

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	28 February 2014
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	28 March 2014

+ See chapter 19 for defined terms.

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No. of securities held prior to change	1,234,782 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund) 3,342,589 fully paid ordinary shares (in own name) 1,221,000 unlisted options expiring 27 February 2015 (in own name) 966,851 unlisted performance rights (in own name) expiring on 30 November 2016 exercisable for nil consideration and not exercisable before 1 December 2014. 304,962 unlisted 2011 STI 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. 72,595 unlisted 2012 STI performance rights (in own name) vesting on 1 July 2014 for nil consideration 72,595 unlisted 2012 STI performance rights (in own name) vesting on 1 July 2015 for nil consideration 972,292 unlisted performance rights (in own name) expiring on 30 November 2018 exercisable for nil consideration and not exercisable before 1 December 2016.
Class	1) Fully paid ordinary shares 2) Fully paid ordinary shares
Number acquired	15,170 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund) 41,064 fully paid ordinary shares (in own name)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$1.628 per fully paid ordinary share

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No. of securities held after change	1,249,952 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund) 3,383,653 fully paid ordinary shares (in own name) 1,221,000 unlisted options expiring 27 February 2015 (in own name) 966,851 unlisted performance rights (in own name) expiring on 30 November 2016 exercisable for nil consideration and not exercisable before 1 December 2014. 304,962 unlisted 2011 STI 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. 72,595 unlisted 2012 STI performance rights (in own name) vesting on 1 July 2014 for nil consideration 72,595 unlisted 2012 STI performance rights (in own name) vesting on 1 July 2015 for nil consideration 972,292 unlisted performance rights (in own name) expiring on 30 November 2018 exercisable for nil consideration and not exercisable before 1 December 2016.
Nature of change 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 Dividend Reinvestment 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.