

WOODSIDE



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16 June 2005

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28 JUN 2005 10:24
OFFICE OF INTERNATIONAL CORPORATE FINANCE

Securities and Exchange Commission
Office of International Corporate Finance
450 Fifth Street N.W.
Washington DC 20549
United States of America

SUPPL

Dear Sir/Madam,

RE: WOODSIDE PETROLEUM LTD. - EXEMPTION FILE NO. 82.2280

In accordance with Rule 12g 3-2(b) under the Securities Exchange Act of 1934, we enclose a copy of the following Stock Exchange Releases which has/have recently been filed with the Australian Stock Exchange ("ASX") in relation to:

- Drilling Report – AC/P8 Petalonia North-1, lodged with the Australian Stock Exchange on 14 June 2005;
- Kipper Joint Venture, lodged with the Australian Stock Exchange on 15 June 2005;
- Form 604 Notice of change of interests of substantial holder (Geodynamics), lodged with the Australian Stock Exchange on 15 June 2005.

It would be greatly appreciated if you could return by fax (+61 8 9214 2728) a copy of this letter as proof of receipt.

Yours faithfully
WOODSIDE PETROLEUM LTD.

**Rebecca Sims
Compliance Officer**

PROCESSED

JUN 29 2005

THOMSON
FINANCIAL

Handwritten signature/initials

WOODSIDE PETROLEUM LTD.

A.B.N. - 55 004 898 962

Registered Office: Woodside Plaza, 240 St Georges Terrace, Perth, Western Australia, 6000
GPO Box D188, Perth, Western Australia, 6840
Telephone: (08) 9348 4000. Facsimile: (08) 9325 8178.

ASX ANNOUNCEMENT

(ASX: WPL)

TUESDAY, 14 JUNE 2005

11:20AM (WST)



MEDIA

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E: rob.millhouse@woodside.com.au

INVESTORS

MIKE LYNN

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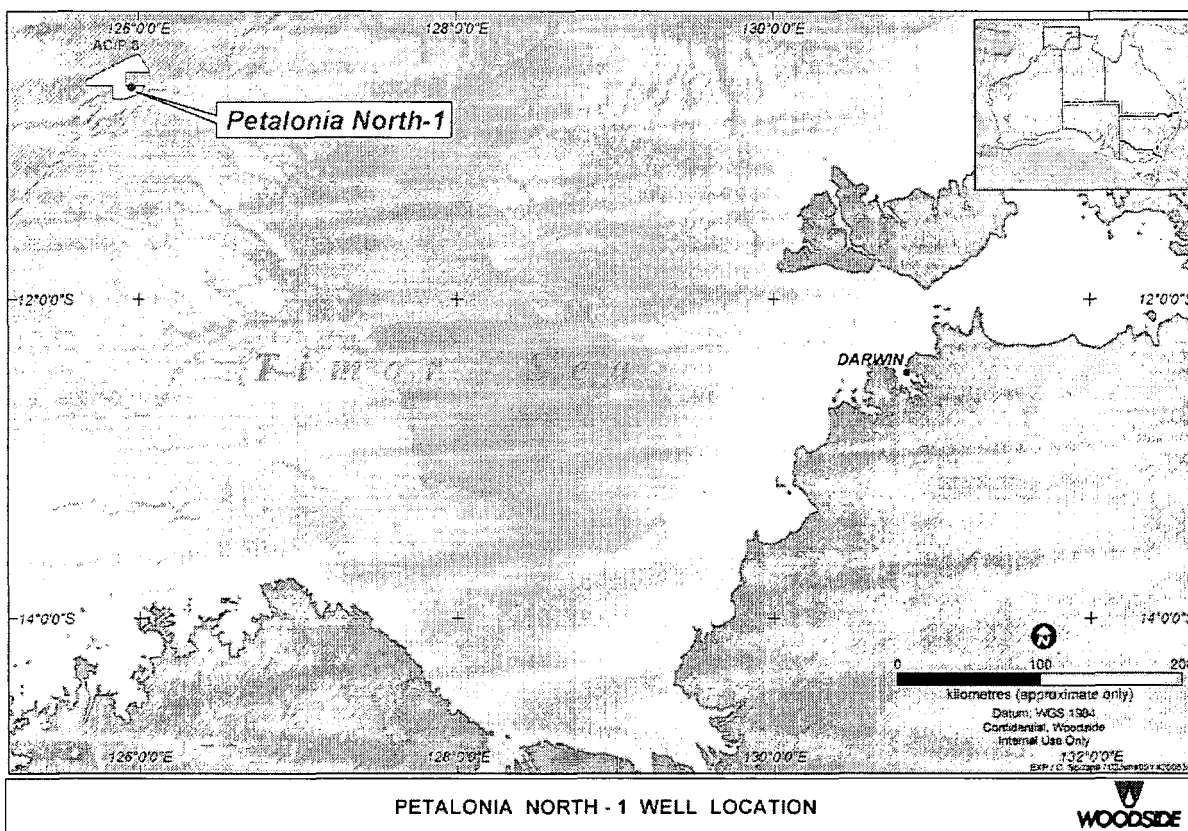
E: mike.lynn@woodside.com.au

AC/P8 PETALONIA NORTH-1

Woodside Energy Ltd., a wholly owned subsidiary of Woodside Petroleum Ltd., reports that the Petalonia North-1 exploration well located in the Bonaparte Basin was spudded on 10 June 2005. On 14 June 2005, at 06:00 hrs ACST the current operation was changing the drill bit at surface after having drilled to a depth of 2491 metres. The Atwood Eagle drill rig is drilling the well. The well is located in the Timor Sea approximately 10 kilometres south west of the Laminaria Oilfield and 570 kilometres north west of Darwin. Water depth at the location is 342 metres. Planned total depth is approximately 3920 metres.

All reported depths (excepting water depth) are referenced to the rig rotary table.

Subject to the approval and registration by the regulatory authority of the agreements pursuant to which Paladin Oil & Gas (Australia) Pty Limited ("Paladin") acquired its 33.33% interest in the Permit, the joint venture participants in the Petalonia North-1 well are Woodside (66.67%) and Paladin (33.33%). Woodside is operator of the AC/P8 joint venture.



ASX ANNOUNCEMENT

(ASX: WPL)

WEDNESDAY, 15 JUNE 2005
10:30AM (WST)



MEDIA

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KIPPER JOINT VENTURE

Woodside Petroleum Ltd. advises that Esso Australia Pty Ltd, a subsidiary of ExxonMobil and operator of the Kipper joint venture in south-eastern Australia, today released the attached statement on behalf of the joint venturers.

Media Release

15 June 2005

PROJECT PARTICIPANTS SIGN MOU TO DEVELOP BASS STRAIT KIPPER GAS FIELD

Melbourne: Esso Australia Pty Ltd, a subsidiary of Exxon Mobil Corporation, today announced that the Kipper project participants (Esso Australia Resources Pty Ltd, BHP Billiton, Woodside Energy Ltd and Santos Ltd) had signed a Memorandum of Understanding (MOU) to develop the Kipper Gas Field in Bass Strait.

Under the MOU, the project participants have agreed on the key terms and conditions for processing gas from the Kipper field through Esso and BHP Billiton's infrastructure and processing facilities in Gippsland.

In addition, under the MOU, agreement has been reached on revised equity shares in the project. The ownership structure of the Kipper project will be: Esso 32.5 percent, BHP Billiton 32.5 percent, Woodside 21 percent and Santos 14 percent.

ExxonMobil Australia Chairman Mark Nolan noted that the signing of the MOU was an important project milestone.

"Signature of the MOU represents a significant achievement for the Kipper gas project. It marks the culmination of extensive examination of the best development plan for Kipper, after a seismic survey in 1999 and an appraisal well drilled in 2002 confirmed a resource of approximately 620 billion cubic feet of recoverable gas and 30 million barrels of condensate/LPGs.

"The project has the potential to be one of the largest gas developments to come on stream in Victoria in the medium term and will underpin growth in Gippsland gas sales. First gas is planned for 2009 subject to corporate funding approvals by each of the project participants.

"Our announcement today reinforces the continued strength of our Gippsland gas business," he said.

It is expected that the Kipper field will be developed by installation of a number of subsea wells and associated pipeline infrastructure. Kipper gas would then be piped through Esso and BHP Billiton infrastructure and processing facilities.

Mr Nolan also confirmed that Esso Australia would operate the Kipper development on behalf of the joint venture and that front-end engineering and design was expected to commence in the first half of 2006. Esso Australia will also commence all relevant approvals on behalf of the project.

The Kipper field is located in 100 metres of water, approximately 45 kilometres from Ninety Mile Beach on the Gippsland coast.

ENDS >

Media contact:

Rob Young 03 9270 3443 or 0438 080 998.

Esso Australia Pty Ltd
ABN 49 000 018 566
12 Riverside Quay
Southbank, Victoria 3006
61 3 9270 3333 Telephone
An **ExxonMobil** Subsidiary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme GEODYNAMICS LIMITED

ACN/ARSN 095 006 090

1. Details of substantial holder (1)

Name WOODSIDE PETROLEUM LTD and each of its associates as set out in Annexure to this Notice (such associates are together known as the "Group Companies")

ACN/ARSN (if applicable) 004 898 962

There was a change in the interests of the substantial holder on 14 June 2005

The previous notice was given to the company on 11 November 2004

The previous notice was dated 11 November 2004

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares	11,554,503	13.59%	11,554,503	12.27%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
14/06/05	Woodside Petroleum Ltd and Group Companies	Dilution from issue of shares pursuant to a placement completed in November 2004 and approved by Geodynamics Limited on 14/06/05.	Nil	11,554,503 fully paid ordinary shares	11,554,503

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Woodside Petroleum Ltd and Group Companies	Metasource Pty Ltd	Metasource Pty Ltd	Metasource Pty Ltd by reason of section 608(1) of the Corporations Act. Woodside Petroleum Ltd and Group Companies by reason of section 608(3) of the Corporations Act.	11,554,503 fully paid ordinary shares	11,554,503

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Glyde Point Pty. Ltd.	Deregistered 23 January 2005
North West Utilities Pty. Ltd.	Deregistered 10 May 2005
Woodside Energy Technologies Pty. Ltd.	100% owned subsidiary
Woodside China Liaison Pty. Ltd.	100% owned subsidiary
Woodside Japan Liaison Pty. Ltd.	100% owned subsidiary
Woodside Natural Gas Inc.	100% owned subsidiary
Woodside Energy (Norway) Pty. Ltd.	100% owned subsidiary

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Woodside Petroleum Ltd	240 St Georges Terrace, Perth, Western Australia, 6000
Metasource Pty Ltd	240 St Georges Terrace, Perth, Western Australia, 6000
Group Companies	240 St Georges Terrace, Perth, Western Australia, 6000

Signature

print name David Robert MARTIN capacity Secretary

sign here _____ Date 15 June 2005

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
 - (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
 - (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
 - (4) The voting shares of a company constitute one class unless divided into separate classes.
 - (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 - (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
 - (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

SCHEDULE TO NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL SHAREHOLDER

Woodside Group Companies

COMPANY NAME	ACN
Woodside Petroleum Ltd.	004 898 962
CONTROLLED ENTITIES	ACN
Woodside Energy Ltd.	005 482 986
Woodside Finance Limited	007 285 314
Woodside LNG Pty. Ltd.	008 868 568
Woodside Petroleum (W.A. Oil) Pty. Ltd.	050 135 192
Woodside Petroleum (Northern Operations) Pty. Ltd.	055 079 822
Mermaid Sound Port & Marine Services Pty. Ltd.	008 945 104
Woodside Petroleum Holdings Pty. Ltd.	058 272 781
Woodside Group Staff Superannuation Pty. Ltd.	005 237 285
Woodside Petroleum (Timor Sea 1) Pty. Ltd.	066 086 075
Woodside Petroleum (Timor Sea 19) Pty. Ltd.	076 371 634
Woodside Petroleum (Timor Sea 20) Pty. Ltd.	076 371 670
Woodside Petroleum (PNG) Pty. Ltd.	067 360 105
Woodside South East Asia Pty. Ltd.	081 373 757
Woodside Mauritania Pty. Ltd.	083 070 937
Woodside Holdings Pty. Ltd.	086 818 911
Woodside Petroleum (Timor Sea 7) Pty. Ltd.	089 147 464
Woodside Energy (Senegal) Pty. Ltd.	093 023 119
Woodside Eastern Energy Pty. Ltd.	005 694 593
Woodside Technical Services Pty. Ltd.	090 004 729
Woodside Energy Holdings Pty. Ltd.	090 682 803
Woodside Energy (USA) Inc.	N/A
Woodside Energy Holdings (USA) Inc.	N/A
Woodside Petroleum (NEDSP) Pty. Ltd.	092 813 208
Woodside SSW Solutions Pty. Ltd.	093 277 411
Woodside Guangdong Shipping (Two) Pty. Ltd.	094 294 676
Woodside Guangdong Shipping (One) Pty. Ltd.	094 336 124
Metasource Pty. Ltd.	094 813 715
Woodside West Kimberley Energy Pty. Ltd.	095 092 121
Woodside Energy (Algeria) Pty. Ltd.	095 259 993
Woodside Energy (Sahara) Inc.	N/A
Woodside Energy Holdings (UK) Pty. Ltd.	096 905 574
Woodside Energy (UK) Limited	N/A
Woodside Energy (Kenya) Pty. Ltd.	097 225 584
Woodside Mauritania Investments Pty. Ltd.	097 350 644
Woodside Quest Energy Pty. Ltd.	098 480 338
Woodside Energy (N.A.) Ltd.	N/A
Woodside Insurance Inc.	N/A
Woodside Energy Iberia S.A.	N/A
Woodside Energy (Carbon Capture) Pty. Ltd.	105 069 163
Woodside Energy (SL) Pty. Ltd.	106 377 548
WEL Mauritania B.V.	N/A
Woodside Energy Liaison Company (Korea) Pty. Ltd.	107 829 194
Woodside West Africa Pty. Ltd.	110 662 327
Woodside Energy Technologies Pty. Ltd.	111 767 232
Woodside China Liaison Pty. Ltd.	113 193 918
Woodside Japan Liaison Pty. Ltd.	113 193 963
Woodside Natural Gas Inc.	N/A
Woodside Energy (Norway) Pty. Ltd.	114 102 439