

## **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 LTD</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>	REGINALD GEORGE NELSON
<b>Date of last notice</b>	2 September 2013
<b>Direct or indirect interest</b>	DIRECT & INDIRECT
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	AURELIUS RESOURCES PTY LTD
<b>Date of change</b>	27 September 2013

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+ See chapter 19 for defined terms.

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<b>No. of securities held prior to change</b>	<p>1,216,434 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund)</p> <p>2,800,351 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>1,221,000 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>304,962 unlisted 2011 STI performance rights (in own name) vesting on 1 July 2014 for nil consideration</p> <p>869,781 unlisted performance rights (in own name) expiring on 30 November 2017 exercisable for nil consideration and not exercisable before 1 December 2015.</p> <p>72,595 unlisted 2012 STI performance rights (in own name) vesting on 1 July 2014 for nil consideration</p> <p>72,595 unlisted 2012 STI performance rights (in own name) vesting on 1 July 2015 for nil consideration</p>
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<b>Class</b>	Fully paid ordinary shares
<b>Number acquired</b>	42,238 fully paid ordinary shares (in own name)  18,348 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund)
<b>Number disposed</b>	Nil

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$1,326
<b>No. of securities held after change</b>	<p>1,234,782 fully paid ordinary shares (by Aurelius Resources Pty Ltd) (Nelson Superannuation Fund)</p> <p>2,842,589 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>1,221,000 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>304,962 unlisted 2011 STI performance rights (in own name) vesting on 1 July 2014 for nil consideration</p> <p>869,781 unlisted performance rights (in own name) expiring on 30 November 2017 exercisable for nil consideration and not exercisable before 1 December 2015.</p> <p>72,595 unlisted 2012 STI performance rights (in own name) vesting on 1 July 2014 for nil consideration</p> <p>72,595 unlisted 2012 STI performance rights (in own name) vesting on 1 July 2015 for nil consideration</p>
<b>Nature of change</b> 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**

<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> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A

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

*Rule 3.19A.2*

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