

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	6 December 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	21 December 2012
No. of securities held prior to change	1,209,663 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund) 3,774,264 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) 1,221,000 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. 609,924 unlisted performance rights (in own name) vesting on 1 July 2014 for nil consideration

+ See chapter 19 for defined terms.

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Class	Unlisted performance rights
Number acquired	869,781 unlisted performance rights (in own name) expiring on 30 November 2017 exercisable for nil consideration and not exercisable before 1 December 2015.
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	1,209,663 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund) 3,774,264 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) 1,221,000 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. 609,924 unlisted performance rights (in own name) vesting on 1 July 2014 for nil consideration 869,781 unlisted performance rights (in own name) expiring on 30 November 2017 exercisable for nil consideration and not exercisable before 1 December 2015.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	The issue of unlisted performance rights to obtain fully paid ordinary shares at nil exercise price under Executive Incentive Plan on 21 December 2012.

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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

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