

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	BEACH ENERGY LTD
ABN	20 007 617 969

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	REGINALD GEORGE NELSON
Date of last notice	7 May 2012
Direct or indirect interest	DIRECT & INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	AURELIUS RESOURCES PTY LTD
Date of change	1. 14 September 2012 2. 28 September 2012
No. of securities held prior to change	1,195,431 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund) 3,729,860 fully paid ordinary shares (in own name) 2,000,000 unlisted options expiring 30 November 2013 (by Aurelius Resources Pty Ltd) 2,000,000 unlisted options expiring 30 November 2013 (by Aurelius Resources Pty Ltd) 1,232,220 unlisted options expiring 30 November 2013 (by Aurelius Resources Pty Ltd) 1,221,000 unlisted options expiring 27 February 2015 (in own name) 2,500,000 unlisted performance rights (in own name) expiring on 30 November 2015 exercisable for nil consideration and not exercisable before 1 December 2013. 966,851 unlisted performance rights (in own name) expiring on 30 November 2016 exercisable for nil consideration and not exercisable before 1 December 2014.

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Class	<ol style="list-style-type: none"> 1. Unlisted performance rights 2. Fully paid ordinary shares
Number acquired	<ol style="list-style-type: none"> 1. 609,924 unlisted performance rights (in own name) vesting on 1 July 2014 2. 14,232 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund) 44,404 fully paid ordinary shares (in own name)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<ol style="list-style-type: none"> 1. Nil 2. \$1.26 per share
No. of securities held after change	<p>1,209,663 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund)</p> <p>3,774,264 fully paid ordinary shares (in own name)</p> <p>2,000,000 unlisted options expiring 30 November 2013 (by Aurelius Resources Pty Ltd)</p> <p>2,000,000 unlisted options expiring 30 November 2013 (by Aurelius Resources Pty Ltd)</p> <p>1,232,220 unlisted options expiring 30 November 2013 (by Aurelius Resources Pty Ltd)</p> <p>1,221,000 unlisted options expiring 27 February 2015 (in own name)</p> <p>2,500,000 unlisted performance rights (in own name) expiring on 30 November 2015 exercisable for nil consideration and not exercisable before 1 December 2013.</p> <p>966,851 unlisted performance rights (in own name) expiring on 30 November 2016 exercisable for nil consideration and not exercisable before 1 December 2014.</p> <p>609,924 unlisted performance rights (in own name) vesting on 1 July 2014 for nil consideration</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<ol style="list-style-type: none"> 1. Issue of unlisted performance rights to obtain full paid shares at nil exercise price under Executive Incentive Plan 2. Issue of securities under the Dividend Investment Plan

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A

Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 - +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

Rule 3.19A.2

+ See chapter 19 for defined terms.