

Department of Resources, Energy and Tourism

Deed of Agreement

Commonwealth of Australia, as represented by the
Department of Resources, Energy and Tourism
(Commonwealth)

AND

PTT Exploration and Production Public Company Limited
(PTTEP) on behalf of its Australian subsidiaries:

PTTEP Australia Pty Ltd (ABN 87 127 997 684)

PTTEP Australia Offshore Pty Ltd (ABN 96 127 997 719)

PTTEP Australia Perth Pty Ltd (ABN 74 134 686 525)

PTTEP Australia Timor Sea Pty Ltd (ABN 70 064 126 138)

PTTEP Australasia (Ashmore Cartier) Pty Ltd (ABN 27
004 210 164)

PTTEP Australia Browse Basin Pty Ltd (ABN 78 134 686
543)

PTTEP Australasia Pty Ltd (ABN 12 115 470 552)

PTTEP Australasia (Petroleum) Pty Ltd (ABN 95
088 553 075)

PTTEP Australasia (Operations) Pty Ltd (ABN 72
009 785 326)

Details

Date 22nd February 2011
 day month year

Parties

Name The Commonwealth of Australia as represented by the Department of Resources, Energy and Tourism

ABN 46 252 861 927

Short form name **Commonwealth**

Address details Tania Constable, Head of Division, Resources

GPO Box 1564

Canberra ACT 2601

Level 51 Allara Street

Canberra City ACT 2610

Name PTT Exploration and Production Public Company Limited

ABN n/a

Short form name **PTTEP**

Address details David John, Security, Safety, Health & Environment Adviser

PTT Exploration and Production Public Company Limited

Energy Complex Building A

6th Floor & 19th - 36th Floor

555/1 Vibhavadi Rangsit Road

Chatuchak, Chatuchak

Bangkok 10900 Thailand

Background

- A In August 2009, there was a blowout at the Montara wellhead platform in the Timor Sea, off the northern coast of Western Australia.
- B At the time of the blowout, PTTEP's Australian subsidiary, PTTEP Australasia (Ashmore Cartier) Pty Ltd (PTTEP AA) was the licence holder for the Montara oil field.
- C Following receipt of a report from the Montara Commission of Inquiry, PTTEP AA submitted the Montara Action Plan to the Minister for Resources and Energy (the Minister), which outlines a strategy for PTTEP AA to achieve industry standards for both good oilfield practice and good governance.
- D The Commonwealth contracted Noetic Solutions Pty Limited (Noetic) to conduct an independent review of the *Montara Action Plan*. Based on recommendations provided by

Noetic, PTTEP AA has since developed a more comprehensive *Montara Action Plan* that has been endorsed by Noetic.

- E By entering into this Deed, PTTEP has, on behalf of its Australian subsidiaries, agreed to implement the *Montara Action Plan* and to comply with a monitoring program that will be undertaken by the Commonwealth.
 - F This Deed cannot fetter the Minister's discretion under the Act.
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Agreed terms

1. Defined terms and interpretation

1.1 In this Deed, unless the contrary intention appears:

- (a) **Act** means the *Offshore Petroleum and Greenhouse Gas Storage Act 2006*, including any regulations or instruments made under the Act;
- (b) **Action Plan** means revision 16 of the *PTTEP AA Montara Action Plan* or any subsequent revision as agreed to by the Commonwealth in accordance with clause 2.2. Revision 16 of the *Montara Action Plan* is at Attachment A of this Deed;
- (c) **Additional Actions** means additional actions to be conducted by PTTEP that were identified by the independent review by Noetic Solutions Pty Ltd of the Montara Action Plan, as outlined in Attachment B;
- (d) **Commonwealth** means the Commonwealth of Australia, as represented by the Department of Resources, Energy and Tourism;
- (e) **Deed** means this deed of agreement, including any attachments, annexures or schedules;
- (f) **Licence** includes a petroleum exploration permit, petroleum retention lease and petroleum production licence or other licence granted pursuant to the Act.
- (g) **Minister** means the Commonwealth Minister for Resources and Energy;
- (h) **Monitoring Program** means the monitoring program at Attachment C to this Deed;
- (i) **PTTEP** means PTT Exploration and Production Public Company Limited and its Australian subsidiaries (an outline of the corporate group is contained in Attachment D); and
- (j) **PTTEP AA** means PTTEP Australasia (Ashmore Cartier) Pty Ltd.

2. Action Plan and Additional Actions

2.1 PTTEP must, to the Commonwealth's satisfaction, implement and ensure that PTTEP AA, and all Australian subsidiaries of PTTEP, implement across the entire PTTEP corporate group (excluding subsidiaries of PTTEP doing business outside Australia):

- (a) the Action Plan, in accordance with Attachment A to this Deed; and
- (b) the Additional Actions in accordance with the Attachment B to this Deed,

or where the Action Plan has been superseded or the Additional Actions are incorporated in a revised Action Plan, the revised Action Plan.

- 2.2 Any revision to the Action Plan which involves the amendment of action items or removal of action items requires the written approval of the Commonwealth. The Commonwealth may, in its absolute discretion, approve or not approve any such revision.

3. Monitoring Activities

- 3.1 The Monitoring Program will commence on the date of commencement of this Deed.
- 3.2 PTTEP and all of PTTEP's subsidiaries, to the extent that they are holders of a Licence under the Act, must, to the Commonwealth's satisfaction provide full cooperation with monitoring activities conducted by the Commonwealth, or a delegate of the Commonwealth, in accordance with the Monitoring Program, including any investigations conducted by, or on behalf of, the Commonwealth relating to the compliance with this Deed by PTTEP.
- 3.3 PTTEP acknowledges that the Commonwealth may take steps incidental to the monitoring powers in the Act, which may include powers to:
- (a) enter and search facilities, premises or vessels;
 - (b) inspect and make copies of documents;
 - (c) take measurements and conduct tests;
 - (d) take photographs, make video recordings, and make sketches;
 - (e) inspect the seabed and subsoil in the vicinity of a facility;
 - (f) operate and secure electronic equipment to access data;
 - (g) copy and take data; and
 - (h) take equipment, disks, tapes or devices.

4. Reports

- 4.1 PTTEP must, in accordance with the Monitoring Program:
- (a) provide written monthly reports to the Commonwealth; and
 - (b) undertake quarterly face to face briefings with the Commonwealth.
- 4.2 PTTEP must, upon request, provide ad hoc reports to the Commonwealth in relation to the implementation of the Action Plan in accordance with the Commonwealth's requirements.

5. Term of Deed

- 5.1 This Deed will commence on 22nd February 2011 and will end on 21st October 2012 unless terminated earlier in accordance with clause 14.

6. Deed to be made public

- 6.1 PTTEP agrees that the Commonwealth may, in its sole discretion, make this Deed publicly available at any time.

7. Publicity

- 7.1 PTTEP must not make any public announcements in connection with this Deed without the Commonwealth's approval, except to the extent required by law or the rules of the Stock Exchange of Thailand, in which case PTTEP must provide prior written notice to the Commonwealth and to the extent that it is possible to do so, take into account any comments

provided by the Commonwealth before making a public announcement to the Stock Exchange of Thailand. This clause does not extend to public announcements about the attachments of this Deed.

8. Assignment and Novation

8.1 A party may not assign or novate its rights and obligations under this Deed.

9. Variation

9.1 No Deed or understanding varying or extending this Deed is legally binding upon either party unless the Deed or understanding is in writing and signed by both parties.

10. Waiver

10.1 Waiver of any provision of, or right under, this Deed:

- (a) must be in writing signed by the party entitled to the benefit of that provision or right; and
- (b) is effective only to the extent set out in any written waiver.

11. Minister's discretion is not fettered

11.1 For the avoidance of doubt, compliance with this Deed does not limit the Minister's discretion under section 275 of the Act or under any other section of the Act.

12. Indemnity

12.1 PTTEP will at all times indemnify, hold harmless and defend the Commonwealth, its officers and employees from and against any loss or liability, including:

- (a) loss of, or damage to, property of the Commonwealth;
- (b) claims by any person in respect of personal injury or death;
- (c) claims by any person in respect of loss of, or damage to, any property; and
- (d) costs and expenses including the costs of defending or settling any claim referred to in this clause 12,

arising out of or as a consequence of any breach of this Deed by PTTEP, but only to the extent to which PTTEP or its personnel or subcontractor are liable in negligence in respect of any such loss, damage, costs or expenses.

- 12.2 PTTEP's liability to indemnify those indemnified will be reduced proportionally to the extent that any negligent act or omission of those indemnified contributed to the loss, damage, costs or expenses.

13. Dispute Resolution

- 13.1 In the event that a dispute arises under this Deed, each party must, in the first instance, use its reasonable efforts to resolve the dispute by direct negotiation before commencing any court proceedings or other dispute resolution proceedings. Negotiations should be conducted by the Secretary of the Department of Resources, Energy and Tourism and the Chief Executive Officer of PTTEP, or where agreed to by the parties, their nominees.

14. Termination

- 14.1 Without limiting any other rights or remedies the Commonwealth may have against PTTEP, the Commonwealth may, at any time, by notice, terminate this Deed.
- 14.2 Without limiting the generality of clause 14.1 of this Deed, the Commonwealth may exercise its right to terminate this Deed if:
- (a) PTTEP breaches any provision of this Deed; or
 - (b) the Commonwealth is satisfied that any statement made by PTTEP in connection with the Action Plan, Additional Actions, Monitoring Plan or this Deed is materially incorrect, materially incomplete, false or misleading in any way.

15. Governing law and jurisdiction

- 15.1 This Deed is governed by the law of the Australian Capital Territory and each party irrevocably submits to the non-exclusive jurisdiction of the courts of the Australian Capital Territory.

Signing page

EXECUTED as a deed.

Signed for and on behalf of the
**Commonwealth of Australia as
represented by the Department of
Resources, Energy and Tourism** by its
duly organised delegate:



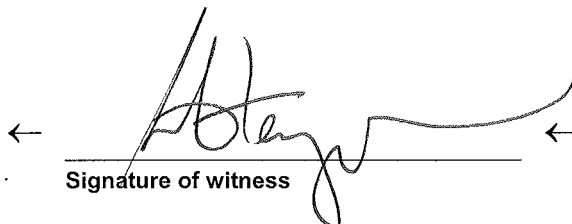
Signature of delegate 23/2/11

DREW CLARKE

Name of delegate (print)

SECRETARY OF THE DEPARTMENT OF
RESOURCES, ENERGY AND TOURISM

Position of delegate (print)



Signature of witness

MARTIN FERGUSON

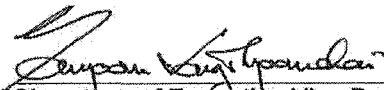
Name of witness (print)

MINISTER FOR RESOURCES AND
ENERGY

Position of witness (print)

Executed by PTT Exploration and
Production Public Company Limited by
its authorised representatives, on behalf
of its subsidiaries:

PTTEP Australia Pty Ltd (ABN 87 127
997 684)
PTTEP Australia Offshore Pty Ltd (ABN
96 127 997 719)
PTTEP Australia Perth Pty Ltd (ABN 74
134 686 525)
PTTEP Australia Timor Sea Pty Ltd
(ABN 70 064 126 138)
PTTEP Australasia (Ashmore Cartier)
Pty Ltd (ABN 27 004 210 164)
PTTEP Australia Browse Basin Pty Ltd
(ABN 78 134 686 543)
PTTEP Australasia Pty Ltd (ABN 12 115
470 552)
PTTEP Australasia (Petroleum) Pty Ltd
(ABN 95 088 553 075)
PTTEP Australasia (Operations) Pty
Ltd (ABN 72 009 785 326)



Signature of Executive Vice President
International Assets of PTT Exploration
and Production Public Company Limited

SOMPORN VONGVUTHIPORNCHAI

Name of Executive Vice President
International Assets of PTT Exploration
and Production Public Company Limited
(print)

←



←

Signature of President and Chief
Executive Officer of PTT Exploration and
Production Public Company Limited

ANON SIRISAENGTAKSIN

Name of President and Chief Executive
Officer of PTT Exploration and
Production Public Company Limited
(print)

ATTACHMENT A

PTTEP AA Montara Action Plan

PTTEP AA Montara Action Plan (Rev 16) (2 December 2010)

Provided to the Department post completion of the Report of the Independent Review of the PTTEP Australasia Montara Action Plan undertaken by Noetic Solutions Pty Ltd.

#	Action Description	Responsible	Accountable	Review By	Original Target	Current Target	MoC Assessment	Status	Comment
	Clarify Well Barrier Integrity								
1	Review and confirm status of existing well barriers	AA Drilling, AGR	AA COO	BKK Drilling	30/6/10	Complete	Safety Case risk assessment	Program finalised and regulatory approvals obtained. Completed 27/7/10.	This campaign was safely and successfully carried out offshore ending on 26/7/10. The status of all wells was determined. Pressure was detected below the PCCC on 4 out of 5 wells. Contingency caps were fitted to these. See Montara Well Verification Report, 3.8.10
2	Prepare well barrier integrity test procedures / plan.	AA Drilling, AGR	AA COO	BKK Drilling	30/6/10	Complete	Safety Case risk assessment	Program prepared and reviewed by EDL. Completed.	
3	Prepare contingency plans should integrity tests prove inconclusive or negative.	AA Drilling, AGR	AA COO	BKK Drilling	30/6/10	Complete	Safety Case risk assessment	Program prepared and reviewed by EDL. Completed.	
4	Execute well barrier integrity tests offshore.	AA Drilling	AA COO	BKK Drilling oversight	30/6/10	Complete	Safety Case risk assessment	Completed 26/7/10.	
5	Carry out any remedial work required as per contingency plan	AA Drilling	AA COO	BKK Drilling oversight	30/6/10	Complete	Safety Case risk assessment	Works carried out as part of 1.4 above. Completed.	
	AA Drilling Management System (see Appendix 1)								
6	Complete an independent review of the WCMF and WCS	AGR	AA COO	AA Drilling, BKK Drilling	30/6/10	Complete	Part of review is to ensure no risks increased / introduced.	Completed by AGR. See report Montara H1 ST1 Well Release Incident - Report on actions to prevent recurrence, rev 1, 16/2/10. This contained 75 recommendations that became Appendix 1 of the Montara Action Plan.	

7	Draft DMS documents	AGR	AA COO		30/6/10	Complete	No	Documents were initially drafted by AGR. Following review by EDL and SBC it was decided that further amendments were required to produce the following documents: Drilling Management System, Well Delivery Process, Well Design Guideline, Well Control Manual, Drilling Operations Manual. This work is by SBC as part of the Drilling Management System project. 23/11/10 - all drafts issued for review.	
8	Compare DMS with PTTEP Corporate requirements and Good Oilfield Practice.	BKK Drilling	AA COO		31/7/10	Complete	No	Completed 12/11/10 in Phase 1 DMS by SBC.	References: PTTEP Drilling Management System, PTTEP-DMS-001 Rev C. Well Operations Manual, PTTEP-WOM-002 Rev C
9	Develop stand alone Well Operations Management Plans.	AA Drilling	AA COO		As required	As required	No	Part of DMS deliverables by SBC. Ongoing.	Clarify with regulator preferred format
10	Develop PTTEP AA specific Blowout Contingency Plan	AA Drilling	AA COO	AA Drilling, BKK Drilling	1/4/11	1/4/11	No	Partly in DMS deliverables by SBC.	Ensure in line with EDL BCP being prepared by Boots + Coats.
11	Hold teambuilding sessions for drilling department, contractors and sub-contractors	AA Drilling	AA COO		1/4/11	1/4/11	No	Partly covered in DMS by SBC. Drill the Well on Paper session with rig crews + 3rd party contractors.	
12	Insert requirement in Contracts that Contractor reports on work done must be sent to PTTEP AA Drilling on / offshore.	AA Drilling	AA COO		1/4/11	1/4/11	No	Documented in DOM as one of the key responsibilities of Drilling Supervisor and Superintendent.	Next drilling campaign planned for April 2011.
13	Review contracts to make sure there is a requirement for 3rd party personnel to complete training as per their Training Matrices which should be similar to PTTEP AA CMS and DMS.	AA Drilling, Legal	AA COO		1/4/11	1/4/11	No	Drilling Management System Phase 1 and 2 with Schlumberger Business Consulting. Also Vendor Management under Management System by SBC. Section 8.7 of Drilling Contract.	Next drilling campaign planned for April 2011.
	SSHE Improvements ¹								
14	Establish PTTEP AA Corporate SSHE committee	AA SSHE	AA CEO		31/12/10	31/12/10	No	5/11/10 Charter drafted.	
15	Regular SSHE information sharing	AA SSHE	AA CEO		31/12/10	31/12/10	No	To be done.	

¹ note combined with relevant SSHE elements identified in the Supplementary Plan supporting REV 14 of the Montara Action Plan

	meeting								
16	Define and implement SSHE Leadership Program	AA SSHE	AA CEO	CSH	1/4/11	1/4/11	No	Led by AA with SBC building training into management interfaces. SBC MS Project.	APPEA Stand Up For Safety; UK HSE Leadership for Major Hazard Industries
17	Define audit and monitoring philosophy	AA SSHE	AA COO		31/12/10	31/12/10	No	MS deliverable by SBC.	SBC MS project has 3 main elements: a) business maps and operating model, b) leading indicators, c) employee satisfaction + SSHE surveys. See SBC proposal.
18	Establish audit plan and monitoring program.	AA SSHE	AA COO		1/4/11	1/4/11	No	MS deliverable by SBC.	Annual audit plan exists; monitoring to be developed. Drilling first.
19	Ensure workforce involvement in DMS development, Safety Cases etc	AA Drilling	AA COO		1/4/11	1/4/11	No	To be done.	
20	Re-start BKK - Perth SSHE MS integration	AA SSHE	CSH, AA COO	CSH	31/7/11	31/7/11	No	Project Plan issued 2/12/10. DD + DJ met 1/12/10 to discuss.	
21	Undertake Safety Climate Survey	AA SSHE	AA COO	CSH	31/12/11	31/12/11	No	Part of DMS deliverables by SBC. Survey drafted. Start on 3/12/10.	
22	Extend BBS training to PTTEP AA	CSH/O	COO		31/12/11	31/12/11	No	Base on existing BBS course by CSH/O.	
23	Update AA investigation protocols to require PTTEP Corporate or independent expert to investigate any well control incidents.	AA HSE	AA COO		30/6/10	Complete	No	Done, confirmed by DD 1/12/10.	
24	Implement MAE's prevention program for drilling.	AA Drilling	AA COO	CSH/I	1/4/11	1/4/11	No	Link in with 3rd party MAE program findings/KPI's to establish Line of Sight with SSHE. PA, DD and DJ discussed 29/11/10.	Identify MAE's; identify barriers; assign TA's; develop monitoring program; ensure senior management "line of sight"
25	Implement MAE prevention program for other disciplines	AA SSHE + others	AA COO	CSH/I	31/12/11	31/12/11	No	Link in with 3rd party MAE program findings/KPI's to establish Line of Sight with SSHE. SBC MS project.	Identify MAE's; identify barriers; assign TA's; develop monitoring program; ensure senior management "line of sight"
26	Ensure that realities of drilling activities are accounted for in Major Accident Event identification and QRA in Safety Cases.	AA Drilling, AA HSE	AA COO		1/3/11	1/3/11	No	To be done. As part of hazards identification studies for Safety Case submission.	Ensure personnel familiar with MAE barriers e.g. bow ties.
	Regulatory / Industry Liaison								

27	Lobby industry to approach NOPSA to develop a policy which requires collaborative engagement + consultation during emergency.	AA CEO + COO	AA COO		31/12/10	31/12/11	No	APPEA Drilling & Completions steering committee established. Emergency Response and Oil Spill Sub Committees established.	Ongoing.
28	Participate in industry response (particularly lessons learned from Montara / Macondo). Take account of learnings in drilling, emergency response, spill response.	BKK Drilling, AGR	AA COO		31/12/10	31/12/11	No	PTTEP AA personnel participating in APPEA initiatives. PTTEP BKK personnel will participate in OGP Oil Industry Response Group.	Should also refer to need to improve Well Control Certification training courses.
29	Engage Regulators regularly, above legal requirements.	AA COO	AA CEO		1/4/11	1/4/11	No	In progress. Meet WA and NT re WOMP's w/c 6/12/10.	
30	Engage with training providers to broaden well control course scope.	AA COO	AA COO		31/12/10	31/12/10	No	To be done.	Will be part of APPEA process see 5.1
Organisation and Personnel									
31	Demobilise, or temporarily assign for knowledge continuity, contracted Drilling personnel from Perth office.	AA COO	AA COO		30/6/10	Complete	No	Completed 30/6/10. Last contractor demobilised.	
32	Undertake a review of AA drilling organisation, taking in to account 2011 work plans.	AA Drilling	AA COO	EDL, COO	31/9/10	Complete	No	Typical organisations in other operators reviewed. Discussed and agreed. 2 Managers under Well Construction Manager. Complete.	
33	Develop a Recruitment Tool	AA Drilling, AA COO	AA COO	EDL, COO	31/10/10	Complete	No	2/11/10. Work done by SBC (Competency Management System Phase 1). Complete.	
34	Recruit AA Drilling personnel.	AA Drilling	AA COO		31/12/10	31/12/10	No	2010 recruitment completed. More in 2011.	
35	Confirm adequate management and supervisory levels for 2011 drilling program	AA Drilling	AA COO		31/12/10	Complete	No	Typical organisations in other operators reviewed. Discussed and agreed. 2 Managers under Well Construction Manager. Complete 1/12/10.	
36	Review complete organisation of PTTEP AA. Make recommendations and implement changes required including personnel.	AA CEO, AA COO	INA	HOP	1/5/11	1/5/11	No	High level organisation review and recommendations in MS deliverables by SBC.	Operating Model meeting 7/10/10.
37	Review SSHE organisation in PTTEP AA (report to CEO)	AA SSHE, AA CEO	AA COO	CSH	31/12/10	31/12/10	No	In progress. See CSH memo PTTEP130/M231/2010.	Note: recruitment of SSHE Drilling Advisor in progress. Start expected Jan 2011.

Training and Competence									
38	Review technical and SSHE competency matrices for drilling personnel.	HRS, CSH, BKK Drilling, PTTEP AA	AA COO		1/4/11	1/4/11	No	Part of CMS deliverables by SBC. Self assessments started end Nov 2010. SSHE Drilling JCP in development. AA Competency Coordinator appointed.	References: Corporate SSHE Standard Training and Competence; Corporate Competency Management System.
39	Extend review of technical and SSHE competency matrices for relevant disciplines and management.	HRS, CSH, PTTEP AA	AA COO		1/11/11	31/12/11	No	To be done.	
40	Undertake competency assessments, with relevant disciplines from PTTEP HQ.	PTTEP AA Line Management	AA COO		1/4/11	1/4/11	No	Part of CMS deliverables by SBC in TCL implementation. Self assessments started end Nov 2010.	Any Gaps identified to be input to 7.4.
41	Review and improve technical and SSHE training matrices for Drilling.	HRS, CSH, BKK Drilling, PTTEP AA	AA COO		1/4/11	1/4/11	No	Part of CMS deliverables by SBC, development module.	
42	Review and improve technical and SSHE training matrices for other disciplines	HRS, CSH, PTTEP AA	AA COO		1/11/11	31/12/11	No	To be done.	
43	Identify and provide training courses required.	HRS, CSH, BKK Drilling, PTTEP AA	AA COO		1/4/11	1/4/11	No	To be done.	The 2 1/2 day Safety Induction developed for Montara Project can be used for training Drilling personnel, with some adjustments.
Environmental									
44	Revise Oil Spill Contingency Plan	AA SSHE	AA COO		31/8/10	31/12/10	No	Incorporate learnings from Inquiry, discuss with AMSA	Review of emergency / crisis response in PTTEP AA 22-23/7/10 will identify issues. Input from Dr Wardrop received. Internal workshop 9th August
45	Assess Oil Spill Equipment / Chemical availability	AA SSHE	AA COO		31/8/10	31/12/10	No	With AMOSC and APPEA. Drilling support package being developed - booms, absorbent booms, dispersant + PPE.	Will be part of APPEA process see 5.1

46	Develop sampling packs at operational locations	AA SSHE	AA COO		31/8/10	31/12/10	No	In progress.	
47	Identify training gaps re Oil Spill Contingency Plan	AA SSHE	AA COO		31/8/10	31/12/10	No	In progress. Oil Spill Plan to be finalised first.	
48	Review existing base line data available for locations associated with our operations	AA SSHE	AA COO		31/8/10	31/12/10	No	In progress.	
49	Develop list of possible studies required post spill, suitable providers	AA SSHE	AA COO		31/8/10	Complete	No	Complete 1/12/10. List developed post-Montara will be used for future reference. Work by APPEA ongoing re Browse Basin initiative.	Would need Government approval re study scope in the event of a spill in any case.
Governance / Oversight / Lessons Learned									
50	Ensure appropriate level of Corporate oversight of PTTEP AA Drilling activities.	EDL, AA Drilling	AA COO		31/10/11	Complete	No	Drilling relations Perth - BKK discussed 4/8/10 and agreed. Complete.	To be cross referenced in DMS documents.
51	Review role of PTTEP AA Board of Directors	Board Chairman	CEO		31/12/10	31/12/10	No	In progress. Advisory Board recommended.	Action from Growth Enablers Workshop 7/10/10. New Chairman announced.
52	Develop overarching plan covering PTTEP AA initiatives	CK, DK	INA	Steering Cttee	31/10/10	31/10/10	No	Strategy and Execution Plan drafted. Link to SBC DMS workstream.	
53	Develop Montara Action Plan narrative.	DJ	Steering Cttee	Steering Cttee	31/10/10	Complete	No	Complete. Issued 1/12/10.	
54	Ensure appropriate level of Corporate oversight of PTTEP AA activities generally by defining governance relationship between Perth - Bangkok.	AA CEO	INA		31/5/11	31/5/11	No	Growth Enablers Workshop 7/10/10. SSHE MS Integration already started. Drafted Working Relations document can be used as a reference. Part of SBC MS project.	
55	Develop and conduct plan of Corporate technical and SSHE MS audits.	CSH	INA		1/4/11	1/4/11	No	Audits planned pre-drilling and during drilling. Top Management Visit planned during drilling. To be executed. Need to plan further SSHE MS, CMS, DMS and MS audits in Annual Plans.	Reference: Corporate SSHE Standard Audit and Review; Operations and Project Technical Review documents.
56	Develop and implement lessons learned from Montara at Corporate level.	CSH, EDL, INA	CEO		31/12/10	31/12/11	Review	Corporate Lessons Learned file drafted and under discussion with relevant departments.	
57	Extend scope of Drilling Peer Reviews	HOP	HRS		31/12/10	Complete	No	Has been extended via PREP process (Project Risk Management, PREP-GM-07).	Action from Growth Enablers Workshop 7/10/10. Drilling Peer Review held in BKK 5-6/10/10. PREP Phase 3A Peer Review and

										Hazid, Bangkok, 22-25/11/10.
	Implementation									
58	Establish a senior management committee to oversee implementation of this plan. Members from PTTEP AA and PTTEP HQ.	INA + AA CEO	CEO		30/6/10	Complete	No	Committee established. Regular meetings taking place.		Scope of Committee was increased 17/11/10 to cover Strategy and Execution Plan work.
59	Appoint an Implementation Manager to ensure this plan is followed-up in agreed timeframes and actions are sustainable.	INA + AA CEO	CEO		30/6/10	Complete	No	Done 28/5/10. DJ appointed.		

Shaded Cell = Action Closed.

Critical, before drilling start up

		Change
Number of Actions	59	0
Completed	19	+ 4
In progress	33	- 4
To be done	7	0
Behind Target	0	- 7

1 completed, 6 revised target date

#	Action	Status	Further Action	Comment	WCMS Location		Covered by	Additional cover required
					Activity	Task		
A	Revise drilling documents: Content, formatting and alignment with Corporate DMS							
1	Review Well Construction Standards and development drilling programs to assess opportunities for technical improvement.	Done	Follow up actions identified.	Done by AGR. List of 75 actions (this list).	n/a		DMS	
4	Align PTTEP AA drilling documents with PTTEP Corporate Drilling Management System		Before drilling	EDL review	n/a		DMS	
72	Review formatting of documents associated with the Management System		Before drilling		4.1.2	8	DMS	
51	Review updated WCMS documents by third party or PTTEP Corporate.		Before drilling		TS 5, Barrier		DMS/DP3	
50	Requirement for 2 proven well barriers to be included.	WES 5.3	During drilling				WES	
5	Additional information on well barrier policy and implementation when MODU is not in place.	WES 5.3	Before drilling		TS, 5, Barrier		WES	
58	Clearly identify requirements with respect to cementing well and if appropriate for the design and use of lead / tail cement.	WES 10.4	Before drilling				WES	
74	Develop Cementing Manual covering cementing process, what can go wrong + what to do.	WES 10.5	Before drilling				WES/DOM	
66	Document the need for a repeat pressure test if the plugs do not bump or de-bump.	Why? Suggest we drop	During drilling				WES/DOM	Does not make sense: Casing cement should always be pressure tested regardless of plug bump or de-bump - suggest we drop
67	Address a failure of floats during the course of cementing.	WES 10.5	During drilling				WES/DOM	
69	Drilling and suspension of wells at a platform prior to topsides installation.	WES 5.3.4	During drilling				WES/DOM	

55	Any change in well control barriers is fully risk assessed and is submitted with MoC documents to the Regulator with the application to change approval.	WES 5.3.4	During drilling	Use 2 1/2 day SSHE Induction for Montara Project.			WES/DOM/WCM
71	Develop WOMP's so that they are stand alone documents and there is no need to refer to any other document when reading it and that they include manufacturer's instructions		Before drilling		TS, 5, Barrier		DP3
57	Develop Drilling Program based on manufacturer's instructions for installation of any parts such that detailed use is described and there is no need to refer to manufacturers instructions later.		Before drilling		4.1.4	1	DP3
2	Refer to need for peer reviews of final well design.		Before drilling		4.1.2	3	DP3
3	Refer to Drill the Well on Paper session to be held to inform service providers.		Before drilling		4.1.2	6	DP3
52	Schedule periodic project management audits		N/A	This action applied when Drilling reported to Projects.			DP3
34	Ensure manufacturer's instructions are received and available on site.		During drilling	DSDG submitted for review & acceptance - propose that section 10 covers			DOM
35	As built diagrams containing serial numbers of all components are provided on job completion.		During drilling	DSDG submitted for review & acceptance - propose that section 10 covers			DOM
32	Develop an Operating Discipline Standard for supervisors.		Before drilling				DOM
73	Develop a new desk guide for Drilling Supervisors.		Before drilling				DOM
14	Require that daily work instructions issued by Driller are Signed Off by Senior Toolpusher or OIM.		During drilling	Use 2 1/2 day SSHE Induction for Montara Project.	4.1.4	3	DOM
15	Drilling Supervisors sign off any Operational Management of Change requests.		During drilling	Use 2 1/2 day SSHE Induction for Montara Project.	4.1.4	3	DOM
16	Daily conference call is held attended by core operations team on rig, in Darwin and Perth.		During drilling	Use 2 1/2 day SSHE Induction for Montara Project.	4.1.4	4	DOM

24	Handover notes to be sent to Drilling Superintendent as well as oncoming Drilling Supervisor the night before shift changeover. 1 hour long call to take place day before change over and short face-to-face meeting on rig.		During drilling		4.1.4	3	DOM
37	Ensure Drilling Superintendent and Drilling Engineer cross check that the work being reported as having been done in the DDR and IADC is what is said was done and any changes are properly assessed by Management of Change process.		During drilling	Use 2 1/2 day SSHE Induction for Montara Project.			DOM
38	Include hold points in Drilling Program where work must cease until it has been signed off by the Drilling Supt and OIM that it has been completed.		During drilling	DSDG submitted for review & acceptance - 15.8.2 covers			DOM
62	Day to Day Instructions to Drillers are copied to the Drilling Supt, Drilling Manager + Drilling Eng.		During drilling	DSDG submitted for review & acceptance - 15.1 covers / WCMS Changes	4.1.4	6	DOM
56	Hold pre-spud meeting for each swing shift to explain well design + reasoning.		Before / during drilling		4.1.8	1/2/3	DOM
59	Drilling to undertake handovers using Operations methodology.		During drilling	Use 2 1/2 day SSHE Induction for Montara Project.			DOM
60	Documented records are kept of teleconferences between onshore / offshore.		During drilling	Use 2 1/2 day SSHE Induction for Montara Project.			DOM
6	Drilling Supervisors to review JSA's and be aware of content.		During drilling	Use 2 1/2 day SSHE Induction for Montara Project.	4.1.4	3	DOM
33	Set clear expectations regarding importance + effectiveness of supervision / oversight at rig site.		Before drilling	DSDG submitted for review & acceptance - propose that section 10 covers			DOM
75	Include reference to investigating emergency resources (rigs etc) in the region prior to starting drilling		Before drilling				DOM
61	Barrier certifications are provided to Drilling Superintendent and Drilling Engineer for review.		During drilling	DSDG submitted for review & acceptance - 10.9 covers / WCMS Changes	4.1.4	4	DOM/WCM
48	A materials list for all significant well control steps is available.		During drilling				WCM

68	Identify the relevance of other documents to well control e.g. contractors operations manual.		Before drilling	Include in template Drilling Programme / AGR / included in 1.3.1. Cementing Operations Guidelines created and submitted for review			WCM
70	Well control during batched tieback of casing strings on different wells.		During drilling			TS. 5, Barrier	WCM
B	Revise training & development requirement for drilling staff						
26	Drilling Supervisors to be trained in PTTEP AA HSE, hazard identification, well control.		Before drilling	DSDG submitted for review & acceptance - 19.3, 9.4 & 9.5 covers			CMS Phase II
21	Include Frontline Safety Leadership for training for Drilling Supervisors.		Before drilling	Use 2 1/2 day SSHE Induction for Montara Project.			CMS Phase II
44	Need to comply with JSA and MoC is included at inductions and on Drilling Supervisors course.		Before drilling	DSDG submitted for review & acceptance - 9.5 covers	4.1.4	4	CMS Phase II
22	Ensure Materials and Logistics Supervisors have been trained and understand work processes.		Before drilling				CMS Phase II
30	Develop more detailed training matrix that identifies courses or experience requirements to each well of well construction personnel.		Before drilling				CMS Phase II
64	All staff technical drilling personnel are required to undertake 20 hours of continuing professional development per year.		Before / during drilling		4.1.7	1/2/3	CMS Phase II
31	Develop minimum training matrices for major contractors eg Rig Operators, Cementers.		Before drilling				CMS Phase II
23	Induct Drilling Supervisors into WCMs before operations start.		Before drilling	Use 2 1/2 day SSHE Induction for Montara Project.	4.1.4	2	DMS Phase II
C	Revise job requirement and staff selection criteria for drilling positions (including contractors)						
9	Include authorities, responsibilities and accountabilities for each drilling job.		Before drilling				CMS Phase I - JDs/JRs
20	Documenting of reasons for selecting Drilling Supervisors and benchmark skills against responsibilities and ensure further reference for each		Before drilling	Include in Process/Framework as an action for the Well Construction Manager.			CMS Phase I- Recruiting

	person employed is sourced.						
43	Requirement to comply with Drilling Program is included in Drilling Supervisors Job Description.		Before drilling	DSDG submitted for review & acceptance - 10.8 covers / WCMS Changes			DOM JD/JRs
40	Competency Matrix is developed for Drilling Manager, Drilling Superintendent, Drilling Engineer and Drilling Supervisors. Reference: Corporate Competency Management System (HRS), Corporate SSHE Standard Training and Competence.		Before drilling				CMS Phase I - JCP Addendum CMS Phase II
41	Persons employed for above roles are engaged in accordance with Competency Matrix.		Before drilling				CMS Phase I - JCP Addendum / Recruiting CMS Phase II
42	Infield verification of competency prior to undertaking role unsupervised the first time. This may be waived if person has worked for PTTEP AA before and Drilling Manager and COO agree. PTTEP Corporate to assist with performing competency assessment		During drilling				CMS CMS Phase II
65	Contractors required to ensure management personnel have undergone a program similar to PTTEP and are required to work to work to PTTEP discipline operating standard.		Before drilling				CMS Phase II
29	Review drilling training matrix to cover third party and rig equipment. Review and update annually. Reference: Corporate SSHE Standard Training and Competence.		Before drilling	DSDG submitted for review & acceptance - 10.4 & 14.3 covers			CMS Phase I - JCP Addendum CMS Phase II
D	Implement audit of drilling activities to ensure compliance to DMS, CMS processes for staff and contractors						
19	Periodic audits held of Rig Contractors JHA process.		During drilling	WCMS Changes made, pending PTTEP acceptance To be included in the DSDG submitted for review & acceptance - 9.7 & 14.9.3 covers	4.1.4	3	Included in Audit Program, # 35 in Main Plan SSHE
45	Audit program to include checks that JSA and MoC procedures are being complied with.		During drilling	DSDG submitted for review & acceptance - 15.9.3 covers / WCMS Changes			Included in Audit Program, # 35 in Main Plan SSHE

63	Detailed minutes of any hazard are kept.		Before / during drilling	DSDC submitted for review & acceptance - 10.3 covers / WCMS Changes	4.1.4	3	Is this in PTTEPAA risk assessment Standards?	SSHE
47	Audits to be conducted for JSA's for all critical tasks and SimOps		During drilling	DSDC submitted for review & acceptance- 10.6 covers			DOM	SSHE
39	Regular technical drilling audits occur during drilling campaign.		During drilling	DSDC submitted for review & acceptance- 10.8 covers / WCMS Changes made	4.1.2	5	DP3	Drilling
8	Undertake compliance (PTTEP AA HSE) and technical integrity reviews (by PTTEP Corporate).		During drilling		4.1.2	3	Included in Audit Program # 35 in Main Plan	SSHE
17	Third party audits undertaken of safety critical components of Well Construction management System such as Management of Change.		During drilling		n/a		DMS/DP3	SSHE/ DMS Phase II
E	Other items							
7	Ensure Rig Contractor applies and monitors JSA performance.		During drilling		4.1.4	2	DOM	Contracting
10	Include current logistics and materials management processes.		Before drilling					SSHE
11	Review if attendance of third party contractors at HAZIDS is compulsory.		Before drilling	Amend PTTEP Safety Critical Service provider contracts (Rig, Boats, Helicopters, Testing)			DP3	SSHE
12	Ensure Safety Case submission standards do not drop		Before drilling	Ensure that PTTEPAA continue to involve themselves with the Rig Contractors SDR preparation process. Should reserve the make changes in the event that sub-standard work is proposed by the drilling contractor. Perhaps a suggestion to APPEX / NOPSAs would be development of 'Best Practice' guidelines for all who submit these documents to follow. These may be floating around already however I have never seen them.			Suggest review by CSH	SSHE

13	Review rig operators SMS to ensure effective JSA is in place + covers 3rd party work on rig.	Before drilling		4.1.4	2	Included in Audit Program, # 35 in Main Plan	Contracting
18	Implementation of MODU facility Safety Case revision requirements interfaces with PTTEP AA Drilling Program and WOMIP	Before drilling				DP3	SSHE
25	Ensure Rig Contractors have effective tracking system for Safety Observation Programs.	During drilling	DSDG submitted for review & acceptance - 10.3 covers			Included in Audit Program, # 35 in Main Plan	SSHE / Contracting
27	As part of Management of Change process ensure each hazard is identified and Drilling Superintendent and Offshore each have opportunity to sign off on final risk assessment and mitigations, and that this is checked during audits. Reference: Corporate SSHE Standard Management of Change.	During drilling		4.1.8		DP3/DOM	
28	Ensure ongoing risk management is done and this is audited.	During drilling		4.1.7	2	DP3	SSHE
36	Review communications processes and suggest improvements.	Before drilling	DSDG submitted for review & acceptance - propose that section 19.10 covers				Communication
46	Include in JSA training examples of what constitutes safe work. Good Oilfield Practice.	Before drilling	Use 2 1/2 day SSHE Induction for Montara Project				SSHE
49	Production logistics system will apply to drilling.	During drilling		4.1.5	3/4		Logistics
53	PTTEP Corporate to review roles, responsibilities and accountabilities for PTTEP AA CEO, HSE Drilling Team and Project Team.	Before drilling	Project Team relevance now that Drilling is no longer in Projects?				Management 3
54	Update Job Descriptions based on above review.	Before drilling				CMS	JD/IRs

- Risk, JSA
- Training + Competence
- Audit
- Comms / Supervision
- Drilling Documents

ATTACHMENT B

Additional Actions from Independent Review by Noetic

Detail	Action	Timeframe	Action Officers
Implementation of the Montara Action Plan: Additional actions			
<i>Montara Action Plan</i>	Regularly review and update as necessary	Ongoing	PTTEP Implementation Manager
	Provide an update of Montara Action Plan Steering Committee activities	Ongoing	PTTEP AA CEO
<i>PTTEP – CRL Integration Plan</i>	Regularly review and update as necessary	Ongoing	PTTEP AA CEO
<i>PTTEP HQ – PTTEP AA Working Relations document</i>	Amend the Working Relations document to include an outline of governance arrangements that conform to good practice	As milestone is met	PTTEP AA CEO
	Finalise Working Relations document and seek endorsement by PTTEP CEO and PTTEP AA CEO	As milestone is met	PTTEP AA CEO
	Take steps to ensure the Working Relations document is acted upon by PTTEP AA personnel	As milestone is met	PTTEP AA CEO
<i>PTTEP AA Australia Strategy and Execution Plan</i>	Regularly review and update as necessary	Ongoing	PTTEP AA CEO
<i>SSHE Improvements</i>	Provide an update of Perth-based SSHE Committee activities	Ongoing	PTTEP AA CEO
	Update the Asset Integrity Standard as it applies to drilling activities and Asset Routine Reporting)	As milestone is met	PTTEP AA CEO
	Update the PTTEP Outlook and Strategic Plan for 2010-2014 to adequately address SSHE issues	As milestone is met	PTTEP AA CEO
	Update the PTTEP AA 2010 and 5-year Work Plan to adequately address SSHE issues and demonstrate awareness of SSHE issues at the operational level	As milestone is met	PTTEP AA CEO
	Progress the PTTEP AA Management System	As	PTTEP AA CEO

	Development and Implementation project to ensure that the PTTEP SSHE Plan Management Standard is fully incorporated within PTTEP AA	milestone is met	
	Ensure that appropriate leading and lagging performance measures are established and implemented within PTTEP AA	As milestone is met	PTTEP AA CEO
	Update the PTTEP SSHE Performance Management Standard and the PTTEP SSHE Behaviour-Based Safety Standard to involve senior executives in auditing and performance monitoring	As milestone is met	PTTEP AA CEO
	Provide an update on the PTTEP AA Competency Management System project to demonstrate effective promulgation and promotion of appropriate management, operational and safety behaviours throughout PTTEP AA	Ongoing	PTTEP AA CEO
<i>Communication and reporting</i>	Take action to ensure a consistent public message as means of providing confidence to the public that the issues highlighted as a result of the incident and subsequent Inquiry are being addressed in an appropriate manner	End February 2011	PTTEP AA CEO
	Ensure adequate reporting of operations announcements and company issues	Ongoing	PTTEP AA CEO

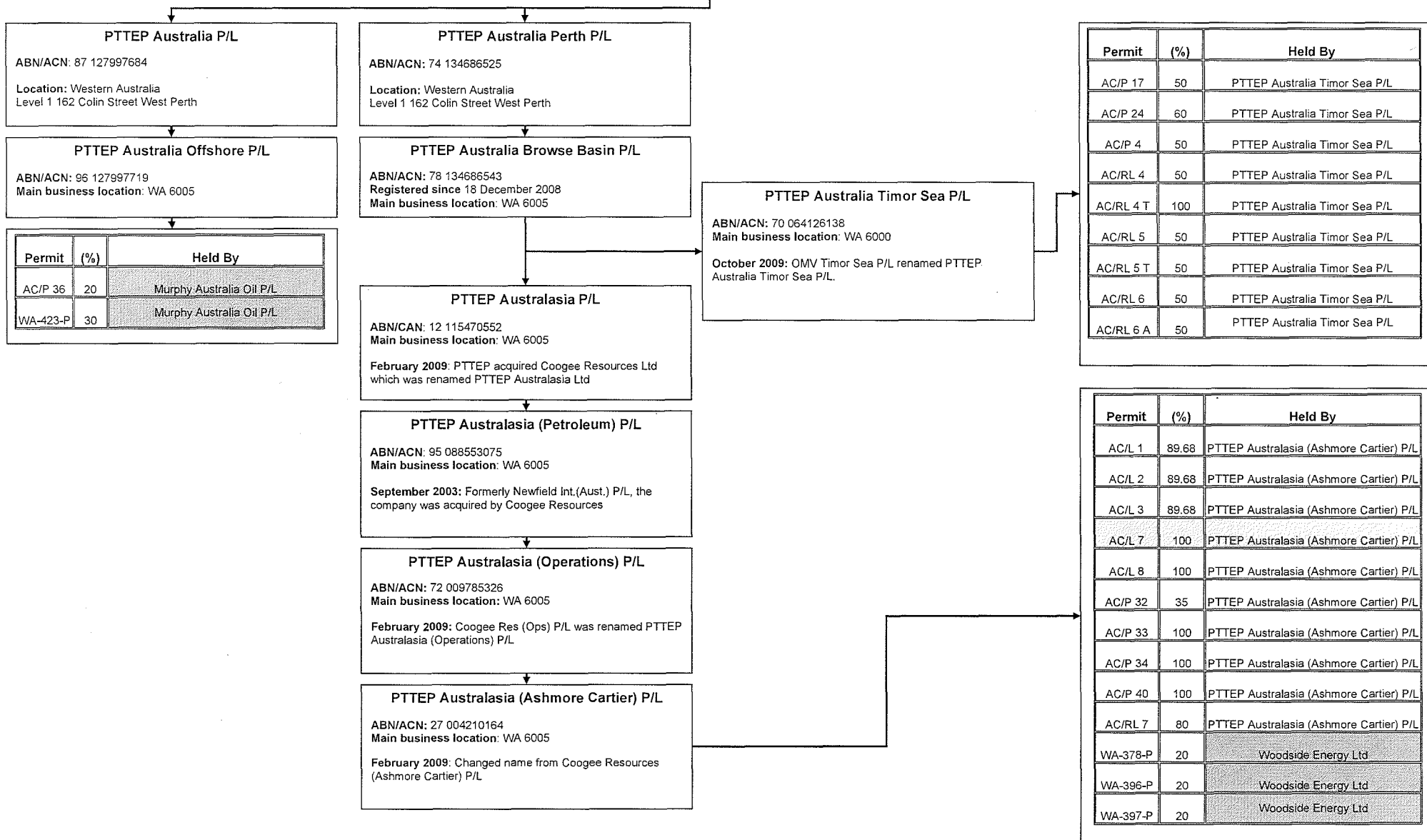
Monitoring Program and Reporting Requirements

1. In light of the findings of the *Report of the Montara Commission of Inquiry* and the outcomes of the independent review of the *Montara Action Plan*, the Australian Government is undertaking a monitoring program of PTTEP Australasia (Ashmore Cartier) Pty Ltd's (PTTEP AA) petroleum activities and operations.
2. The monitoring program is based around the key activities identified by PTTEP AA in the *Montara Action Plan* and additional actions identified by the independent review of the *Montara Action Plan*.
 - 2.1 Information provided in accordance with the monitoring program shall be submitted and/or presented to the Minister for Resources and Energy or his Delegate.
 - 2.2 It is anticipated that the monitoring program will be for a period of 18 months, however this period may be amended at the discretion of the Minister for Resources and Energy or his Delegate.
 - 2.3 The Minister for Resources and Energy or his Delegate may, at their discretion, seek independent expert verification or advice in relation to information submitted in accordance with the monitoring program, with conditions of confidentiality and privacy being applied.
 - 2.4 In addition to the expert verification and/or advice outlined in paragraph 2.3, PTTEP AA is to fully cooperate with an **independent review** of the actions taken pursuant to the monitoring program, which will be commissioned by the Minister for Resources and Energy or his Delegate at six-monthly intervals.
 - 2.5 PTTEP AA will cover all internal costs associated with meeting the reporting requirements of the monitoring program.
3. Within eight (8) weeks of the commencement of the monitoring program, PTTEP AA is to provide a detailed outline of the **corporate governance framework** as it applies to all PTTEP subsidiaries and operations in Australia. It is understood that this framework may be subject to review and revision and that the Minister for Resources and Energy or his Delegate be notified of any such revision as soon as practicable.
 - 3.1 The outline is to specify the officer or employee accountable for PTTEP and all its subsidiaries and operations in Australia and the scope of the officer's responsibilities.
 - 3.2 The outline is to specify the chain of command and reporting framework in place for PTTEP and all its subsidiaries.
4. PTTEP AA is to provide written **monthly reports** to the Minister for Resources and Energy or his Delegate on the status of the actions and milestones outlined in this document and the *Montara Action Plan*, and any supplementary plans, appendices and related change initiatives or programs, in a format agreed with the Minister for Resources and Energy or his Delegate.
5. PTTEP AA is to undertake **quarterly face-to-face briefings** with the Minister for Resources and Energy or his Delegate on the status of the actions and milestones outlined in this document and the *Montara Action Plan*, and any supplementary plans, appendices and related change initiatives or programs.
6. In addition to the actions and milestones outlined in the *Montara Action Plan*, and any supplementary plans, appendices and related change initiatives or programs, PTTEP AA is to implement the **additional actions** identified by the independent review of the *Montara Action Plan* (refer **Attachment B** of the Deed of Agreement). Updates on the progress of the actions are to be provided in accordance with paragraphs 4 and 5.

PTT Exploration & Production Public Co Ltd

CEO: Sirisaengtaksin, Mr Anon
 Location: Thailand
 PTTEP Office Building, 555/1 Vibhavadi Rangsit Road
 Chatuchak, Bangkok 10900 Thailand

ATTACHMENT D



PTTEP Australia P/L
 ABN/ACN: 87 127997684
 Location: Western Australia
 Level 1 162 Colin Street West Perth

PTTEP Australia Perth P/L
 ABN/ACN: 74 134686525
 Location: Western Australia
 Level 1 162 Colin Street West Perth

PTTEP Australia Offshore P/L
 ABN/ACN: 96 127997719
 Main business location: WA 6005

PTTEP Australia Browse Basin P/L
 ABN/ACN: 78 134686543
 Registered since 18 December 2008
 Main business location: WA 6005

PTTEP Australia Timor Sea P/L
 ABN/ACN: 70 064126138
 Main business location: WA 6000
 October 2009: OMV Timor Sea P/L renamed PTTEP Australia Timor Sea P/L.

Permit	(%)	Held By
AC/P 36	20	Murphy Australia Oil P/L
WA-423-P	30	Murphy Australia Oil P/L

PTTEP Australasia P/L
 ABN/CAN: 12 115470552
 Main business location: WA 6005
 February 2009: PTTEP acquired Coogee Resources Ltd which was renamed PTTEP Australasia Ltd

PTTEP Australasia (Petroleum) P/L
 ABN/ACN: 95 088553075
 Main business location: WA 6005
 September 2003: Formerly Newfield Int.(Aust.) P/L, the company was acquired by Coogee Resources

PTTEP Australasia (Operations) P/L
 ABN/ACN: 72 009785326
 Main business location: WA 6005
 February 2009: Coogee Res (Ops) P/L was renamed PTTEP Australasia (Operations) P/L

PTTEP Australasia (Ashmore Cartier) P/L
 ABN/ACN: 27 004210164
 Main business location: WA 6005
 February 2009: Changed name from Coogee Resources (Ashmore Cartier) P/L

Permit	(%)	Held By
AC/P 17	50	PTTEP Australia Timor Sea P/L
AC/P 24	60	PTTEP Australia Timor Sea P/L
AC/P 4	50	PTTEP Australia Timor Sea P/L
AC/RL 4	50	PTTEP Australia Timor Sea P/L
AC/RL 4 T	100	PTTEP Australia Timor Sea P/L
AC/RL 5	50	PTTEP Australia Timor Sea P/L
AC/RL 5 T	50	PTTEP Australia Timor Sea P/L
AC/RL 6	50	PTTEP Australia Timor Sea P/L
AC/RL 6 A	50	PTTEP Australia Timor Sea P/L

Permit	(%)	Held By
AC/L 1	89.68	PTTEP Australasia (Ashmore Cartier) P/L
AC/L 2	89.68	PTTEP Australasia (Ashmore Cartier) P/L
AC/L 3	89.68	PTTEP Australasia (Ashmore Cartier) P/L
AC/L 7	100	PTTEP Australasia (Ashmore Cartier) P/L
AC/L 8	100	PTTEP Australasia (Ashmore Cartier) P/L
AC/P 32	35	PTTEP Australasia (Ashmore Cartier) P/L
AC/P 33	100	PTTEP Australasia (Ashmore Cartier) P/L
AC/P 34	100	PTTEP Australasia (Ashmore Cartier) P/L
AC/P 40	100	PTTEP Australasia (Ashmore Cartier) P/L
AC/RL 7	80	PTTEP Australasia (Ashmore Cartier) P/L
WA-378-P	20	Woodside Energy Ltd
WA-396-P	20	Woodside Energy Ltd
WA-397-P	20	Woodside Energy Ltd