

**Australian Industry Participation (AIP)
Exhibit**



1.0 SUPPLIER/CONTRACTOR ACKNOWLEDGEMENT

1.1 Supplier/Contractor acknowledges that Company owes Australian Industry Participation (AIP) obligations to the Western Australian and Australian Governments for the Gorgon and Wheatstone Projects requiring that preference be given to business or labour available in certain locations as described in this Exhibit. To the extent these obligations apply to Supplier/Contractor, it is a condition of this Contract that Supplier/Contractor shall:

- (A) except in those cases where Supplier/Contractor can demonstrate it is not reasonable and economically practicable so to do, use labour available within Western Australia (using all reasonable endeavours to ensure that as many as possible of the workforce be recruited from the Pilbara) or if such labour is not available then, except as aforesaid, use labour otherwise available within Australia;
- (B) as far as it is reasonable and economically practicable so to do, use the services of engineers, surveyors, architects and other professional consultants, experts and specialists, project managers, manufacturers, suppliers and contractors resident and available within Western Australia or if such services are not available within Western Australia then, as far as practicable as aforesaid, use the services of such persons otherwise available within Australia;
- (C) during design and when preparing specifications, calling for tenders and letting contracts for works, materials, plant, equipment and supplies (which shall at all times, except where it is impracticable so to do, use or be based upon Australian Standards and Codes) ensure that suitably qualified Western Australian and Australian suppliers, manufacturers and contractors are given fair and reasonable opportunity to tender or quote;
- (D) give proper consideration and where possible preference to Western Australian suppliers, manufacturers and contractors when letting contracts or placing orders for works, materials, plant, equipment and supplies where price, quality, delivery and service are equal to or better than that obtainable elsewhere or, subject to the foregoing, give that consideration and where possible preference to other Australian suppliers, manufacturers and contractors; and
- (E) if notwithstanding the foregoing provisions of this Exhibit a contract is to be let or an order is to be placed with other than a Western Australian or Australian supplier, manufacturer or contractor, give proper consideration and where possible preference to tenders, arrangements or proposals that include Australian participation where price, quality, delivery and service are otherwise equal or better.

Document Approvals	Signature/Date
Author	<i>[Signature]</i> 15/6/17
Reviewer	<i>[Signature]</i> 20/6/17
Reviewer	<i>[Signature]</i> 20/6/17
Approver	<i>[Signature]</i> 23/06/17

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2.0 SUPPLIER/CONTRACTOR OBLIGATIONS

- 2.1 As may be requested in writing by Company from time to time and without limiting the application of the foregoing provisions of Section 1.1 of this Exhibit, Supplier/Contractor shall comply with the requirements Company's AIP Standard Operating Procedure Doc ID. ABU101200346 ("AIP Procedure") as modified by Company from time to time after notice to Supplier/Contractor.
- 2.2 As may be requested in writing by Company from time to time, Supplier/Contractor shall report to Company concerning Supplier/Contractor's implementation of its AIP commitments under Section 1.1 of this Exhibit and in accordance with the AIP Procedure.
- 2.3 If required by Company, Supplier/Contractor shall submit the following to Company for approval addressing plan requirements in the AIP Procedure:
 - (A) Australian Industry Participation Plan; and/or
 - (B) Aboriginal Engagement Plan.

END OF EXHIBIT ____