

Seeking Expression of Interest

CONCEPT STUDY - LEAD CONTRACTOR

Woodside Petroleum (Timor Sea 19) Pty Ltd is Operator on behalf of the Sunrise Joint Venture (SJV) for the Sunrise and Troubadour fields located in the Greater Sunrise Special Regime Area located between Timor-Leste and the Northern Territory of Australia.

Woodside Petroleum (Timor Sea 19) Pty Ltd wishes to receive expressions of interest from companies, including those in Timor-Leste, with proven skill, expertise, and the relevant experience in providing Concept Study Lead Contractor (Lead Contractor) services.

Scope of Work:

This scope of work includes project management across a range of disciplines including engineering, financial assessment and financing, local content, strategy and security, health safety and environment, and socioeconomic analysis. The Lead Contractor will be required to prepare a final report of alternative development options of the Sunrise and Troubadour fields located in the Greater Sunrise Special Regime Area located between Timor-Leste and the Northern Territory of Australia with a strong focus on delivery of gas, for processing and LNG sales, to Timor-Leste and the potential alternative of delivering the gas to Australia.

The SJV require that the work is conducted by an independent qualified Lead Contractor in an impartial manner such that the alternatives are fairly and competitively presented considering the parameters required in the scope of work. The use of sub-contractors, subject to SJV approval, to bring the breadth of expertise required for this work is encouraged.

Minimum Requirements:

- Experience in executing Concept studies for oil and gas developments;
- Experience in managing subcontractors; and
- Experience in integrating technical and non-technical aspects of Concept studies including in relation to the items set out under the Scope of Work above.

Companies who meet, or who are partnered or in an alliance with companies who meet, all of the minimum requirements listed are invited to confirm their written expression of interest by email or hand delivery for the attention of Antonio Dos Santos, Woodside Country Representative (details set out below). Those who confirm their expression of interest will receive a Questionnaire to complete and submit to Woodside no later than Friday 15 December 2023.

How to Register your Interest:

In order to register your company's interest please respond to:

Antonio Dos Santos – Woodside Country Representative

By email: antonio.dossantos@woodside.com or by letter addressed to: Woodside Petroleum (Timor Sea 19) Pty Ltd; c/ Palm Business and Trade Centre, Block E01-06 Surikmas, Dili, Timor-Leste.

Your response should confirm your interest in providing this service and provide the following details:

Name of contact person:

Name of company:

Address of company:

Email address:

Woodside will, taking into account the answers provided in the Questionnaire, in conjunction with its own assessment of information available, issue tenders to selected companies.

Espresaun Interese

ESTUDU KONSEITU – LIDER KONTRATÓR

Woodside Petroleum (Timor Sea 19) Pty Ltd nu'udar Operadór representante husi Sunrise Joint Venture (SJV) ba kampu Sunrise no Troubadour lokaliza iha Área Rejime Espesiál Greater Sunrise ne'ebé lokaliza entre Timor-Leste no Territóriu Norte Australia nian.

Woodside Petroleum (Timor Sea 19) Pty Ltd hakarak simu espresaun interese husi kompañia sira iha Timor-Leste ne'ebé iha abilidade, espesializasaun no esperiênsia relevante hodi fornese servisu Estudu Konseitu – Lider Kontratór.

Eskope Servisu:

Eskopu servisu inklui jestaun ba projeitu sira iha area sira inklui enjeinaria, avaliasaun finanseira no finansiamentu, konteudu lokal, estratejiku no seguransa,saude, seguransa no ambiente, no analisa sosiu-ekonomiku. Lider Kontratór sei prepara relatoriu final ida hodi kompara opsaun dezvoltamentu alternativu sira ba kampu Sunrise no Troubadour lokaliza iha Área Rejime Espesiál Greater Sunrise ne'ebé lokaliza entre Timor-Leste no Territóriu Norte Australia nian, no foka maka'as ba lori gás, prosesu no fa'an LNG iha Timor-Leste, no alternativa potensial lori gás ba Australia.

Sunrise Joint Venture (SJV) ezije katak servisu ne'e hala'o husi Kontratór independente ida-ne'ebé kualifikadu ho maneira imparsiál atu nune'e bele apresenta alternativa sira ho justu no kompetitivu hodi konsidera parámetru sira ne'ebé presiza iha eskopu servisu ida-ne'e. Enkoraza mós atu uza sub-kontratór sira, ne'ebé tuir aprovasaun husi SJV, atu lori espesialidade ne'ebé presiza ba servisu ne.

Rekizitu mínimu:

- Esperiência iha ezekusaun estudu Konseitu ba dezvoltamentu Mina-rai no Gás;
- Esperiência iha jere sub-kontratór sira;
- Esperiência iha integrasaun ba aspetu tékniku no naun-tékniku sira husi Estudu Konseitu, inklui area sia neebe temi ona iha eskopu servisu nian iha leten;

Kompañia sira ne'ebé prienxe, ka sira ne'ebé iha parseria ka iha aliansa ho kompañia sira ne'ebé prienxe rekerimentu mínimu hotu ne'ebé lista ona, ami konvida atu apresenta sira-nia espresaun interese eskrita liuhosi e-mail ka entrega diretamente ba Sr. Antonio Dos Santos, Country Representative Woodside nian. Ba sira ne'ebe konfirma sira nia espresaun interese sei simu kuesioner hodi kompleta no hatama ba Woodside la liu husi Sesta-feira, 15 Dezembro 2023.

Oinsa atu Rejistu Ita-nia Interese:

Atu bele rejista imi-nia kompañia nia interese favór ida hatán ba:

Antonio Dos Santos – Woodside Country Representative

Liu hosi email: antonio.dossantos@woodside.com ka liu hosi karta ba: Woodside Petroleum (Timor Sea 19) Pty Ltd; c/ Palm Business and Trade Centre, Block E01-06 Surikmas, Dili, Timor-Leste.

Ita-boot nia resposta tenke konfirma Ita-boot nia interese hodi fornese servisu ne'e no fó informasaun hanesan tuir mai nee:

Naran ema hodi kontaktu:

Naran kompañia:

Enderesu kompañia:

Enderesu e-mail:

Woodside sei haree ba resposta sira ne'ebé fornese iha kuesioner, hamutuk ho nia avaliasaun rasik kona-ba informasaun ne'ebé disponivel, lansa konkursu ba kompañia sira ne'ebé hili ona.

Please direct all responses/queries to:
Nick Daniel
E: nick.daniel@woodside.com.au

Our reference: 63J71106353S-1298127781-19150

Woodside Energy Ltd.
ACN 005 482 986
Mia Yellagonga
11 Mount Street
Perth WA 6000
Australia
T: +61 8 9348 4000
F: +61 8 9214 2777
www.woodside.com.au

Date: 1 December 2023

Dear Sir/Madam

GREATER SUNRISE DEVELOPMENT CONCEPT STUDY EXPRESSION OF INTEREST

1. INTRODUCTION

Woodside Energy Ltd ("**Company**") in its capacity as Operator for and on behalf of the Sunrise Joint Venture ("**SJV**") is pursuing the opportunity to develop the Sunrise and Troubadour fields located in the Greater Sunrise Special Regime Area located between Timor-Leste and the Northern Territory of Australia.

On 21 November 2023 in Dili the Concept Study program for the development of the Greater Sunrise fields was approved by the Timor-Leste government (through the Minister for Petroleum and Mineral Resources) and confirmed by both States during the trilateral meeting in Dili on 22 November 2023. This Expression of Interest ("**EOI**") supports that commitment in preparation for the issuing of a Request for Proposal ("**RFP**") for the Sunrise Concept Study. Please note that nothing in this EOI constitutes an RFP or any other tender process nor commits Company or the SJV to issue any RFP.

The SJV require that the Concept Study work is conducted by an independent qualified Contractor in an impartial manner such that alternative concepts are fairly and competitively presented considering the parameters provided by the SJV. The use of sub-contractors, subject to SJV approval, to bring the breadth of expertise required for the delivery of the Concept Study is encouraged.

This Concept Study scope of work includes project management across a range of disciplines including engineering, economic assessment, financing, local content, strategy and security, health safety and environment, and socioeconomic analysis. The Lead Contractor will be required to prepare a final report of development options with a strong focus on delivery of gas, for processing and LNG sales, to Timor-Leste and the potential alternative of delivering the gas to Australia.

This EOI relates to the following scope:

- Delivery of a comprehensive Concept Study related to the Sunrise and Troubadour fields located in the Greater Sunrise Special Regime Area.

Contractor ("**Respondent**") is considered a company who can provide the required solutions to the above-mentioned scope and in this respect, is invited to submit a response to this EOI.

2. OBJECTIVES

Objectives are to:

- (a) Enable Company to understand the experience and capability of Respondents to perform the role of Lead Contractor and which sub-contractors they propose to engage.
- (b) Enable Company to gather an understanding of market capacity to deliver scope in the execute time frame.
- (c) Enable Company to gather information on the financial capability of Respondents to execute the Scope of Work over a sustained period of time.
- (d) Enable Company to gather information on the capacity of Respondents to utilise Timorese nationals, Timorese entities, Australian nationals or Australian entities to deliver the scope of Work.

3. EOI DOCUMENTS

The documents comprising this EOI include this cover letter and the following:

Attachment 1	Project Overview
Attachment 2	Questionnaire (including Contractor Details and Contact Points)
Attachment 3	EOI Deliverables Table

4. INFORMATION REQUESTED

Respondent is requested to provide the following information as part of its response:

- (a) Information as requested in Attachment 2 (Questionnaire); and
- (b) Any other additional information Respondent considers to be relevant.

5. RESPONSE SUBMISSION DATE

The completed EOI response must be submitted electronically (PDF and Native Word / Excel) to the below Company focal point and Concept Study Program Manager (aidan.mcglue@woodside.com), no later than 12pm (Australian Western Standard Time), on 15th December 2023 (EOI Closing Time).

Please direct all enquiries relating to this EOI Questionnaire to Company's focal point below:

Nick Daniel (Contracts and Procurement Manager - Sunrise)
 Telephone: +61 8 9348 4892
 Email: nick.daniel@woodside.com

6. CONDITIONS OF EOI

6.1 No Contract

Nothing in this EOI or any EOI submission will constitute a contract or other binding agreement between Company and any Respondent or other person.

No contract or other form of binding agreement will be created between Company and any Respondent or other person unless such an agreement or contract has been formally executed by Company and Respondent/other party.

Evaluation of any response, proposal or information submitted in response to this EOI does not constitute a binding commitment or representation by Company that Respondent will be invited to participate in future stages (including the RFP), or a contract awarded for work.

6.2 Costs

The Respondent will be solely responsible for any costs, expenses or charges which the Respondent incurs or is required to expend in connection with preparing a response to this EOI; and Company will not be liable for the payment of any such costs, expenses or charges.

6.3 Company's Rights

- (a) Company may at its absolute discretion:
 - (i) vary any aspect of this EOI including the information, processes and timing, by issuing a notice of the amendments to all Respondents;
 - (ii) provide additional or amended information to all or any Respondents;
 - (iii) suspend or cease this EOI process;
 - (iv) add or remove any Respondent from this EOI process;
 - (v) accept or reject any responses to this EOI;
 - (vi) clarify and/or request additional information about any matter contained in any EOI response;
 - (vii) invite any number of Respondents to participate in future tenders following this EOI;

- (viii) enter into negotiations or a contract with any potential vendor or any other person at any time regardless of the outcomes of this EOI on whatever terms it sees fit; and
- (ix) cease this EOI and issue a more substantive RFP pack to selected Respondents.
- (b) Company is not obliged to explain or in any way justify any decision including the results of its evaluation of the EOI responses submitted in response to this EOI or the exercise of any rights that Company has under this EOI.

6.4 Confidentiality

- (a) Except as required for the preparation of the EOI response, Respondent must not, without Company's prior written consent, disclose to any third party its EOI response, nor divulge to any other party any of the contents of this EOI.
- (b) All drawings, specifications and other information whether oral, printed or graphic provided by Company for the purposes of this EOI remains the property of Company must not be used, copied, reproduced or distributed by Respondent for any purpose other than for the purpose of preparing its response to this EOI. If directed to do so by Company's nominated representative in this EOI, Respondents must return any such confidential information and destroy copies of confidential information provided by Company as part of this EOI process. A written statement confirming destruction of the documents will be required by the Company.
- (c) The Respondent must ensure that its employees, consultants and agents also are bound by, and comply with, the above conditions of confidentiality.

6.5 Timeline

The following timelines are indicative and are provided for guidance only.

Proposed Dates	Description
01 December 2023	Advertise for Expressions of Interest
12:00pm AWST 15 December 2023	Deadline for EOI responses (including completed Questionnaire) to be received by Company from Respondents

Yours sincerely

WOODSIDE ENERGY LTD

Aidan Mc Glue

Concept Study Program Manager | Sunrise Development

Attachment 1: Project Overview

1. PROJECT OVERVIEW

1.1.1.1 Setting

The Sunrise Development comprises of the Sunrise and Troubadour gas fields, known as Greater Sunrise. These fields were discovered in 1975 and 1974 respectively and are located in the Timor Sea straddling the Timor-Leste/Australia Maritime Boundary, approximately 150km from Timor-Leste and 450km from Darwin.

The appraised fields hold gross (100%) contingent resources (2C) of 5.3 Tcf of relatively low CO₂ gas and 226 million barrels of condensate.

The Maritime Boundary Treaty (“**MBT**”) is Australia’s and Timor-Leste’s treaty establishing their permanent maritime boundary in the Timor Sea. This entered into force on 30 August 2019. The MBT, subject to the underlying arrangements, including the new Greater Sunrise production sharing contract (“**PSC**”) and agreed fiscal regime, being on terms and conditions equivalent to the existing regime will provide the Sunrise Joint Venture the fiscal and regulatory certainty necessary for a commercial development to proceed. Negotiations between the two Governments and the SJV on the new Greater Sunrise PSC commenced in November 2018 and are ongoing.

While the new PSC arrangements are being negotiated, the SJV will continue to meet its obligations under existing PSCs (JPDA 03-19 and JPDA 03-20) and Retention Leases (NT/ RL2 and NT/RL4).

1.1.1.2 Joint Venture Participants

The Sunrise Development has three joint venture participants.

Sunrise Joint-Venture Participants (SJV)	Equity
TIMOR GAP	56.56%
Woodside Energy (Operator)	33.44%
Osaka Gas	10.00%

1.1.1.3 Exclusions

The scope of this EOI excludes the following:

- Supply of a Sunrise Concept Study

Attachment 2: Questionnaire

Contractor Details and Contact Focal Point(s)

Contractor Name:

Mailing Address:

Zip (Postal) Code:

City:

Country:

Phone Number:

Fax Number:

Email:

Contractor Contact Focal Point(s):

Name:

Position/ Title:

Company:

Telephone:

Mobile:

E-Mail Address:

All Respondents are asked to complete the same questionnaire.

If Respondents receiving the questionnaire wish to collaborate with other contractors and make a joint submission this will be considered, however Company's preference is to enter into a contract with one lead (head) contractor only with that lead contractor subcontracting specialist scope as required.

PART A – CAPABILITY		CONFIRM Y/N	ATTACHMENT NUMBER
1.	Respondent to detail experience, capability, capacity and successful delivery in relation to a fully integrated Oil & Gas (O&G) Concept Study of a similar scale as the proposed Sunrise Development, with emphasis on the following areas: • Technical Scope – Offshore and LNG facilities • Commercial/Legal structures for O&G Developments • National Strategic and Security Assessment • Local Content Assessment • Health, Safety and Environment Assessment • Capital Cost Estimation • Operating Cost Estimation • Decommissioning Cost Estimation • Schedule Estimation • Production Profile Forecasting • Commodity Pricing/Marketing • Economic returns Assessment • Socio-Economic Impact Assessment • Financing structures and Bankability Assessment • Regional Strategic Growth Assessment		
2.	The SJV are seeking the work to be undertaken expeditiously in locations where it is efficient for the contractors to undertake the work. Respondent to advise intended location(s) of work and location for overall project management.		
3.	Respondent to outline current and future (near-term/2024) workload commitments and capacity to execute work including: • Current workload and back log; and • Projections of future work against capacity and resources with focus on ability to satisfy Company proposed timeline.		
4.	Respondent to advise on any constraints or impacts (if any) by adopting a subcontracting delivery approach to the Sunrise Concept Study.		

This section is to provide an opportunity for Respondent to demonstrate it should be considered for Sunrise work by showcasing relevant experience and achievements from previous projects, relevant to the assessment of alternative concepts.

PART B – DELIVERY CAPABILITY	CONFIRM Y/N	ATTACHMENT NUMBER
1. Respondent to provide details of their experience with working on projects with similar breadth of considerations as those required for the Sunrise Concept Study: • Project Name • Commencement and Completion Dates • Scope of work undertaken and contractual arrangements. • Client and working relationship with client. • Approximate work value, person-hours and completion dates. • Locations (Head Office, Regional Office, Client Office, etc) • Details of other company's Respondent worked with or joint ventured with on these projects and whether Respondent has ongoing arrangements or agreements to collaborate with these companies on future projects. • Please indicate any high-level insights or lessons learned from being involved in these previous projects. • Key success factors and lessons learned. Focusing on up to 3 or 4 similar, recent projects would be appreciated. <i>Please limit response to 6 pages.</i>		

PART C - COMMERCIAL		RESPONSE
1.	Subcontracting Arrangements Would the Respondent consider sub-contracting with other parties to enable delivery of the entire scope? - Respondent to submit details of any potential subcontracting relationship to perform the Services. It is important that the submission is clear how the Lead Contractor will organise itself (including Subcontractors) during the contract delivery and how it would lead/manage Subcontractors using common standards, procedures and practices. - If Respondent would consider sub-contracting, then please provide the following: - Details of Names of potential Subcontractors, including their recent experience in delivering similar scopes to that in which the Respondent is proposing to utilise them for. - Details of previous (recent) experience working with each Subcontractor proposed. - If no existing contractual relationship with the proposed Subcontractor(s) how long will it take to put in place a contractual agreement. <i>Please limit response to 1 page.</i>	
2.	Corporate Relationship Respondent to provide: - Information on Respondent's company structure, country of registration, when founded, ownership, financial background, etc. - Is it operating independently or as a subsidiary, as a branch office or in liaison with another organisation (organisations) or affiliates? State names of parent company, ultimate holding company, subsidiaries. Is Respondent's company registered and/or resident in Australia or Timor-Leste and can Respondent perform work in Australia or Timor-Leste? <i>Please limit response to 2 pages.</i>	
3.	Financial Capability Respondent to provide: A statement on the financial capability of their company and all potential Subcontractors listed in Part C-1 to demonstrate feasibility to deliver a Scope of Work of the proposed magnitude of the Sunrise Concept study. <i>Please limit response to 2 pages.</i>	
4.	Local Content The SJV has a commitment to work with Timorese and Australian companies to ensure they are well placed to compete for contracts and subcontracts associated with the Sunrise Development activities. If invited to tender Respondent will be required to demonstrate how they have: - Given preference to goods and services which are produced in Australia or Timor-Leste, or provided by subcontractors operating out of Australia or Timor-Leste, provided they are offered on competitive terms and conditions compared with those available from other countries; and - Given preference to the employment of Timor-Leste nationals and permanent residents, having due regard to safe and efficient activities and good oilfield practice. Respondent to advise how they will respond to the above Local Content commitments. <i>Please limit response to 1 page.</i>	

Attachment 3: EOI Deliverables Table

Company summarises below the Deliverables Respondent needs to submit in their EOI response:

ITEM	DELIVERABLE	REFERENCE
1	Respondent Capability	Part A – 1
2	Details of Respondent Entities, Partners, or Consultants	Part A – 2
3	Current and Future Work	Part A – 3
4	Constraints due to Subcontracting	Part A – 4
5	Project Experience	Part B – 1
6	Subcontracting Arrangements	Part C – 1
7	Corporate Relationship – Company Structure / Registration in Australia and/or Timor-Leste	Part C – 2
8	Financial Capability	Part C – 3
9	Commitment to Local Content (Timor-Leste and Australian)	Part C – 4