

# 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.

|                       |                             |
|-----------------------|-----------------------------|
| <b>Name of entity</b> | <b>Beach Energy Limited</b> |
| <b>ABN</b>            | <b>20 007 617 969</b>       |

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.

|                            |                        |
|----------------------------|------------------------|
| <b>Name of Director</b>    | ROBERT MICHAEL KENNEDY |
| <b>Date of last notice</b> | 26 March 2012          |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

|                                                                                                                                                          |                                                                                                                                                                                                                                                        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                       | Direct and Indirect                                                                                                                                                                                                                                    |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Mandurang Pty Ltd (Trustee of family trust) and Triple Eight Gold Pty Ltd as trustee of the Blue Sky Trust of which Robert Michael Kennedy is one of a class of persons who may be a beneficiary and RMK Super Pty Ltd (RMK Personal S/F A/C)          |
| <b>Date of change</b>                                                                                                                                    | 3 May 2012                                                                                                                                                                                                                                             |
| <b>No. of securities held prior to change</b>                                                                                                            | 10,140 fully paid ordinary shares by RMK Super Pty Ltd (RMK Personal S/F A/C)<br><br>915,979 fully paid ordinary shares by Triple Eight Gold Pty Ltd (as trustee of the Blue Sky Trust)<br><br>557,584 fully paid ordinary shares by Mandurang Pty Ltd |
| <b>Class</b>                                                                                                                                             | Fully paid ordinary shares                                                                                                                                                                                                                             |

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+ See chapter 19 for defined terms.

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| <b>Number acquired</b>                                                                                                                                                      | 1,268 fully paid ordinary shares by RMK Super Pty Ltd (RMK Personal S/F A/C)<br><br>10,029 fully paid ordinary shares by Triple Eight Gold Pty Ltd (as trustee of the Blue Sky Trust)                                                                  |
| <b>Number disposed</b>                                                                                                                                                      | Nil                                                                                                                                                                                                                                                    |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$1.40 per share                                                                                                                                                                                                                                       |
| <b>No. of securities held after change</b>                                                                                                                                  | 11,408 fully paid ordinary shares by RMK Super Pty Ltd (RMK Personal S/F A/C)<br><br>926,008 fully paid ordinary shares by Triple Eight Gold Pty Ltd (as trustee of the Blue Sky Trust)<br><br>557,584 fully paid ordinary shares by Mandurang Pty Ltd |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of securities under the 1 for 8 Retail Entitlement Offer which closed 20 April 2012                                                                                                                                                              |

**Part 2 – Change of director's interests in contracts**      N/A

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

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

**Part 3 - <sup>+</sup>Closed period**

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

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<sup>+</sup> See chapter 19 for defined terms.