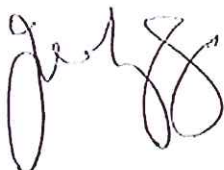
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DOCUMENT TITLE **DAWSON VALLEY PIPELINE:
CONFIDENTIALITY AND APPROVAL PROTOCOL**

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APPROVAL

	Name	Position/Title	Signature	Date
Author	Sandra Dureau	Regulatory Support	N/A	
Reviewed	Garth Borgelt	Commercial Manager		27/10/11
Approved	J. Beeby	CEO		27/10/11

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DAWSON VALLEY PIPELINE:

CONFIDENTIALITY AND APPROVAL PROTOCOL

Section 1 Background

Under the National Gas Law, the Dawson Valley Pipeline (“DVP”) is a covered pipeline. The Service Providers of the DVP are:

- Westside Corporation Limited ACN 117 145 516 (operator)
- Westside CSG A Pty Ltd ACN 138 989 358 (25.5% ownership interest)
- Westside CSG D Pty Ltd ACN 140 474 362 (25.5% ownership interest)
- Mitsui E&P Australia Pty Ltd ACN 108 437 529 (49% ownership interest)

The Service Providers are each subject to the provisions of the National Gas Law and National Gas Rules, including obligations in relation to treatment of confidential information and approval of arrangements with associated companies. This Protocol sets out the policy adopted by the Service Providers to ensure compliance with those obligations.

Section 2: Confidentiality

2.1 Regulatory obligations

Rule 137 of the National Gas Rules imposes obligations on each of the Service Providers to keep certain information confidential, and to use that information only for the purpose for which it was given to the Service Providers. The legislative provisions are set out in Attachment 1.

Accordingly, the obligation in Rule 137 requires the Service Provider to not disclose:

- (a) information provided by a user or prospective user which that person has requested the Service Provider to keep confidential; and
- (b) any information regarding a person’s actual or prospective use of the DVP; and
- (c) any information regarding a person’s acquisition or consumption, or prospective acquisition or consumption, of natural gas.

Additionally, Rule 137 requires the Service Provider to only use such information for the purpose for which it was provided.

2.2 Protocol – access to “relevant confidential information”

Access to relevant confidential information is restricted to employees, consultants, contractors or agents of the Service Providers who need to know the information as part of their role (“**Authorised Persons**”). Typically, these are the Commercial Manager, WestSide Corporation, Operations Finance Officer, Westside Corporation and the Commercial Representative, Mitsui E&P Australia. Other members of the management team will have access to summarised information for normal management and Board reporting functions and restricted members of the Finance group will have access to billing and financial information.

The Company Secretary of WestSide Corporation will maintain a list of Authorised Persons.

All Authorised Persons will be required to be familiar with this Protocol. On an annual basis, each Authorised Person will be required to provide written confirmation that they are aware of and have complied with this Protocol.

2.3 Protocol – Use of “relevant confidential information”

All persons who are employees, consultants, contractors or agents of the Service Providers must comply with the requirements of the National Gas Rules in relation to the treatment of relevant confidential information which comes into their possession.

Unless the relevant confidential information is already in the public domain, relevant confidential information must be kept confidential. All relevant confidential information must be used for the purpose for which it was provided to the Service Providers.

2.4 Protocol – Disclosure of “relevant confidential information”

An Authorised Person will only disclose confidential information as permitted under Rule 137(3) set out above.

Where relevant confidential information needs to be made known to a person on an incidental basis (for example, in connection with a technical or operational enquiry), the recipient will be provided with a copy of this Protocol and required to confirm that they will comply with it.

2.5 Protocol – Security “relevant confidential information”

The Service Providers and every Authorised Person must take all reasonable steps to protect relevant confidential information against misuse, unauthorised access or disclosure.

Where appropriate, an individual confidentiality agreement will be signed with a person providing relevant confidential information, setting out specific limitations or uses of relevant confidential information provided by that person.

Section 3: Arrangements with associated companies

3.1 Regulatory obligations

Sections 147 and 148 of the National Gas Law contain prohibitions on Service Providers entering into certain sorts of contracts with “associates” of the Service Provider. The legislative provisions are set out in Attachment 2.

Generally, the obligations in Sections 147 and 148 require the Service Providers to obtain approval from the Australian Energy Regulator to new or varied arrangements they wish to make among themselves for the use of the DVP, where the arrangements:

- (a) have the purpose, or would have or be likely to have the effect, of substantially lessening competition in a market for natural gas services; or
- (b) are provided on terms different to the terms which would apply if the pipeline services were being provided to an unrelated entity.

Approval will also be required for arrangements with other companies in the WestSide Group or the Mitsui Group for pipeline services in the DVP having such an effect.

3.2 Protocol – approval of “associate contracts”

The Service Providers will submit to the Australian Energy Regulator for approval any new contracts, arrangements or understandings for the use of the DVP:

- (a) between the Service Providers
- (b) between the Service Providers and other companies in the WestSide Group or other companies in the Mitsui Group

where the contract, arrangement or understanding has an effect as described in section 2.1 above.

The Service Providers will also submit for approval:

- (a) any variation to existing arrangements between the Service Providers for the use of the DVP where that variation would have the effect as described in section 2.1 above., or
- (b) any arrangement with third parties for pipeline services which provides a benefit to associates of the Service Providers and is not at arm’s length.

4. Questions

Any questions concerning compliance with the regulatory requirements or this Protocol should be directed to the Company Secretary. Where necessary, the Company Secretary will obtain advice from an person with appropriate expertise.

Dated: 27 October 2011

Signed
Julie Beeby, CEO

ATTACHMENT 1: REGULATORY PROVISIONS IN RELATION TO CONFIDENTIAL INFORMATION

Rule 137 Maintenance of confidentiality

A scheme pipeline service provider must not:

- (a) disclose relevant confidential information; or*
- (b) use relevant confidential information for a purpose other than the purpose for which the information was given to the service provider.*

(2) A scheme pipeline service provider must take all practicable steps to protect relevant confidential information in the service provider's possession against improper disclosure or use.

(3) This rule does not, however, prevent:

- (a) disclosure or use of relevant confidential information with the consent of the person to whom the information relates; or*
- (b) disclosure or use of information that is in the public domain; or*
- (c) disclosure or use of relevant confidential information in order to comply with:
 - (i) the law of a participating jurisdiction; or*
 - (ii) an order of a court or tribunal of a participating jurisdiction;**
- or*
- (iii) a requirement imposed by or under the law; or*
- (iv) the listing rules of a recognised stock exchange.*

Rule 136 Definitions

Under Rule 136 "*relevant confidential information*" means:

(a) information given to a service provider in confidence by a user or prospective user or information about a user or prospective user that the user or prospective user has asked the service provider to keep confidential; or

(b) gas supply information.

Under Rule 136 "*gas supply information*" means information obtained by a service provider (but not from a public source) about a person's:

(a) use or prospective use of pipeline services; or

(b) acquisition or consumption, or prospective acquisition or consumption, of natural gas.

ATTACHMENT 2: REGULATORY PROVISIONS IN RELATION TO ASSOCIATE CONTRACTS

National Gas Law, Section 147—Service provider must not enter into or give effect to associate contracts that have anti-competitive effect

A covered pipeline service provider must not—

- (a) enter into an associate contract that has; or*
- (b) vary an associate contract so that contract, as varied, has; or*
- (c) give effect to a provision of an associate contract that has,*

the purpose, or would have or be likely to have the effect, of substantially lessening competition in a market for natural gas services unless—

- (d) that associate contract is an approved associate contract; or*
- (e) that provision is contained in an approved associate contract.*

National Gas Law, Section 148—Service provider must not enter into or give effect to associate contracts inconsistent with competitive parity rule

(1) A covered pipeline service provider must not—

- (a) enter into an associate contract that is; or*
- (b) vary an associate contract so that contract, as varied, is; or*
- (c) give effect to a provision of an associate contract that is,*

inconsistent with the competitive parity rule unless—

- (d) that associate contract is an approved associated contract; or*
- (e) that provision is contained in an approved associate contract.*

(2) For the purposes of subsection (1), and any Rules made for the purposes of that subsection, the competitive parity rule is the rule that a covered pipeline service provider must ensure that any pipeline services that the covered pipeline service provider provides to an associate of the covered pipeline service provider are provided to that associate as if that associate were a separate unrelated entity

National Gas Law, Section 2 – Definitions

approved associate contract means an associate contract approved by the AER under an associate contract decision;

associate contract means—

(a) a contract, arrangement or understanding between a service provider and an associate of the service provider in connection with the provision of an associate pipeline service; or

(b) a contract, arrangement or understanding between a service provider and any person in connection with the provision of an associate pipeline service—

(i) that provides a direct or indirect benefit to an associate; and

(ii) that is not at arm's length;

associate contract decision means a decision of the AER under the Rules that approves or does not approve an associate contract for the purposes of Chapter 4 Part 2 Division 5;

associate pipeline service means a pipeline service provided by means of a pipeline other than a pipeline to which a 15-year no coverage determination applies;

National Gas Rules, Rule 32 -- AER approval of associate contracts

(1) A service provider may apply to the AER for approval of:

(a) an associate contract or a proposed associate contract; or

(b) a proposed variation of an approved associate contract.

(2) The AER must, on application under subrule (1), approve a contract or the variation of a contract if the AER is satisfied that the contract or variation:

(a) does not have the purpose, and is unlikely to have the effect, of substantially lessening competition in a market for natural gas services; and

(b) is not inconsistent with the competitive parity rule.