



Rialto Energy Limited

208 Bagot Rd
Subiaco WA 6008

ACN 117 227 086
Tel: +61 8 9381 2229
Fax: +61 8 9381 2208
admin@rialtoenergy.com
www.rialtoenergy.com

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To: Company Announcements Office
ASX Limited, Exchange Centre
20 Bridge Street
Sydney NSW 2000

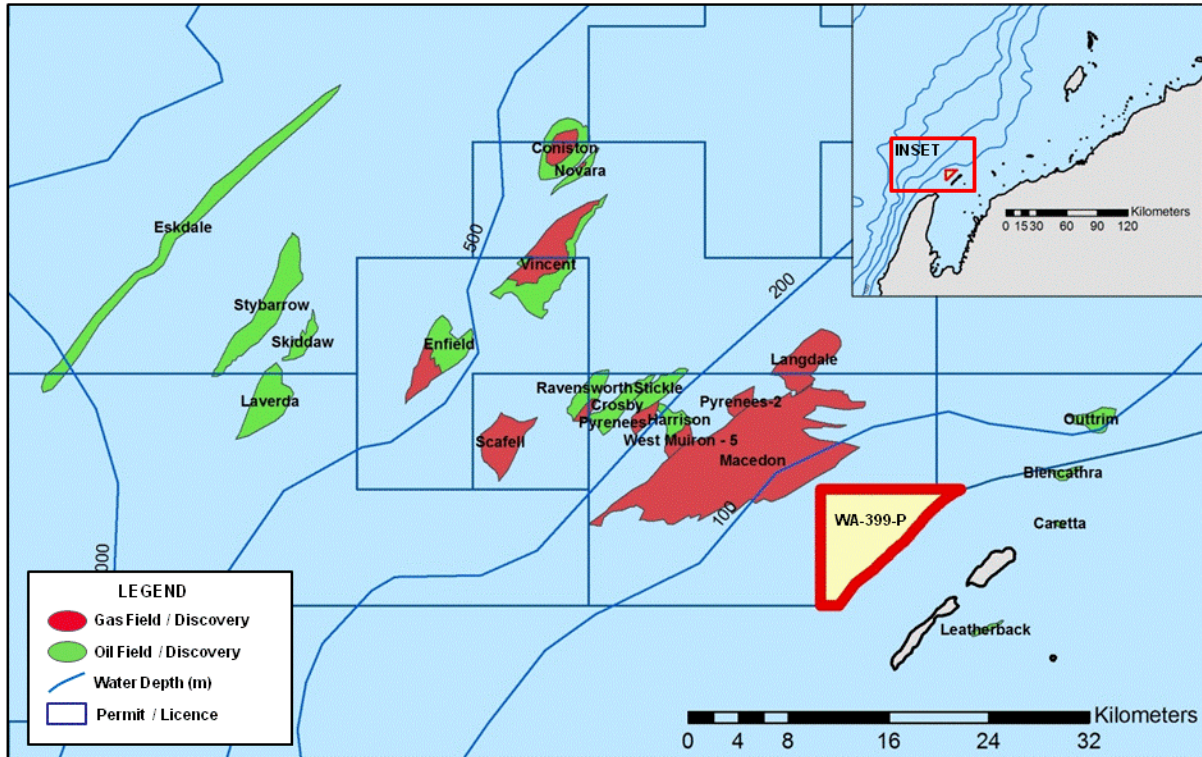


ASX Code: RIA

Farm out of WA-399-P to Apache Energy Limited

Carnarvon Petroleum Limited (ASX:CVN) (“**Carnarvon**”) and Rialto Energy Limited (ASX:RIA) (“**Rialto**”) being the current joint venture partners in the WA-399-P exploration permit (“permit”) are pleased to announce the farm out of a proportion of their interests in the permit to Apache Energy Limited (“Apache”) and Jacka Resources Limited (ASX:JKA) (“**Jacka**”) on the terms outlined below.

The WA-399-P exploration permit is situated offshore Western Australia within the Exmouth Sub-basin. The block is adjacent to the Pyrenees Oil development, a Joint Venture between BHP Billiton and Apache, which commenced oil production in March 2010. Nearby, there are several producing oil fields including Enfield, Vincent/Van Gogh as well as Macedon gas field and a number of other oil field discoveries as set out below.





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The farm out to Apache comprises Apache undertaking, at its sole cost, a 3D seismic survey, which will fulfill the Year 2 and 3 work program obligations for the permit and in consideration for which Apache will acquire a 60% working interest in the permit and Operatorship.

Apache plan to acquire the 3D seismic data over the permit in late 2010. The 3D seismic data acquisition exceeds the existing minimum exploration commitment obligation under the exploration permit's terms. The advanced acquisition and processing of the new 3D seismic data will enable the Joint Venture to further de-risk a number of existing prospects that have already been mapped within the permit.

The farm out to Apache crystallises the following benefits:-

1. Proactive introduction of a recognised strategic partner with extensive complementary producing asset holdings, widespread regional and local geological knowledge and direct operational experience in offshore Exmouth region;
2. Significant capital investment saving through the fully carried cost (by Apache) of acquiring and processing the 3D seismic survey, as compared to the recently contemplated cost (to the pre-existing Joint Venture) of acquiring 2D seismic data as part of the committed work program for the permit; and
3. Exposure to high quality new 3D seismic data which will provide the most comprehensive dataset to de-risk existing prospects and enable a comprehensive evaluation of the additional prospectivity within the permit before undertaking any drilling activities.

Immediately following the farm out to Apache, Rialto and Jacka will complete their previously announced farm out and Carnarvon and Jacka will exchange a 7% working interest in consideration for Jacka making a cash payment to Carnarvon. Following completion of the respective farm in obligations the Joint Venture partner's respective interests will be as follows:

- Apache 60% and Operator;
- Jacka 15%
- Carnarvon 13%;
- Rialto 12%



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Brett Woods commented that “Rialto is looking forward to working with Apache. Apache has extensive complimentary producing asset holdings in close proximity to WA-399-P and brings widespread regional and local geological knowledge as well as direct operational experience in the offshore Exmouth region to the Joint Venture. The acquisition of new 3D seismic data exceeds the minimum work commitment for the block which reflects the quality of the existing prospect portfolio generated by Rialto on behalf of the Joint Venture. The divestment allows Rialto to retain a material equity holding through a possible drilling campaign in subsequent permit years, whilst also allowing Rialto to focus on its developing portfolio in the offshore Transform Margin of West Africa.”

Enquiries to:	Brett Woods	(Managing Director)
	Telephone:	+61 (0)8 9381 2229
	Email:	admin@rialtoenergy.com
	Website:	www.rialtoenergy.com.au
