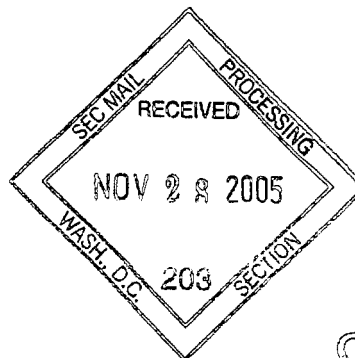




05012857

16 November 2005

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:

- Woodside Investor Briefing Day – Delivering Growth, lodged with the Australian Stock Exchange on 16 November 2005;
- Woodside Investor Briefing Day – Value Creation Session, lodged with the Australian Stock Exchange on 16 November 2005;
- Woodside Investor Briefing Day – Value Delivery Session, lodged with the Australian Stock Exchange on 16 November 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

NOV 30 2005

THOMSON
FINANCIAL

2005/11/29

WOODSIDE PETROLEUM LTD.

A.B.N. - 55 004 898 962

Woodside Plaza, 240 St Georges Terrace, Perth, Western Australia, 6000

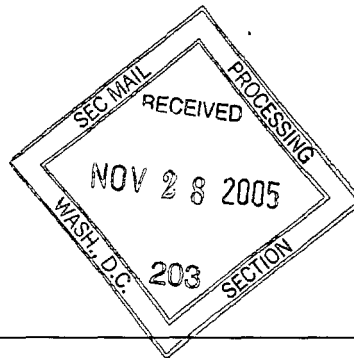
GPO Box D188, Perth, Western Australia, 6840

ASX ANNOUNCEMENT (ASX: WPL)

WEDNESDAY, 16 NOVEMBER 2004
5:00AM (WST)

MEDIA

ROB MILLHOUSE
W: + 61 8 9348 4281
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INVESTORS

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WOODSIDE INVESTOR BRIEFING DAY

"DELIVERING GROWTH"

Woodside Petroleum Ltd. will today host a briefing for institutional investors, analysts and journalists, from 9:00am until 1:00pm (AESST).

A copy of the presentations will be lodged with the ASX subsequent to this release. The following topics and key messages will be discussed at the briefing:

Delivering Growth – Woodside has aspirations for a big lift in production beyond the 2006 projects of Chinguetti, Otway, Enfield.

Financial Management – New projects deliver growth in cash flow, dividends and margins.

Exploration – 2006 drill activity to increase by 90%. Programme includes several big hit targets.

Mergers & Acquisitions – Woodside has the capability & capacity for M&A but is not under pressure to make an acquisition.

LNG Opportunities – Woodside is well placed to market LNG as demand increases.

Browse – 2006 will be a big year with further drilling, reserves certification and marketing.

Pluto – Negotiations for gas sales well advanced with North Asian customers for base volumes.

Operations – Safety is tracking well and costs are under control. The 2005 production target has been raised to at least 59MMboe.

Africa – Chinguetti, Woodside's first operated international project to go from discovery to production, is only 3 to 4 months away from delivery.

Australia – Otway and Enfield projects will lift 2006 production. Stybarrow and Vincent potential oil developments are targeting production startup in 2008.

NWS Venture – LNG deliveries from Train 5 are planned for Q4 2008. LNG capacity for Trains 1 to 5 is expected to be around 16.3mtpa (previous expectation was 15.9mtpa).

USA – Woodside is building a high-value hub in the Gulf of Mexico. Woodside's first full-year of production from the Gulf of Mexico is anticipated in 2006.

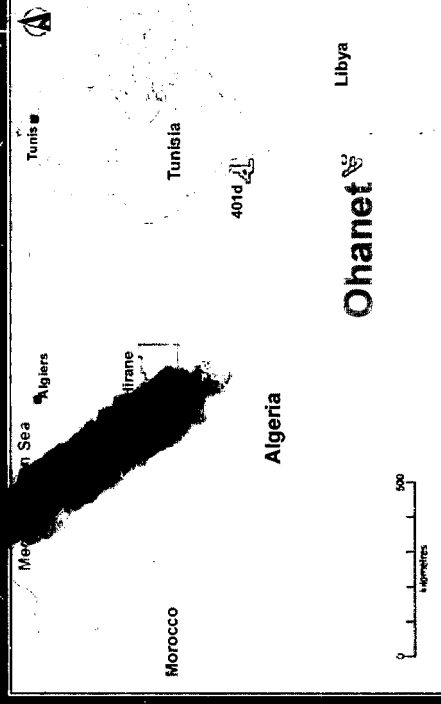
A colour copy of the presentations will be available on the Woodside website www.woodside.com.au. A live video and audio webcast will also be available from 9:00am (AESST). An archived recording of the webcast can be accessed via a link on our website from 4:00pm (AESST).

Algerian production

- Annual revenue ~US\$41.5 million (Woodside share)
- 2005 production to end September (Woodside share)

Condensate 564,500 barrels

LPG 43,000 tonnes



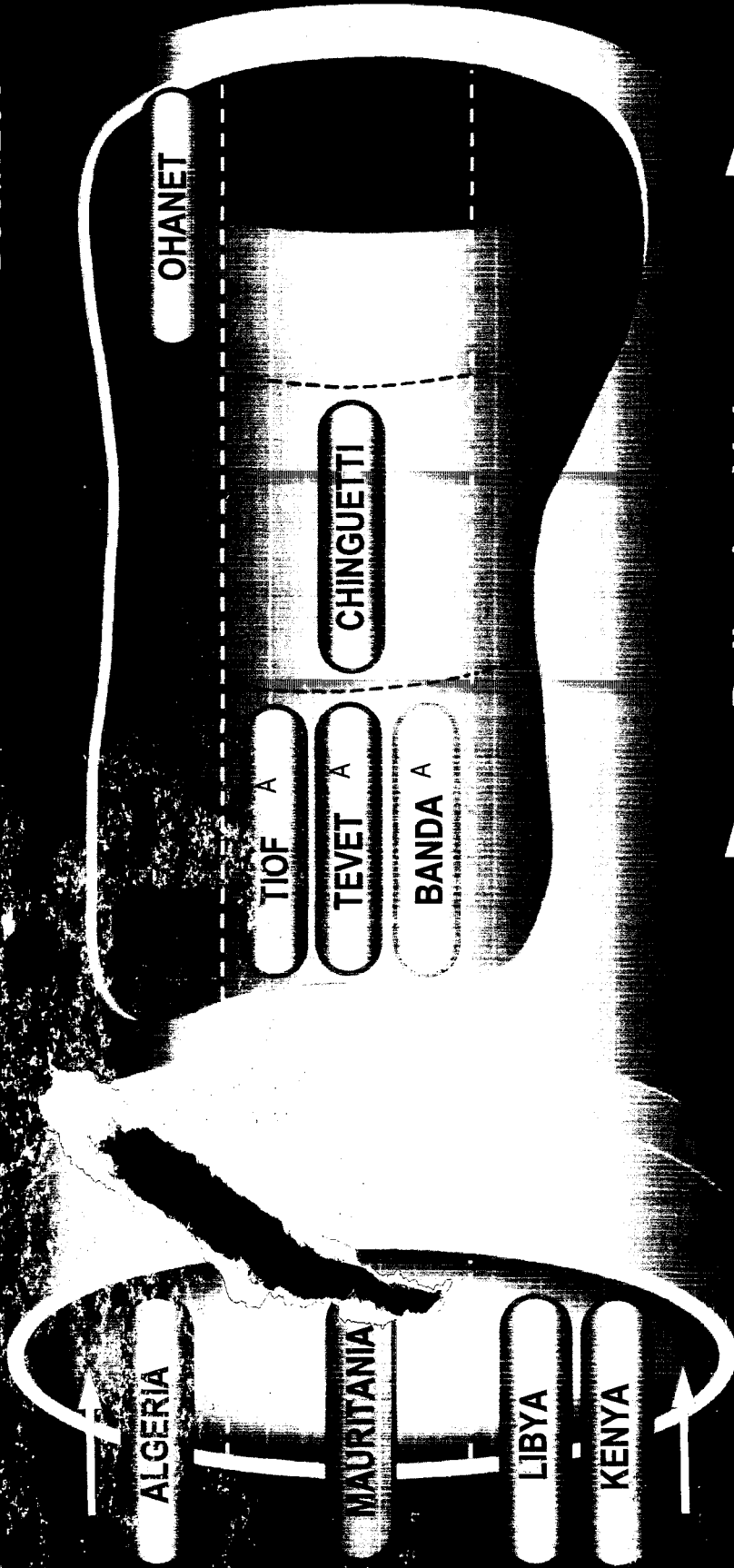
Delivering growth

EXPLORATION &
APPRAISAL

PRODUCTION
OPPORTUNITIES

COMMITTED
PROJECTS

EXISTING
BUSINESS

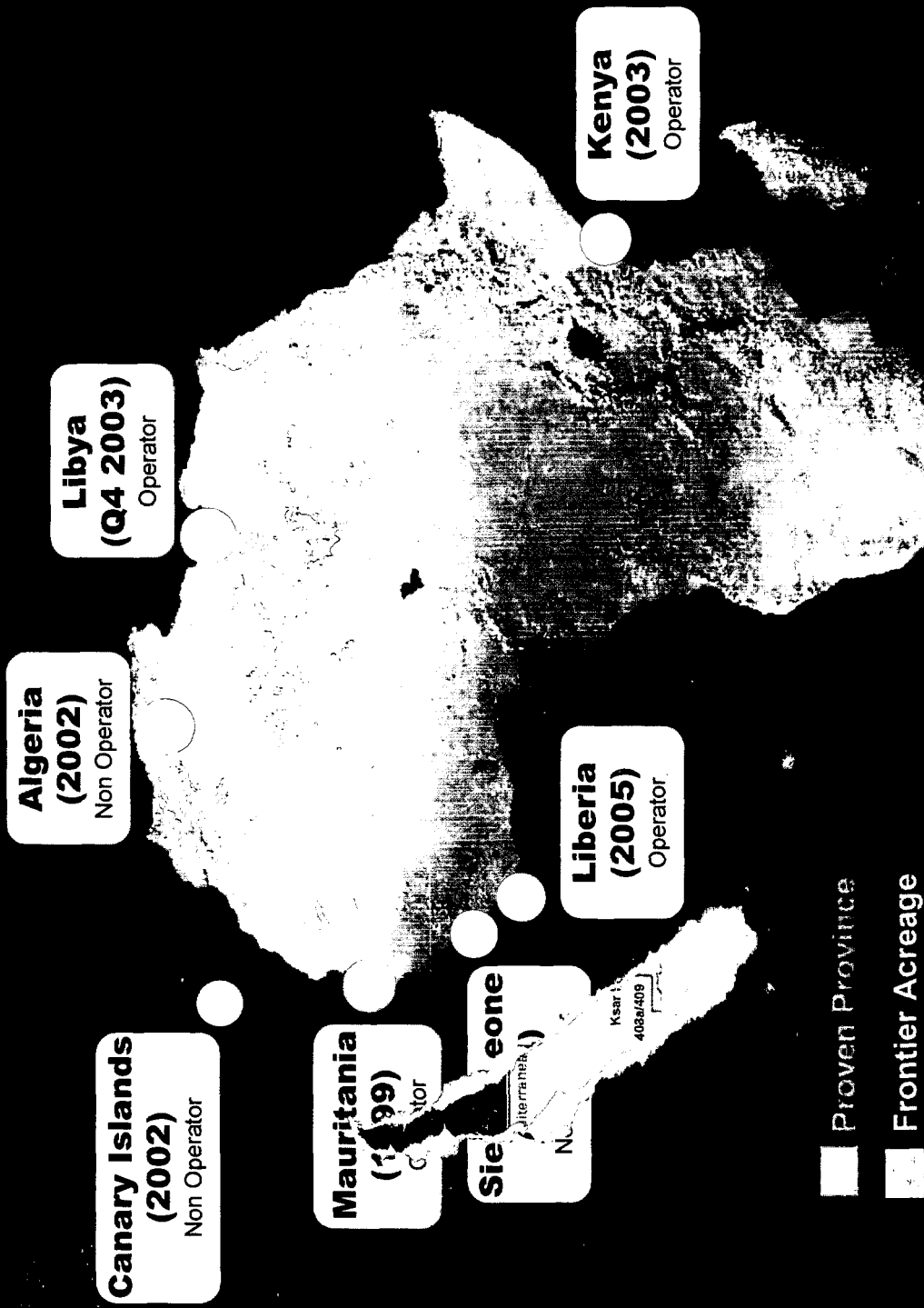


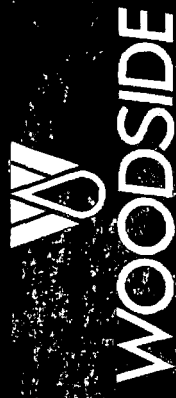
A = Appraisal

OIL

GAS

African hubs





Africa Business Unit

Duncan Clegg

Director - Africa Business Unit

Sydney

16 November 2005

Woodside response – skilled people

- **New recruits**
 - 570 employees in past year
 - 11% sourced outside Australia
- **Voluntary turnover** under industry average
- **Resourcing & Capability Plans** maintained
- **Retention strategies** key focus area
- **Graduate, trainee and apprenticeship** programs
- **Engage contractors** in capability planning

Key messages

- Project cost pressures more than offset by strong oil prices
- Supply constrained for key resources but ...
- Woodside actively managing response to these market challenges

Woodside has capacity and capability to manage numerous projects and operations

Market challenge – drilling

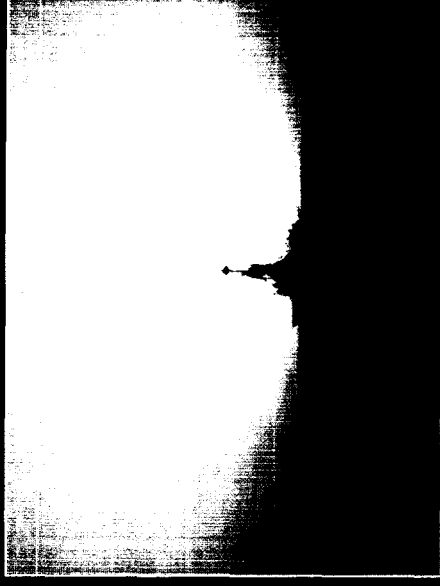
- **Rig rates** up 100 - 400% past 18 months
- **Service contractor rates** up ~50% past 12 months
- **Reliability of contractor services**
- **Skilled resource shortage**



Woodside response – drilling

- **Rig access and costs**

Moved fast to secure rigs for global activity through 2006 and 2007



- **Service contractor costs and support**

Implemented service contracts for most key services in 2003 and 2004 on long-term contracts

- **Skilled resource needs**

Successful recruitment campaign

Woodside response



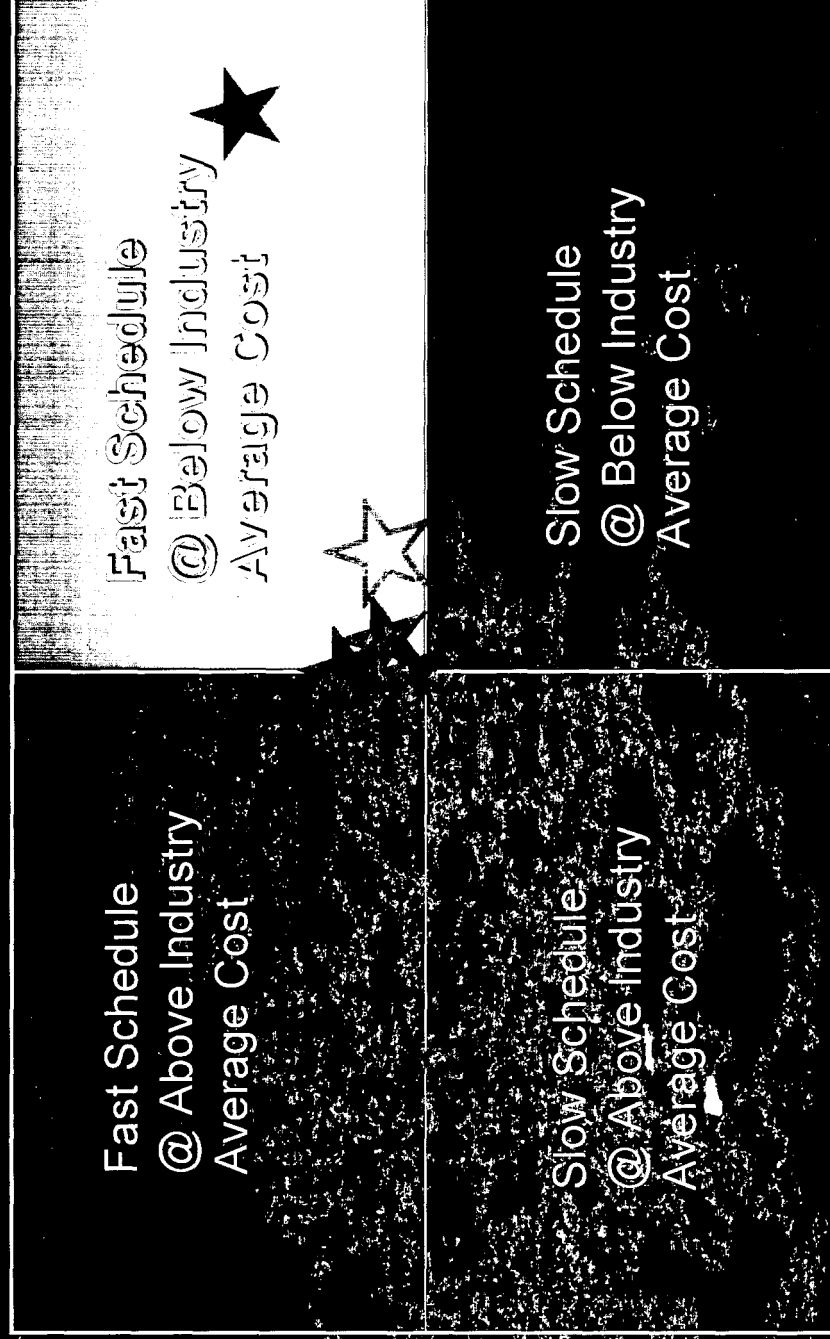
Xmas tree being offloaded

- Selective pre-investment
- Standardisation of design and components
- Strategic contracting – frame agreements
- Increasing move to EPIC/EPCM contracts
- Majority costs for committed projects ‘locked in’

EPCM - Engineering, Procurement, Construction & Management
EPIC - Engineering, Procurement, Installation & Commissioning

Woodside project delivery

- ★ WPL Performance (Average 4 major projects)
Industry Peers (majors & independents)



Source: Independent Project Analysis (IPA); March 2005

Market challenge – costs

- **Line pipe prices** up 30 % in last year
- **Fabrication** up more than 30 % since 2003
- **Offshore construction**
 - Labour costs up 30 % since TSEP (2003)
 - Overall spread cost up 30 – 40 % since 2004
 - Management and fees show significant increases
- **Engineering/Project Management personnel** up 15 % in last 18 months

Market challenge – access to resources

- **Lead time shipyard berths** (new build/conversion)
- **Tight market** - pipelay/derrick barges
 - rigs
- **Supply constraints and/or increased lead times**

key inputs including:

- Subsea hardware
- Line pipe
- Drilling tubulars
- Compressors
- Heat exchangers
- Cryogenic valves and fittings
- Structural steel



Key messages

- 2005 production target upgraded to at least 59MMboe
- Chinguetti, Enfield, Otway projects on schedule and within combined budget
- Healthy opportunity pipeline
- Strong production growth outlook
- 2006 production to increase by ~30%

Industry climate

- **High oil price**

Driving up resource and commodity prices

- **Increased competition for resources**

Large construction projects nationally and internationally constraining access to services and equipment

- **Rising cost of materials and services**

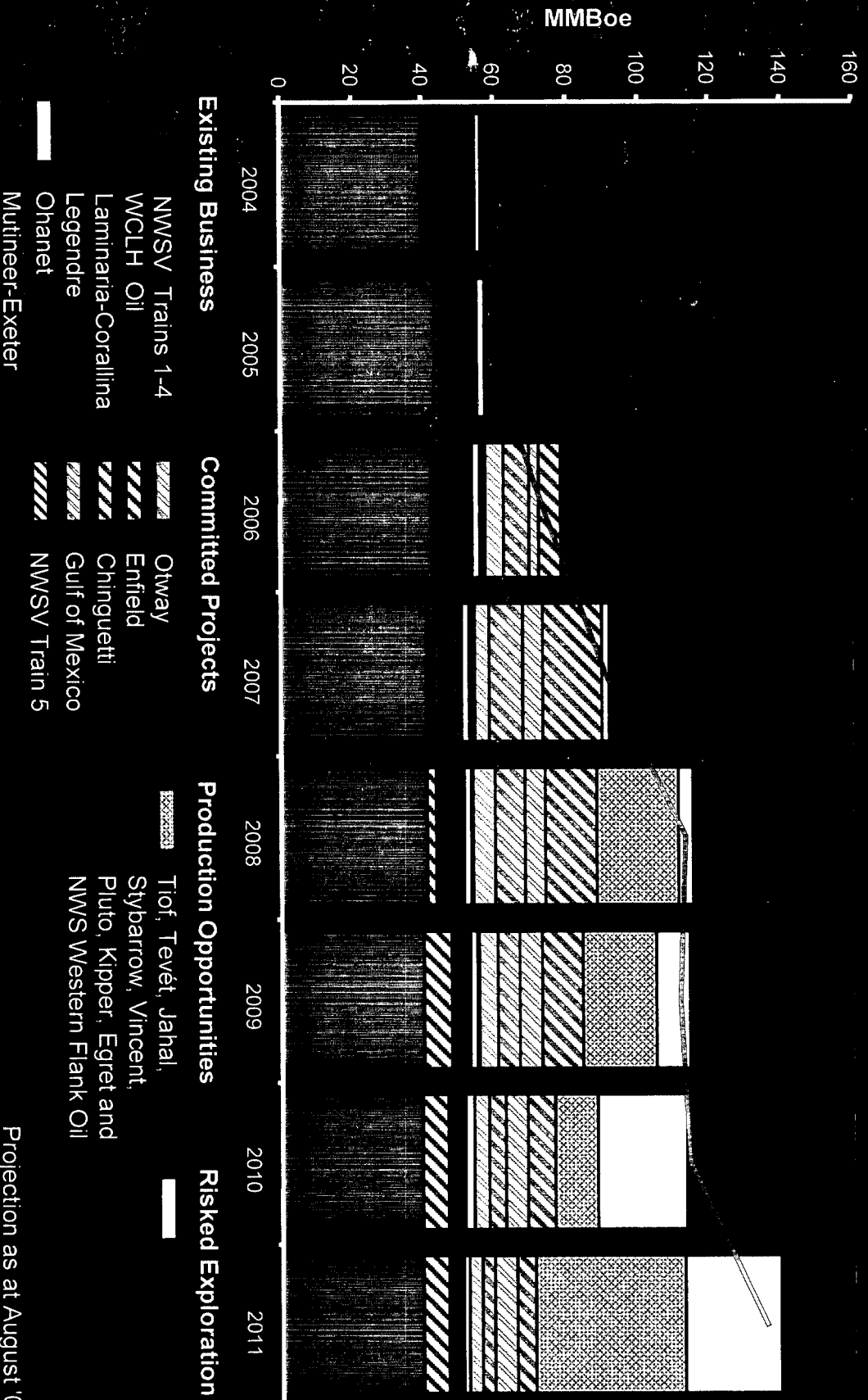
Caused by supply/demand imbalances

- **Increased competition for skilled people**



WOODSIDE

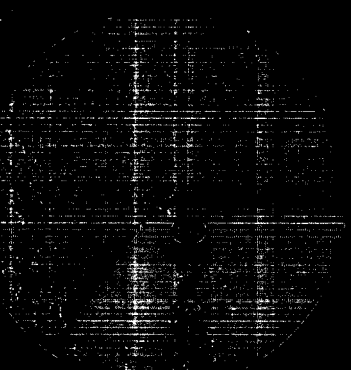
Production projection



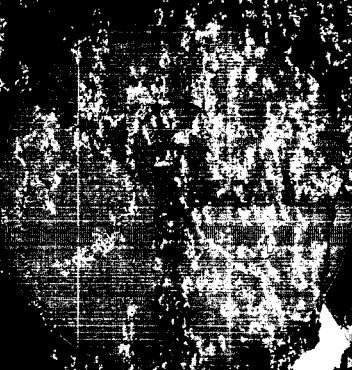
WCLH: Wanaea, Cossack, Lambert and Hermes Fields
 Note: Ohanet production in 2005-2011 derived using a flat oil price of US\$24/bbl

Increasing oil price exposure

1H 2005 Production

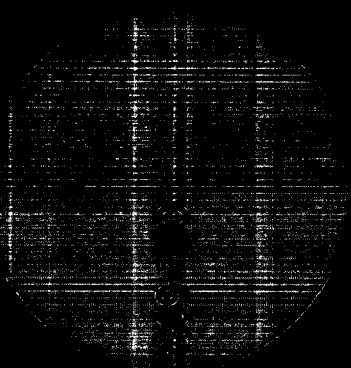


1H 2005 Revenue



Note: Oil includes Condensate

2007(F) Production



2007 Revenue

Upside from:

- Additional oil production, Chinguetti and Enfield
- Increased exposure to Henry Hub gas prices

(F) = Forecast

Production opportunity pipeline

Project	Design Work	Investment Decision	First Production	Status
Angel	✓	Q4 2005	Q4 2008	Design work started
Stybarrow	Q4 2005	Q4 2005	2008	Environmental Impact Statement approved
Vincent	Q4 2005	Q1 2006	2008	Environmental Impact Statement lodged
Kipper	1H 2006	Reviewing	2009	MOU signed for field development
Egret	Q2 2006	2007	2009	Planning phase initiated
Tiof (Mauritania)	Reviewing	Reviewing	Reviewing	Further appraisal studies
Pluto	Preliminary	2007	2011	Customer negotiations well advanced
Browse	Preliminary	2008-2010	2011-2014	Site evaluation, 2H 2005 appraisal
NWS Western Flank	Q4 2006	2008	2011	Progressing facility and subsurface studies
Jahal	Reviewing	Reviewing	Reviewing	Negotiating PSC terms and access
Sunrise	Stalled	Stalled	Stalled	Subject to regulatory, legal and fiscal certainty

Projects located in Australia unless otherwise noted
MOU = Memorandum of Understanding

Blue = Changes since August 2005

Committed project status

Project	Design Work	Investment Decision	First Production	Status
Midway (GoM)	✓	✓	End 2005	Delays due to Hurricane Katrina
Chinguetti (Mauritania)	✓	✓	End Feb 2006	Berge Helene on location, subsea installation underway
Otway	✓	✓	Mid-2006	Jacket arrived, Maersk Guardian arrived
GWA Low Pressure Train ¹	✓	✓	2H 2006	Assembling commissioning team
Enfield	✓	✓	Q4 2006	Riser installed on Nganhurra FPSO
Perseus 1B ¹	✓	✓	Q1 2007	Rig mobilisation work continuing
Perseus Over Goodwyn ¹	✓	✓	Q2 2007	Commenced linepipe coating
Neptune (GoM)	✓	✓	Late 2007	Steel cutting for tension leg started
LNG Train 5	✓	✓	Q4 2008	Site works and preassembly of modules started

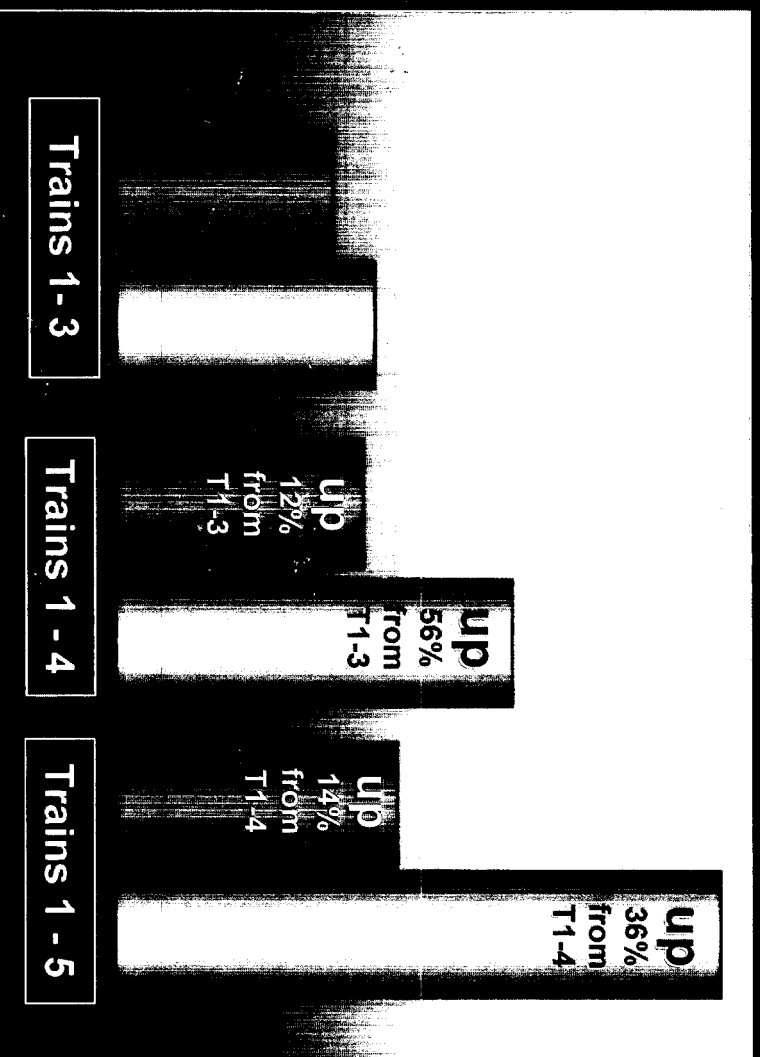
Projects located in Australia unless otherwise noted

Blue = Changes since August 2005

¹ Volumes already accounted for in NWSV Production Projection
Gryphon developments not shown

Woodside cost performance

Brownfield expansion, additional capacity at low incremental operating cost

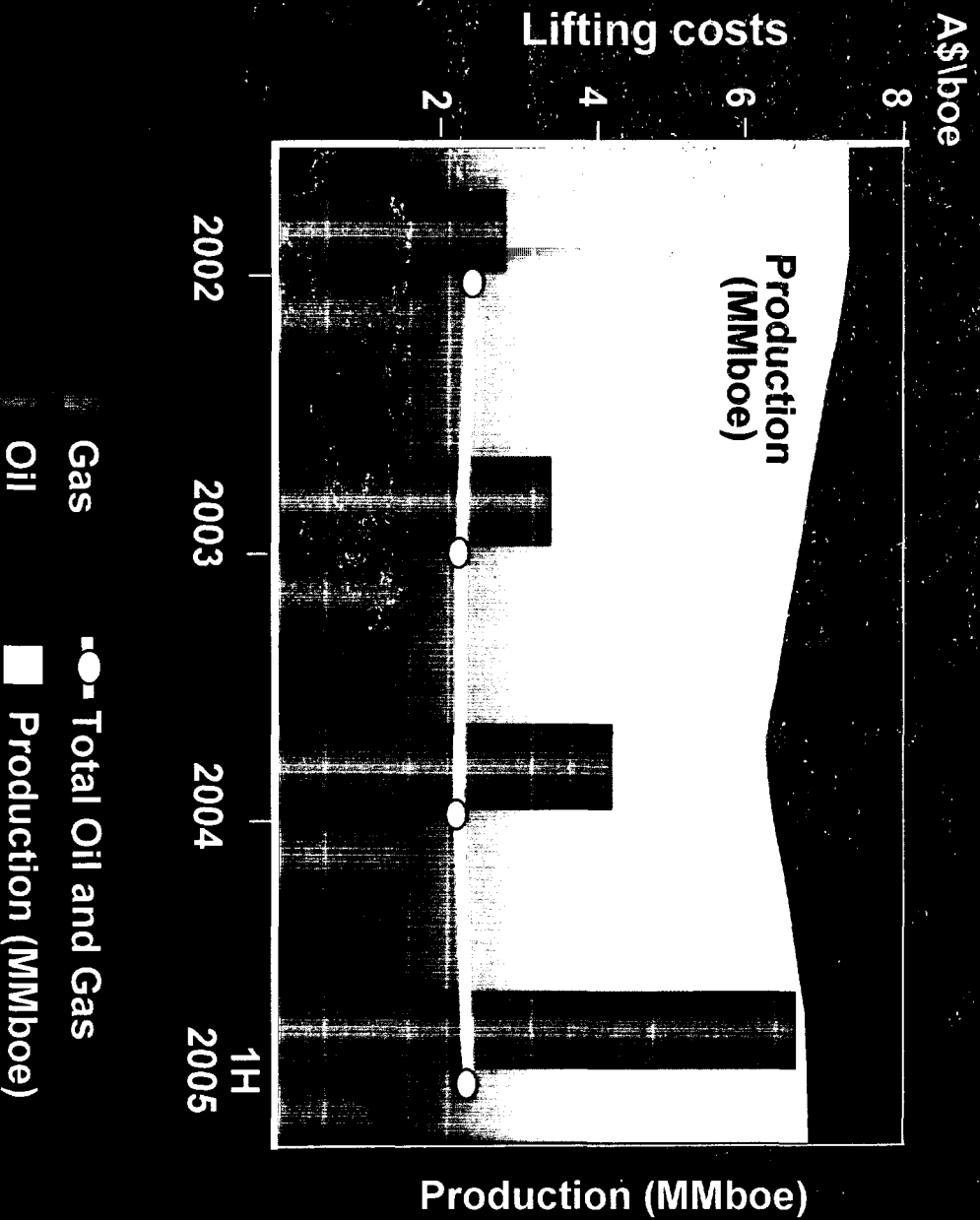


Gas system operating cost

LNG production capacity

Woodside – production

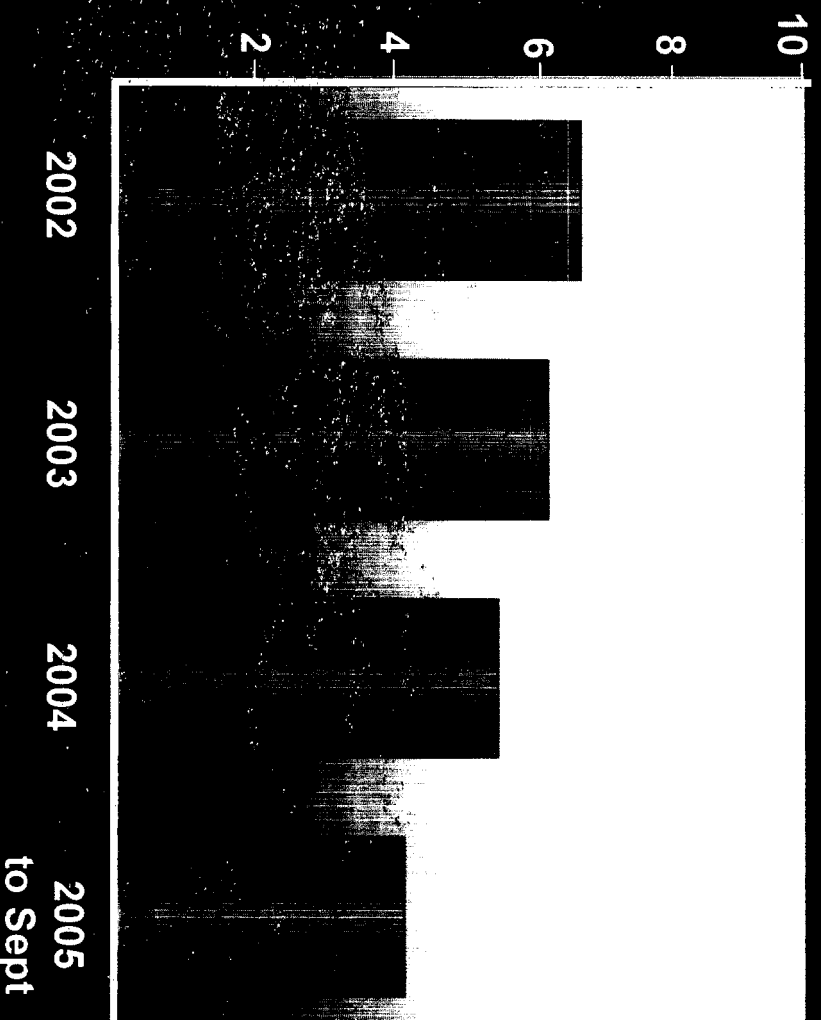
2005 production target upgraded to at least 59MMboe



Woodside safety

25% improvement in 2005 safety performance

Total Recordable
Case Frequency





WOODSIDE

Managing Market Challenges

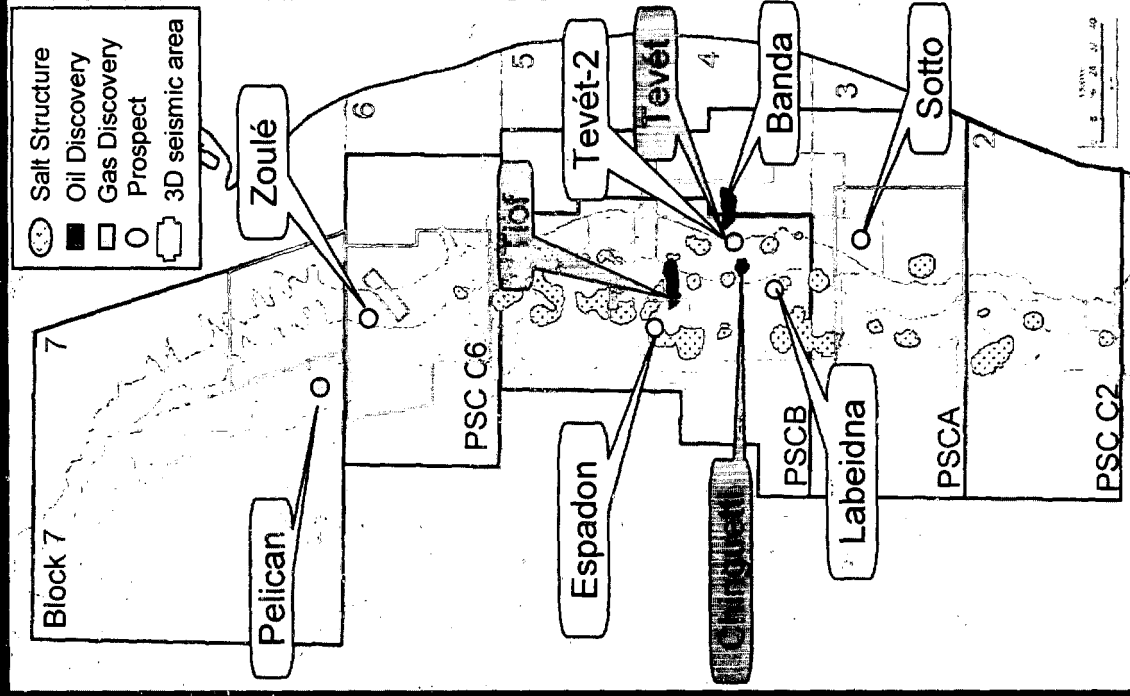
Keith Spence

Chief Operating Officer

Sydney

16 November 2005

Mauritania – exploration



• 2005 program

Up to 6 exploration wells

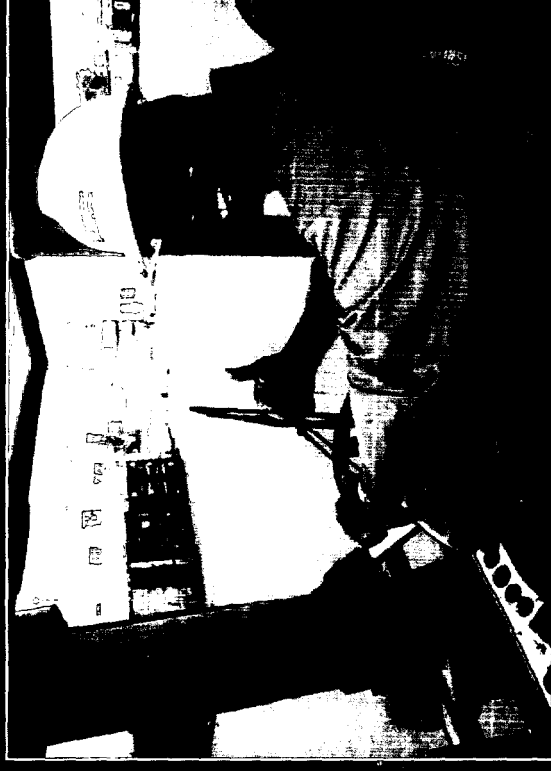
- Sotto-1 Unsuccessful
- Espadon-1 Unsuccessful
- Tevét-2 Oil column ~37m
- Tevét Deep Oil column ~6m
- Labeidna-1 Oil target
- Zoulé Oil/Gas target
- TBA Oil/Gas target

• 2006 program

3D seismic

4 exploration wells budgeted

2005 Mauritania achievements

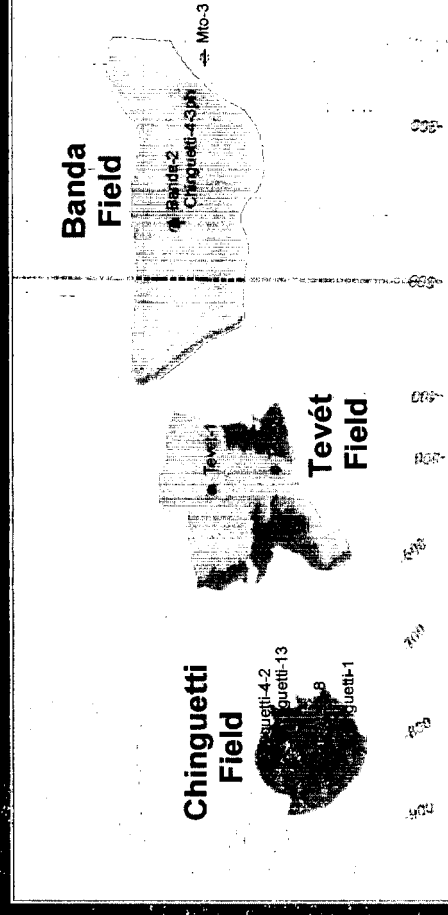


- Chinguetti success
- Tiof and Tevét appraisal
- Mauritania strategy
- Strengthened capability
- Community involvement
- Onshore acreage position established

Tevét discovery and appraisal

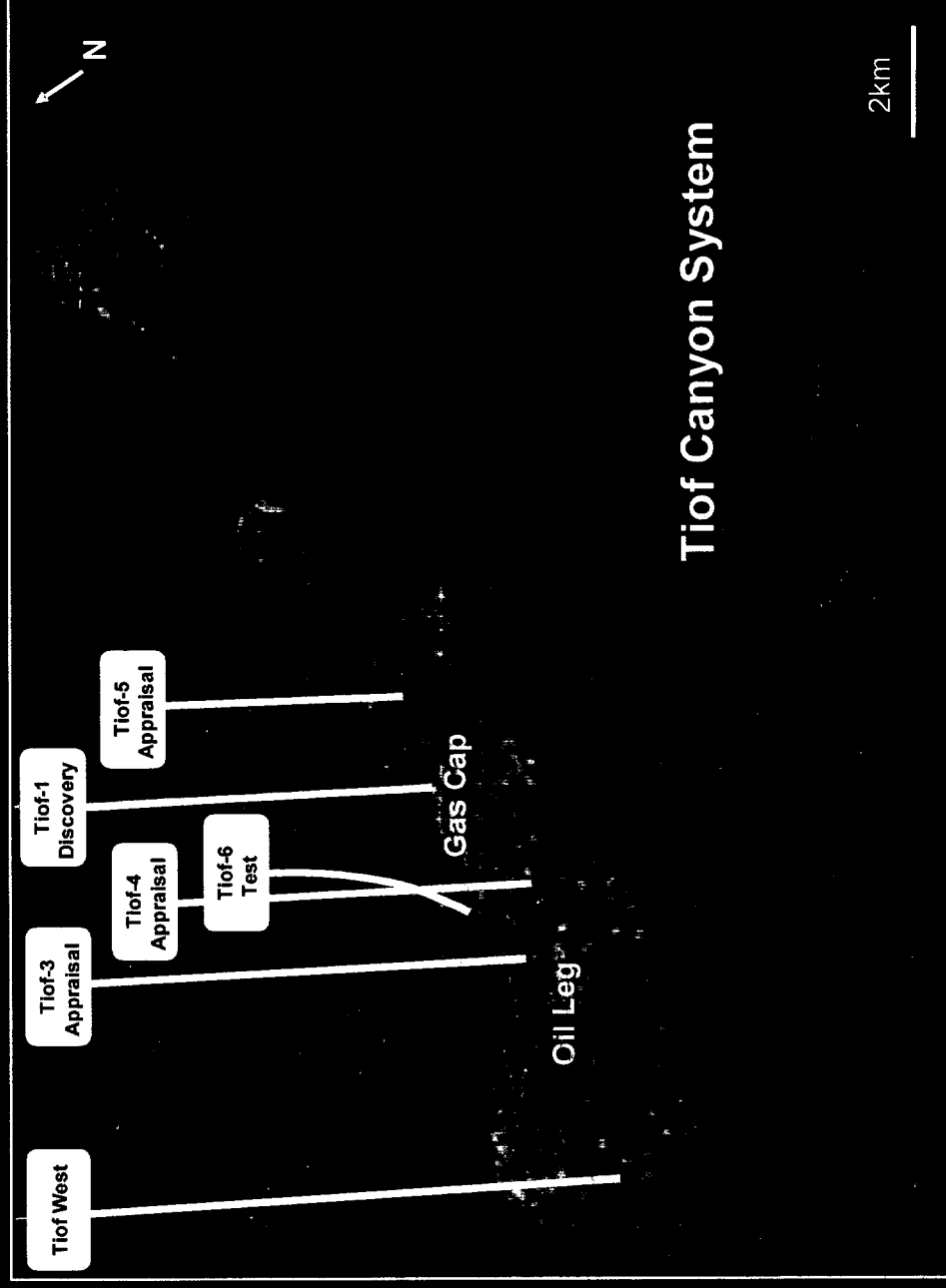


- 2004 Tevét-1 discovery
~70m gas column over
44m oil column in Miocene
- Tie-back distance to
Chinguetti (10kms)



- 2005 appraisal confirms southern extent and reservoir thickness but slightly reduced sand content
- Potential to fill spare Chinguetti capacity
- Exploration in Cretaceous confirms small hydrocarbon column. Encouraging result for future Cretaceous targets

Tiof appraisal



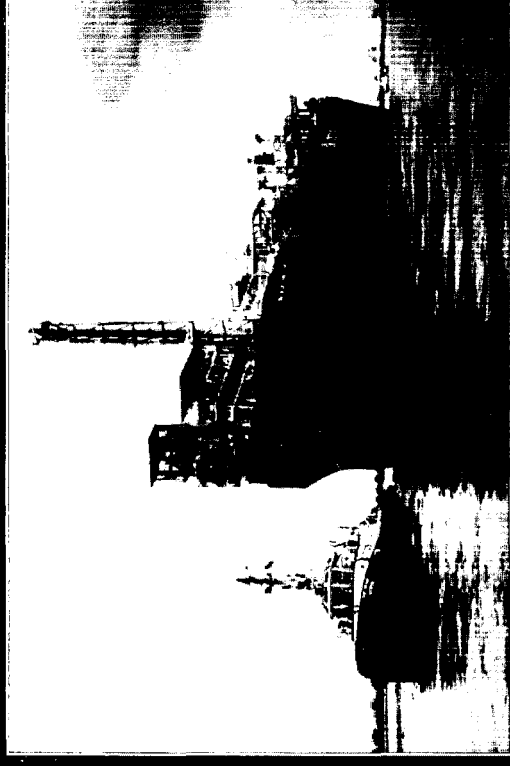
- Complex reservoir
- Further evaluation required

Chinguetti success

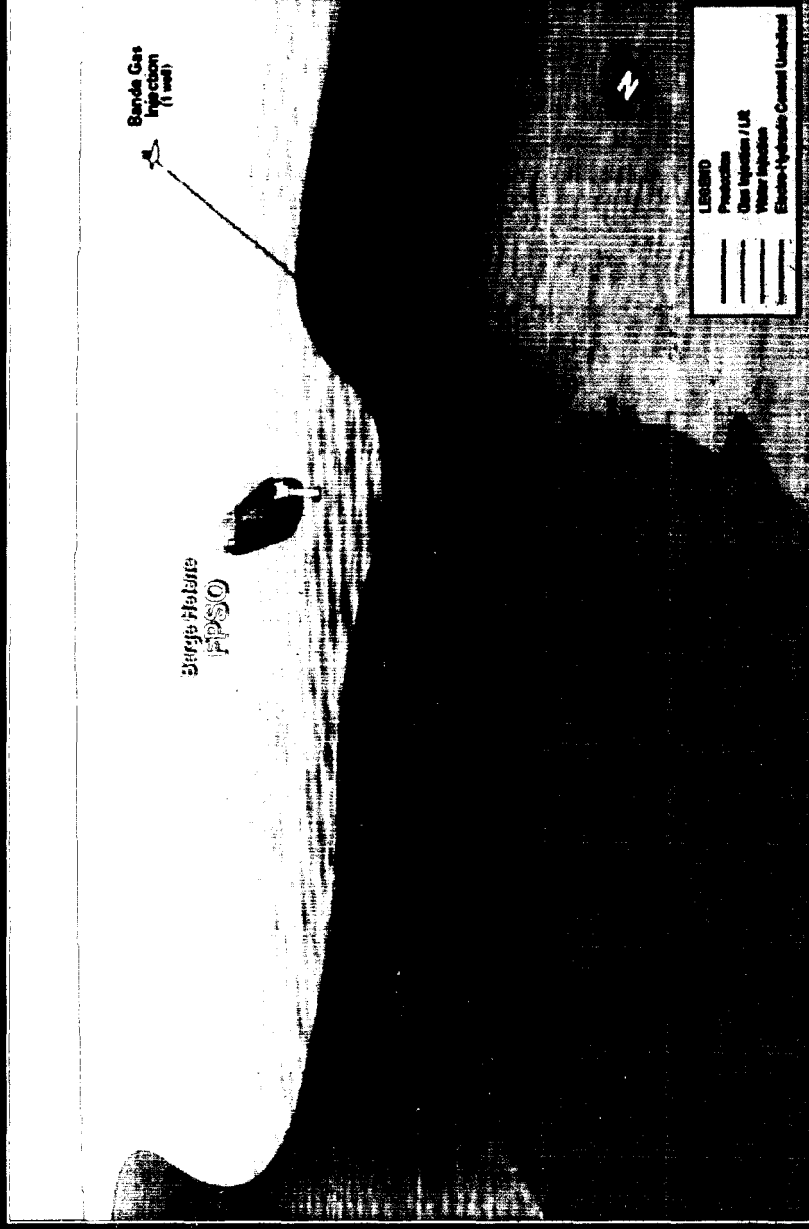


1st Woodside-operated international project delivering production

- *Berge Helene* on location
- Subsea installation underway
- Commissioning ~ mid-Dec 2005
- First oil target end February 2006



Chinguetti production



FPSO

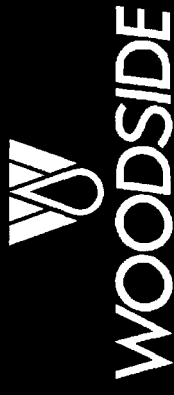
- Storage 1.65 MMbbl
- Permanently moored
- Production ~75kbpd

Subsea

- 6 production wells
- 5 water injection wells
- 1 gas injection well

Key messages

- Chinguetti success
(Discovery → production in 5½ years)
- Experienced management team in place
- Proving credentials as international operator
- Deliver shareholder value



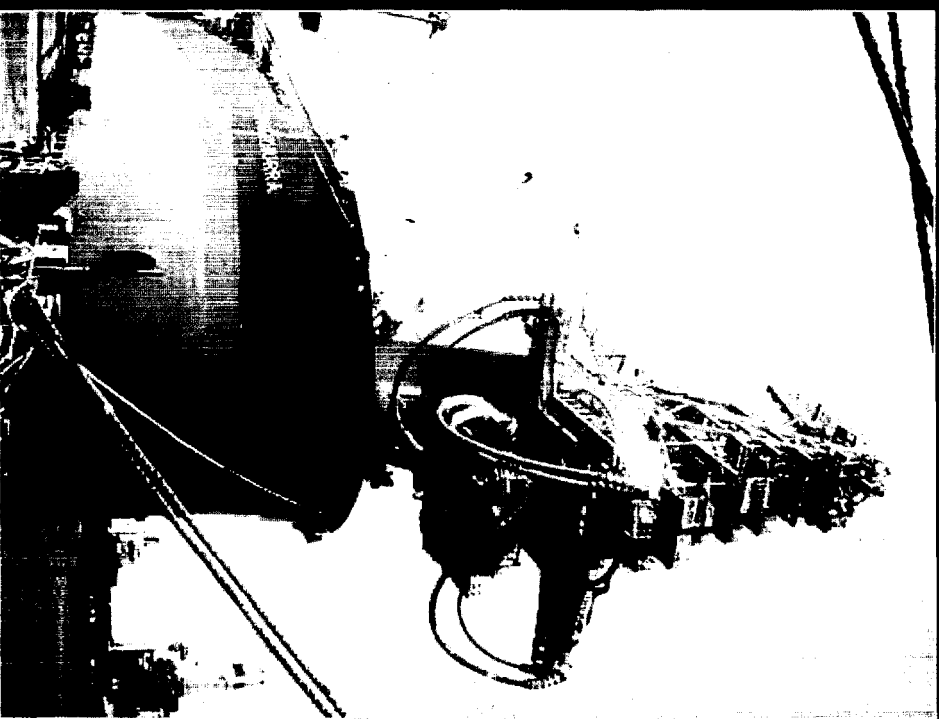
Australia Business Unit

Betsy Donaghey
Director Australia Business Unit

Sydney
16 November 2005

Enfield project delivery

- On schedule and budget
- First production Q4 2006
- Estimated reserves >125 MMbbl
- Production 100kbbbl/d



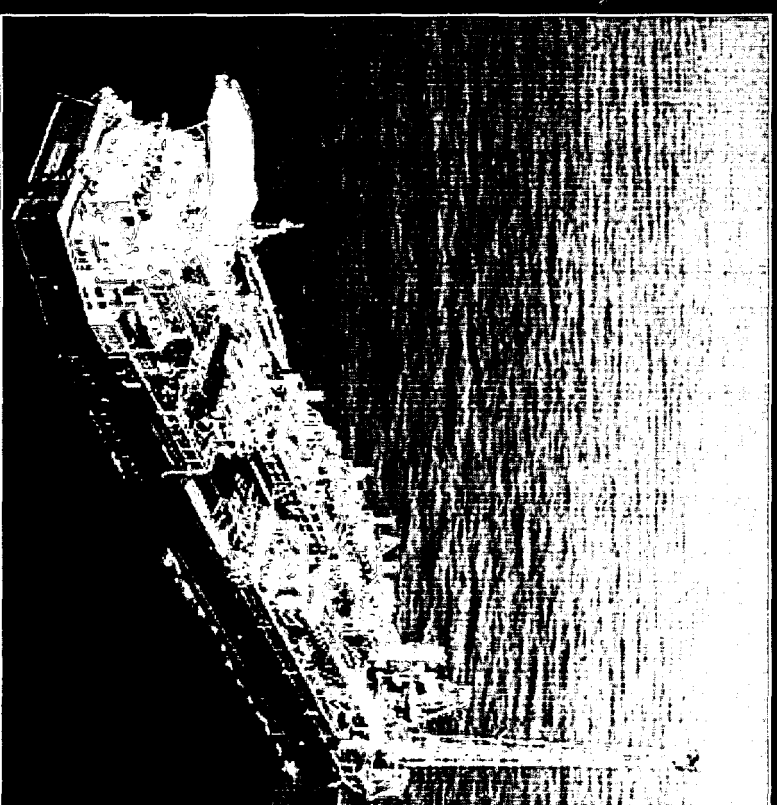
Riser in place on Nganhurra FPSO

2005 Achievements - existing business



- **Mutineer-Exeter**
 - First production
- **Laminaria**
 - Shell equity
 - OPEX

OPEX = Operating Expenditure
- **Legendre**
 - Availability
 - Capacity



Laminaria FPSO – Northern Endeavour

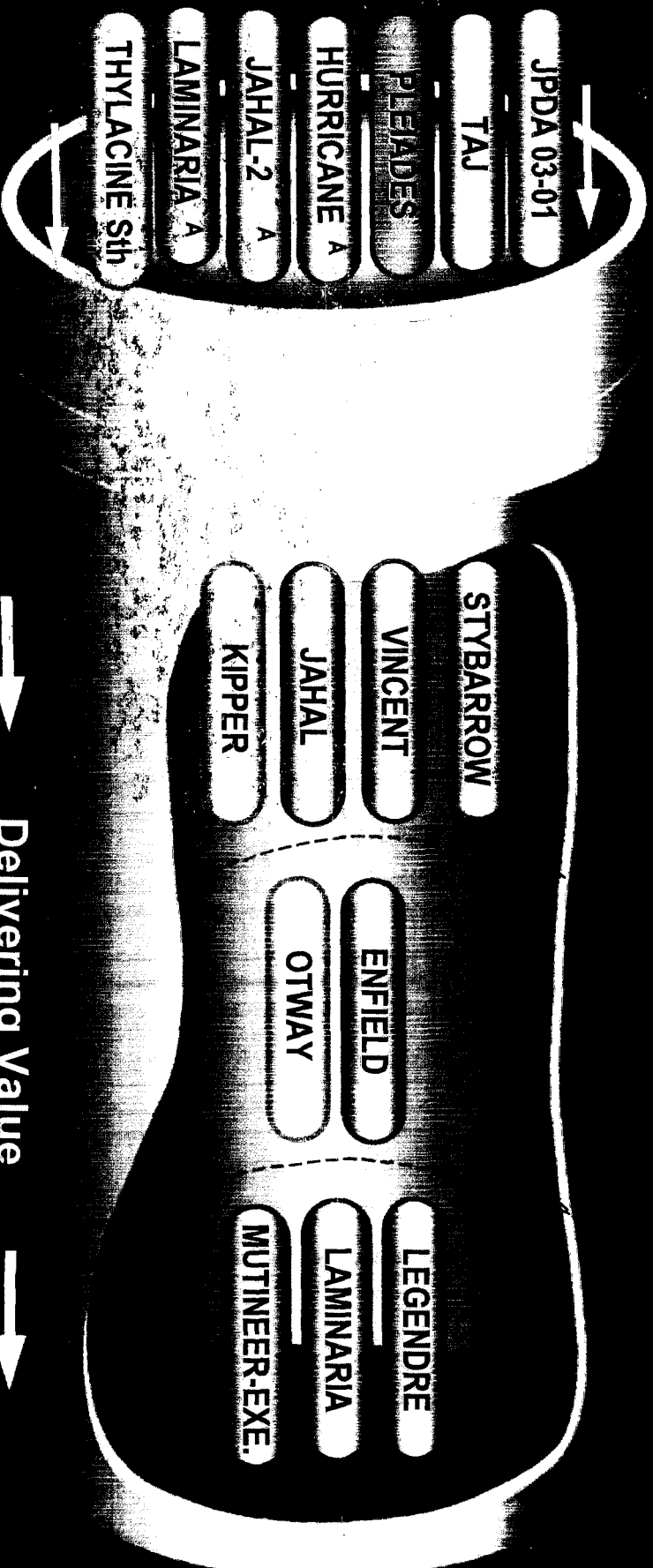
Delivering growth

EXPLORATION &
APPRAISAL

PRODUCTION
OPPORTUNITIES

COMMITTED
PROJECTS

EXISTING
BUSINESS



Australia & Timor Sea

LAMINARIA-CORALLINA

JAHAL

MUTINEER-EXETER

LEGENDRE

STYBARROW

ENFIELD

VINCENT

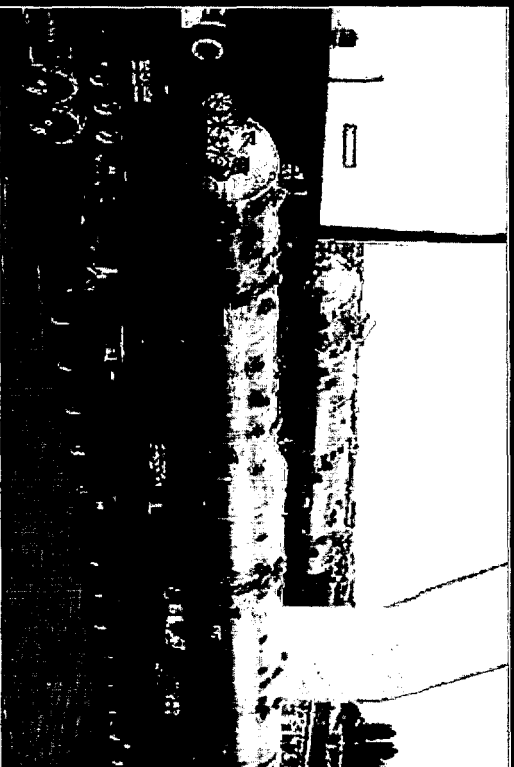
OTWAY

KIPPER

OIL

GAS

Otway project delivery



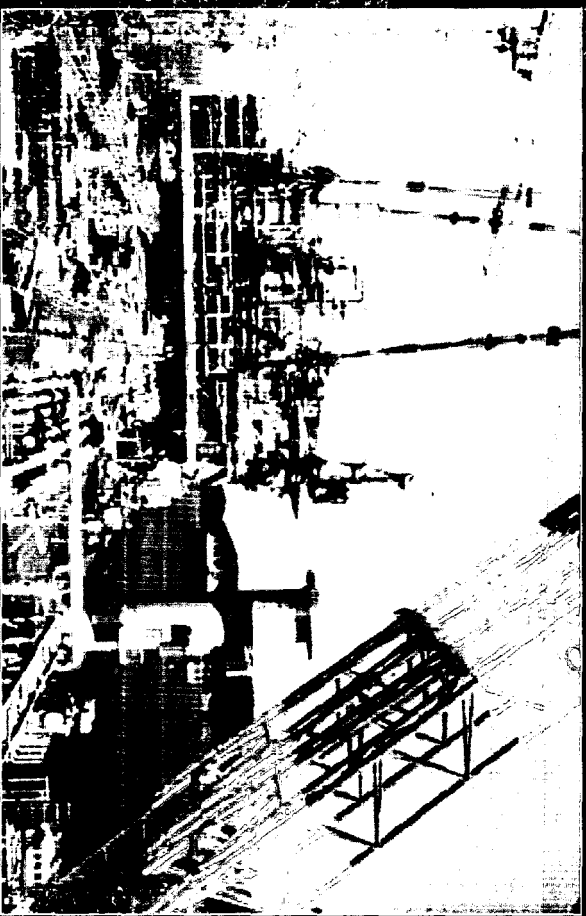
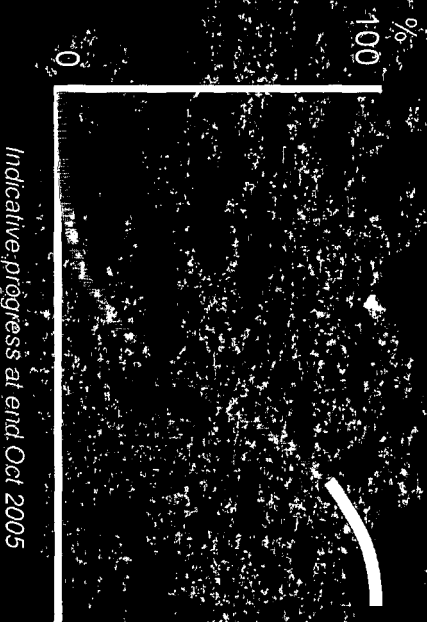
Columns arrive for onshore gas plant

- On schedule and budget
- First production mid-2006
- Recovery
 - 948 Bcf raw gas
 - 12.2 MMbbls condensate
 - 1.7mt of LPG
- Production 60PJ/a

Enfield project status



Progress



Topside installation - Nganhurra FPSO

- FPSO hull complete and topside integration underway
- FPSO anchors and mooring legs installed
- Development drilling over 50% complete

FPSO = Floating Production Storage Offtake facility

Production opportunities



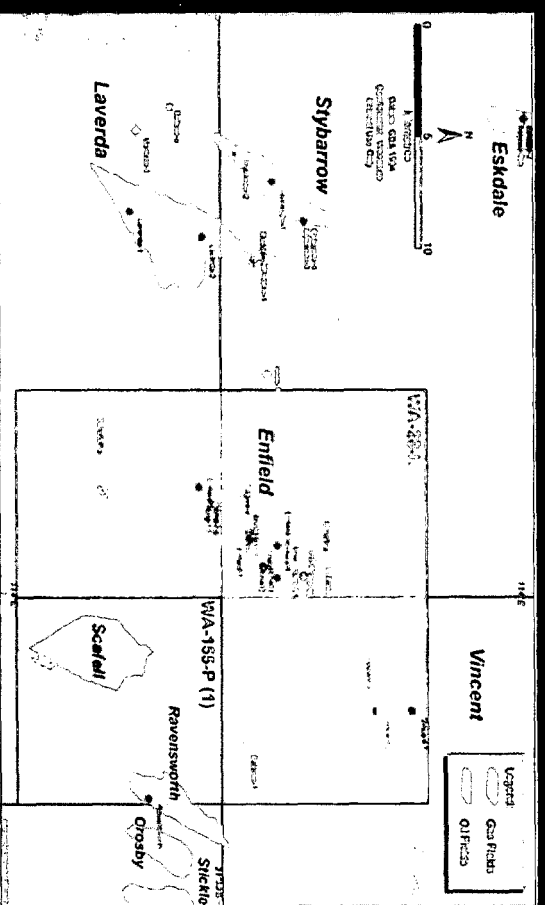
- **Stybarrow**

- Woodside 50% (BHPB Operated)
- EIS* approved
- Investment decision target late 2005
- First production target 2008

* EIS: Environmental Impact Statement

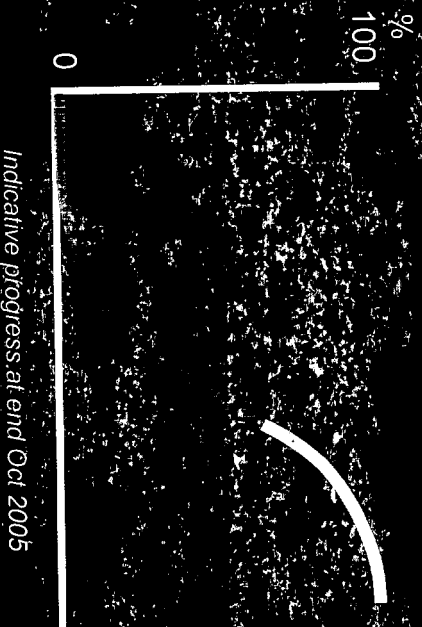
- **Vincent**

- Woodside 60% (Operator)
- Investment decision target Q1 2006
- First production target 2008

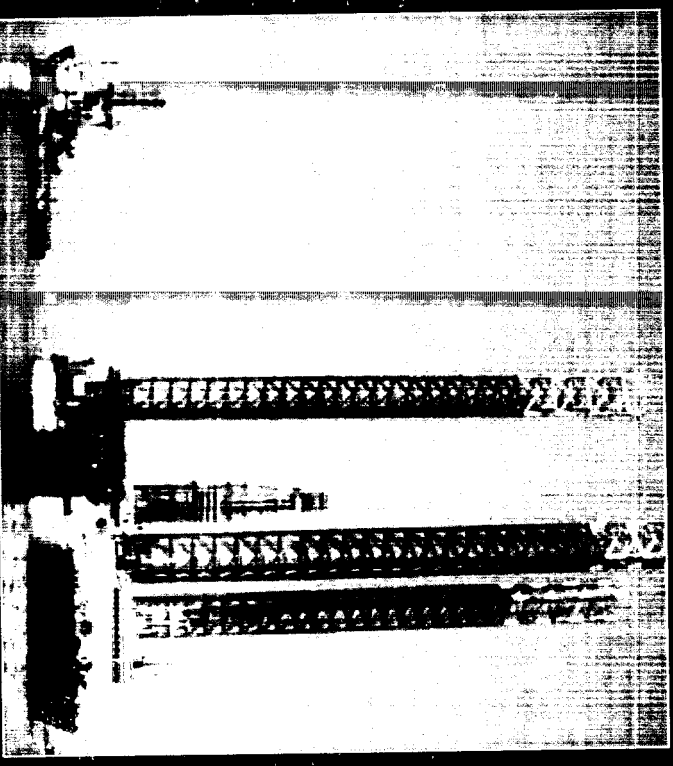


Otway project status

Progress



- Shore crossing complete
- Onshore gas plant civil works well advanced
- Drill rig – Nov 2005 for jacket and topsides installation and production wells



'Maersk Guardian' drill rig in transit to Otway



WOODSIDE

NWS Venture Business Unit

Dr Jack Hamilton

Director – North West Shelf Venture

Sydney

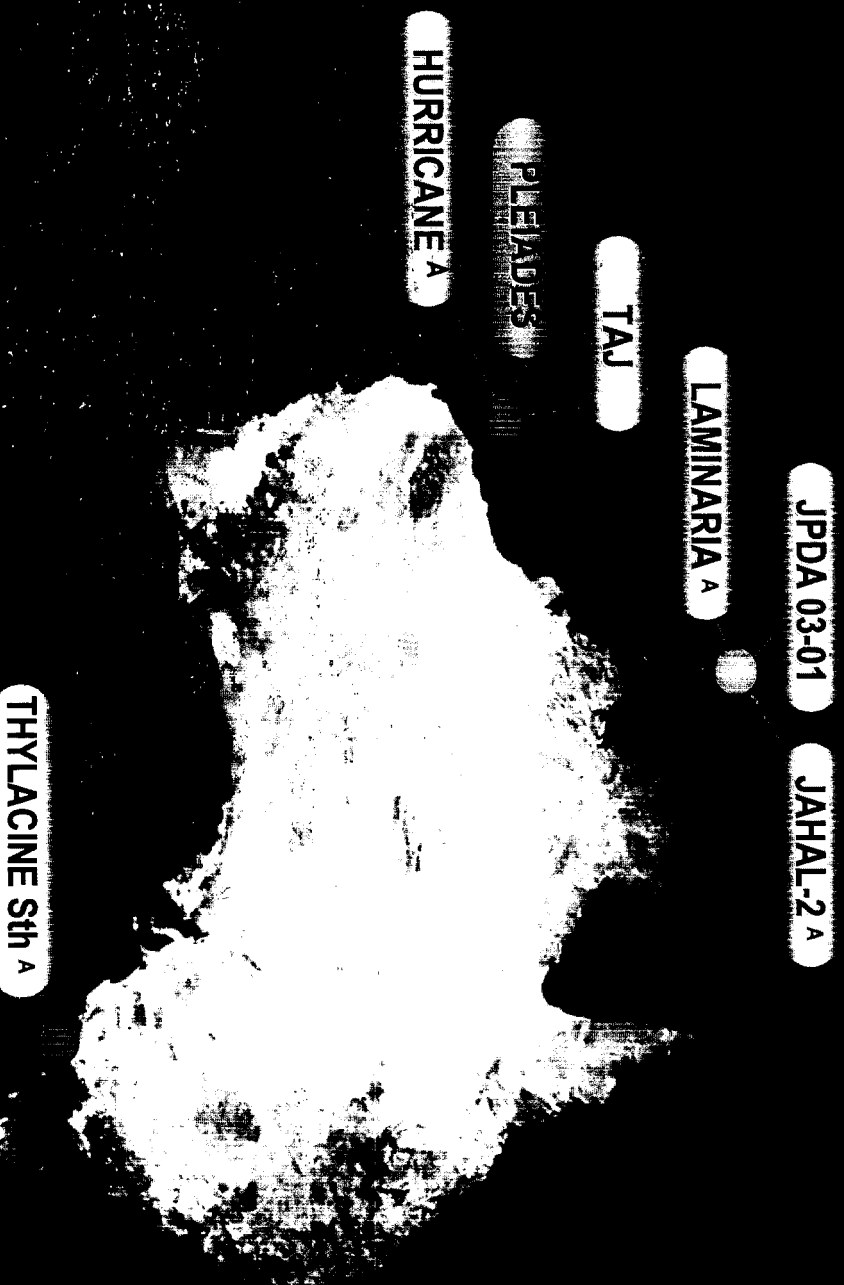
16 November 2005

Key messages

- Efficiently managing operations
- Delivering current projects
- Driving new developments



Potential exploration opportunities



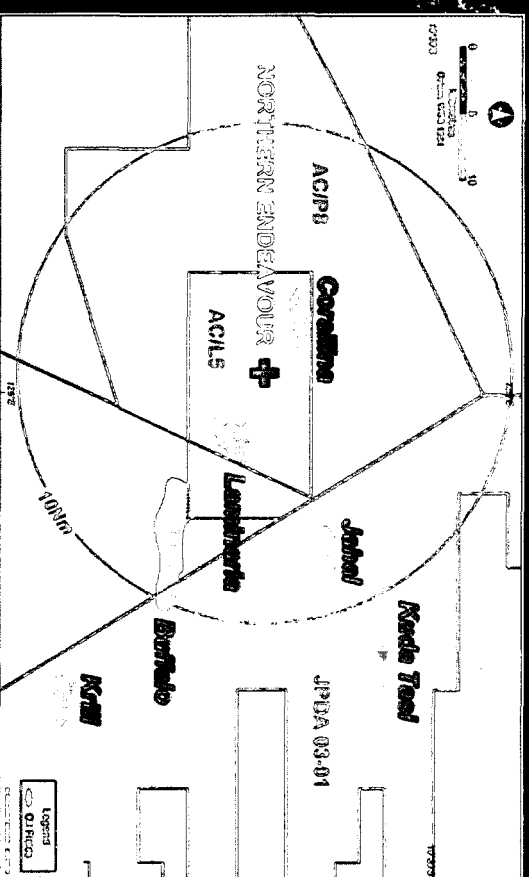
A = appraisal

OIL GAS

Production opportunities



- **Jahal**
 - Woodside 40% (Operator)
 - New PSC pending
 - JV alignment
 - Possible tie-back to 'Northern Endeavour'
- **Kipper**
 - Woodside 21%¹ - after unitisation (Esso Operated)
 - Design work to start early 2006
 - MoU signed for field development
 - First production target 2009²



¹ Vic/RL2 Woodside 30%

² Subject to funding and corporate approvals

MoU = Memorandum of Understanding

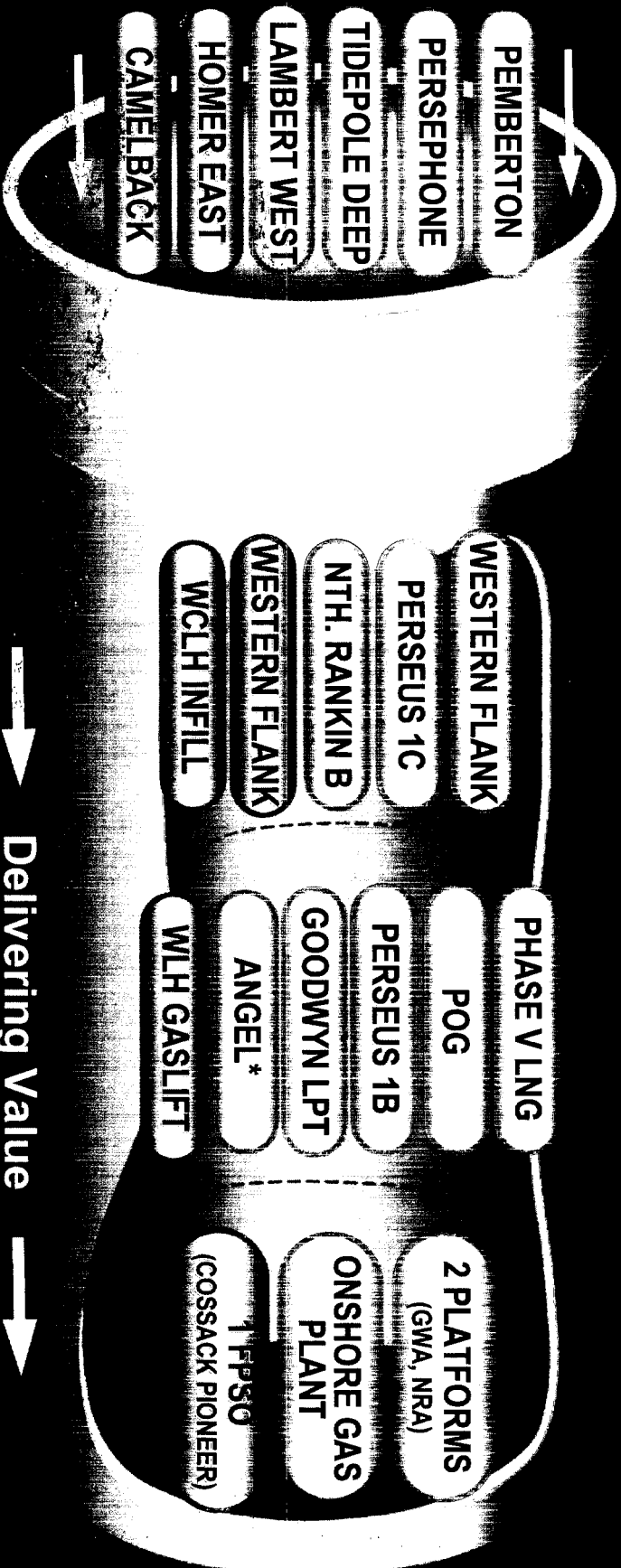
Delivering growth

EXPLORATION &
APPRAISAL

PRODUCTION
OPPORTUNITIES

COMMITTED
PROJECTS

EXISTING
BUSINESS



- Final Investment Decision commitment due December 2005
- At this stage, FID decision only taken by Woodside

POG - Perseus over Goodwyn
WCLH - Wanaea-Cossack Lambert-Hermes
NRA - North Rankin A

LPT - Low Pressure Train
WLH - Wanaea-Lambert-Hermes
GWA - Goodwyn A

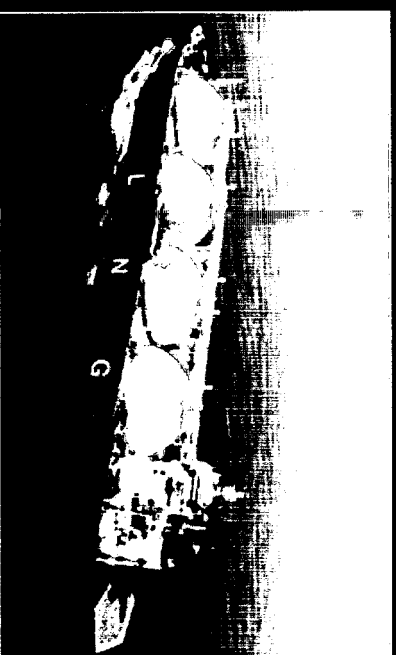
OIL

GAS

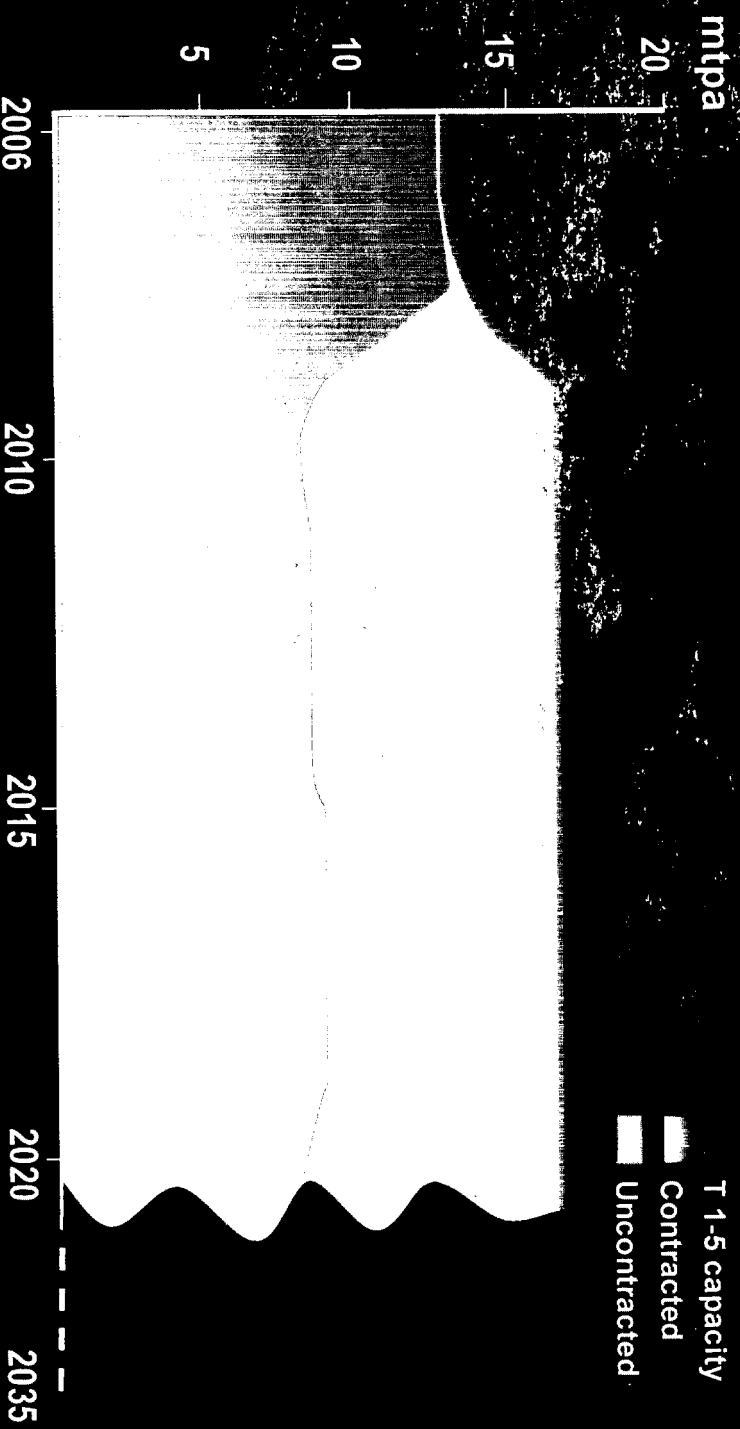
Keys to success



- Manage world-class facilities and maintain safe, reliable supply
- Grow hub to optimise value
- Leverage competitive LNG Train 5 brownfield opportunity
- Deliver sustained value from long-term contracts and long-life reserves



Contracted capacity



- Strong customer demand for uncontracted volume
- Marketing focus North Asia, particularly Japan
- Re-contracting discussions well advanced

Projects scorecard



Project	FID	First Production	NWSV Capital Cost A\$Billion	On Target
Perseus over Goodwyn	Dec 2004	1H 2007	0.7	✓
Perseus Phase 1B	Apr 2005	Q1 2007	0.2	✓
WCLH 2005 Development Well Gaslift	June 2005	Q3 2006 Q4 2007	0.2	✓
LNG Phase V	June 2005	Q4 2008	2.0	✓
Angel	Dec 2005	Q4 2008	1.6	✓

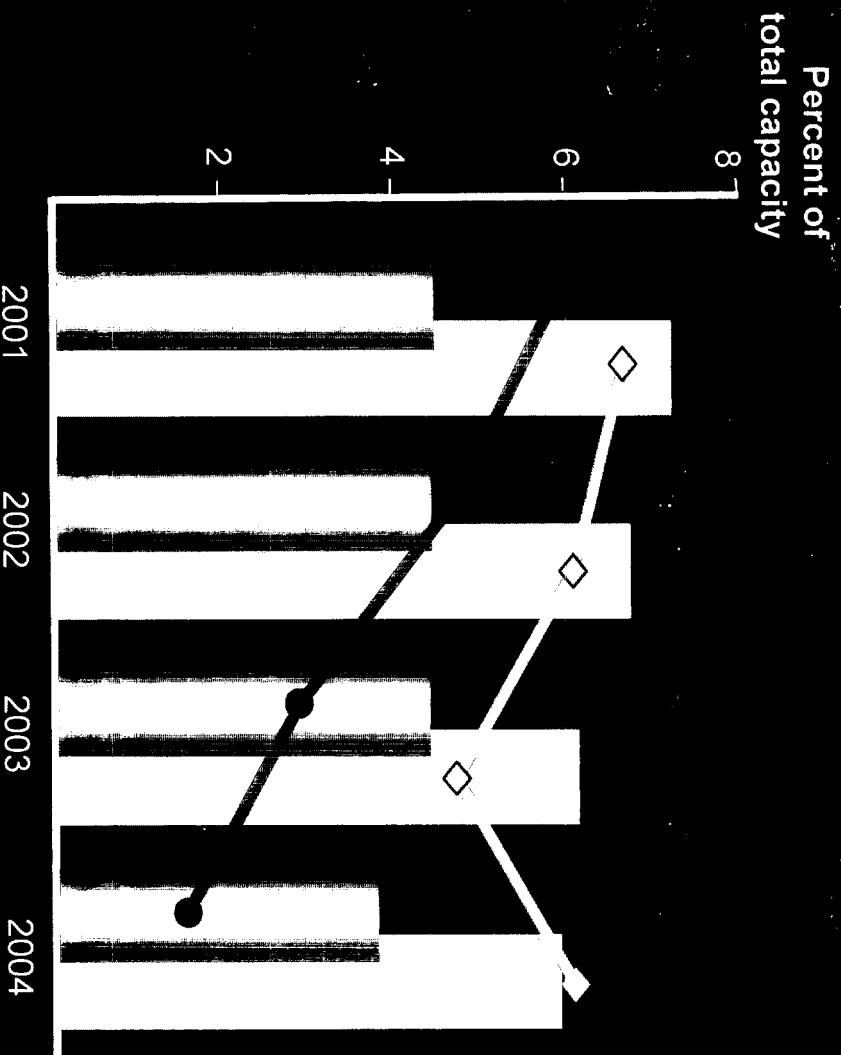
FID = Final Investment Decision

WCLH = Wanaaa-Cossack Lambert-Hermes

Delivering reliable operations



- LNG plant operations benchmark among world's best
- Train 4 compressor failure - cause identified, learnings applied



Yearly downtime



NWSV includes Train-4 from Q4 2004



Peer Group

Downtime measured when production is below max. daily capacity

Annualised from cycle time



NWSV (Karratha)



Peer Group

Downtime taken over major shutdown cycle:
Karratha – 6yrs; Peer Group – 5+yrs

Phase V – LNG expansion



Phase V project includes:

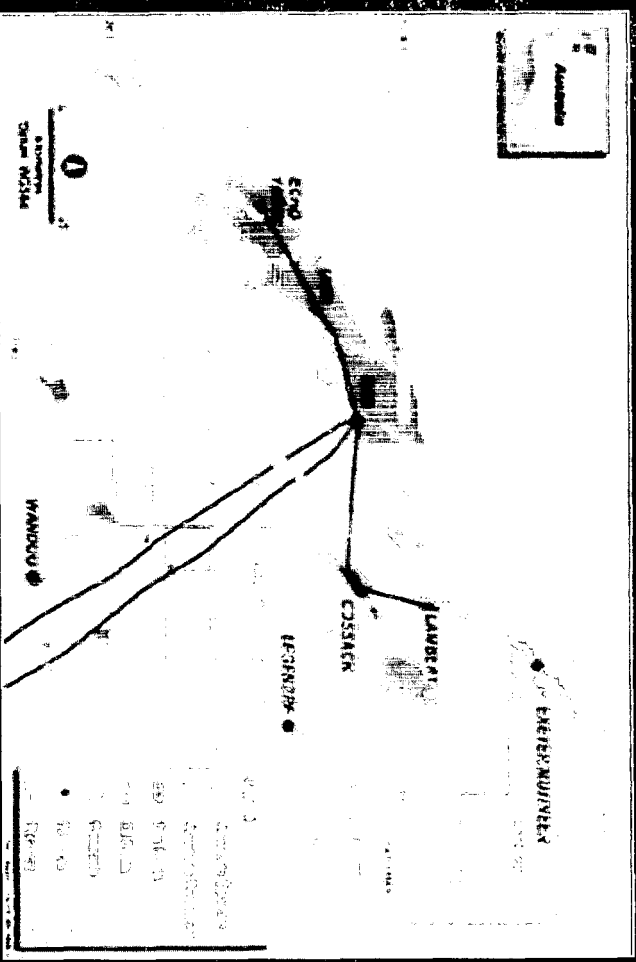
4.4 mtpa LNG Train 5
Acid-gas removal unit
Fractionation unit
Jetty spur
Second loading berth
Power generation facilities
Support facilities

- June 2005 capex approval of A\$2 billion
- Aug 2005 construction began
- Expect
 - mid-2008 commissioning
 - Q4 2008 first shipment
- Total system capacity (Trains 1-5) expected to increase to 16.3 mtpa
- Optimised onshore and offshore production capacity

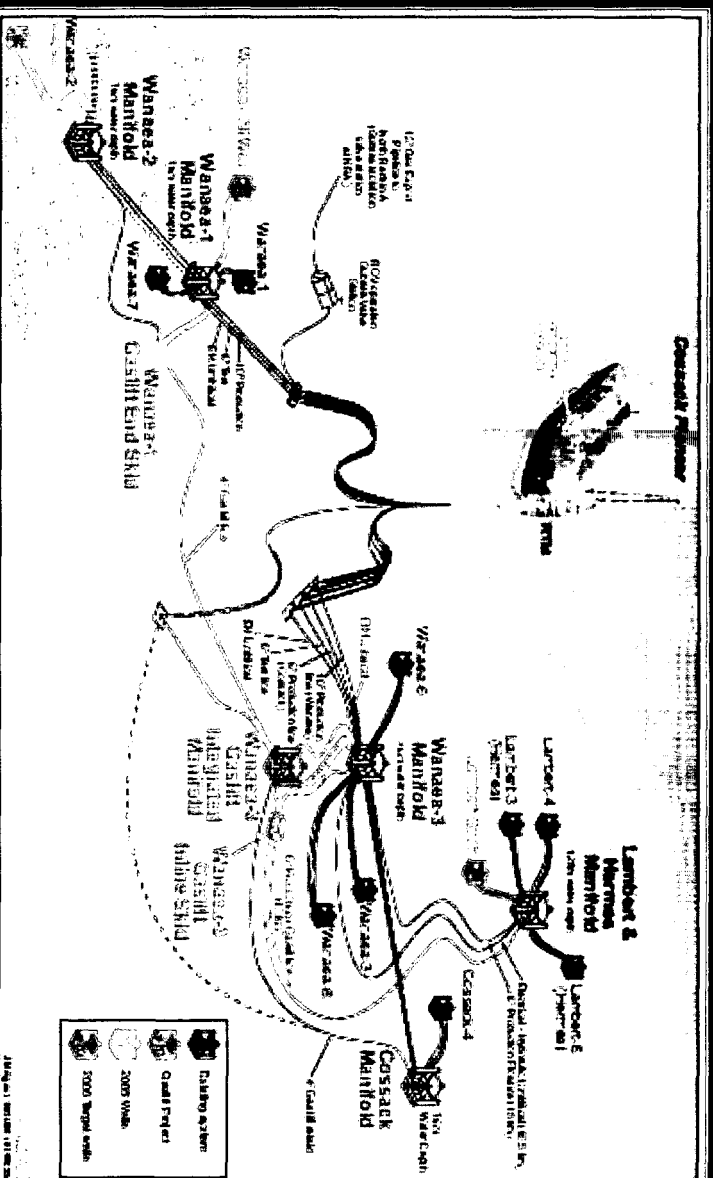
Sustaining value – offshore gas supply



- 9 Tcf produced of 33 Tcf expectation reserves
- Maintain reliable gas supply through:
 - Perseus
 - Angel
 - Goodwyn Low Pressure Train
 - North Rankin B Compression
- In addition to Phase V, investing A\$5 billion in offshore projects in next 5 years



Sustaining value – oil projects



- Wanaea-1 and -7 subsea repairs Nov/Dec 2005
- Planned wells Wanaea South – Q1 2006
Lambert South, Wanaea infill wells – mid/late 2006
- Studies underway for new oil opportunities
e.g. Egret tie-in to Cossack Pioneer, Western Flank Oil
- Subsea expansion to add production from Q1 2006

Future opportunities - growing value



- **Exploration**

- 4 strong gas candidates
 - 2 strong oil candidates

- **Gas**

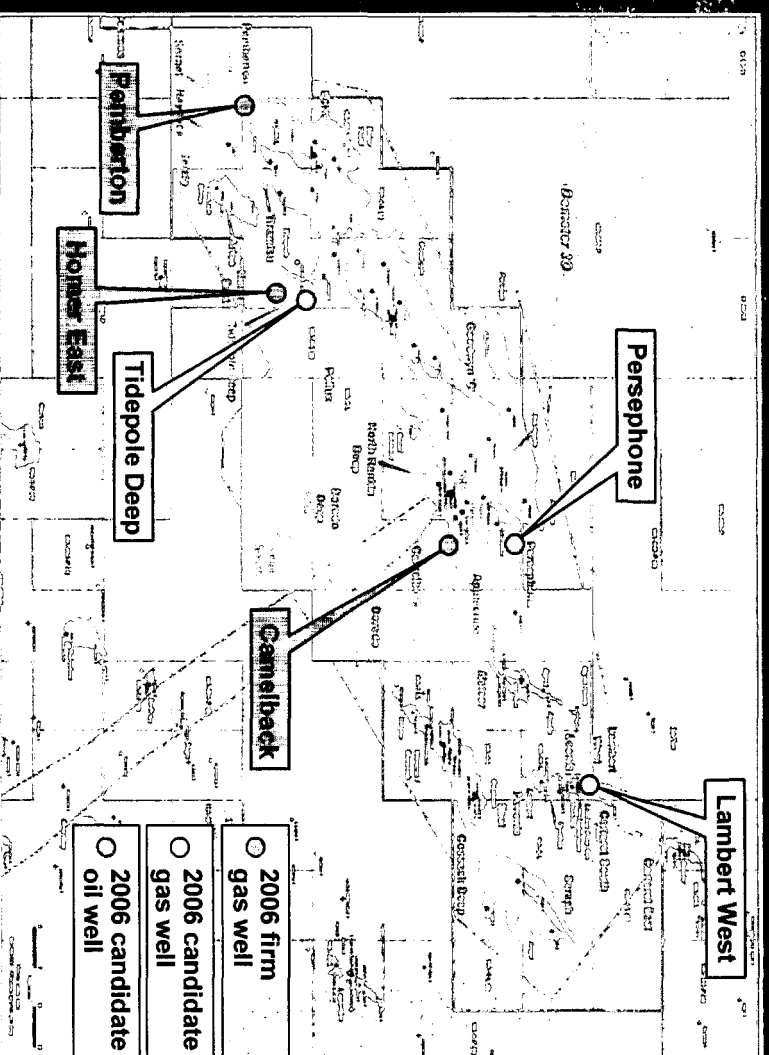
- Western Flank gas
 - Perseus 1C

- **Oil**

- Western Flank oil
 - Egret
 - Wanaea Cossack infill

- **Investment**

NWSV could spend A\$3 billion on exploration and developing gas and oil opportunities over next 5 years



Key messages



- Long-life reserves (NWSV ~24Tcf to produce)
- Very strong customer demand for uncontracted LNG volumes from 2009
- Pipeline of significant onshore and offshore projects over next 5 years
- Significant value capture through growing, managing and sustaining production



WOODSIDE

Woodside USA Business Unit

David McCubbin

President - Woodside Energy (USA) Inc.

Presented by Don Voelte

Sydney

16 November 2005

GOM strategy



Requirements for GOM success	Woodside pre-2005	Explore Enterprises	Gryphon Acquisition	Current
Strong lease position	✓	—	✓	✓
High quality seismic	✓	—	✓	✓
Experienced management	—	✓	—	✓
Technical team	✓	—	✓	✓
Access to deal flow	—	✓	✓	✓
Production	—	—	✓	✓

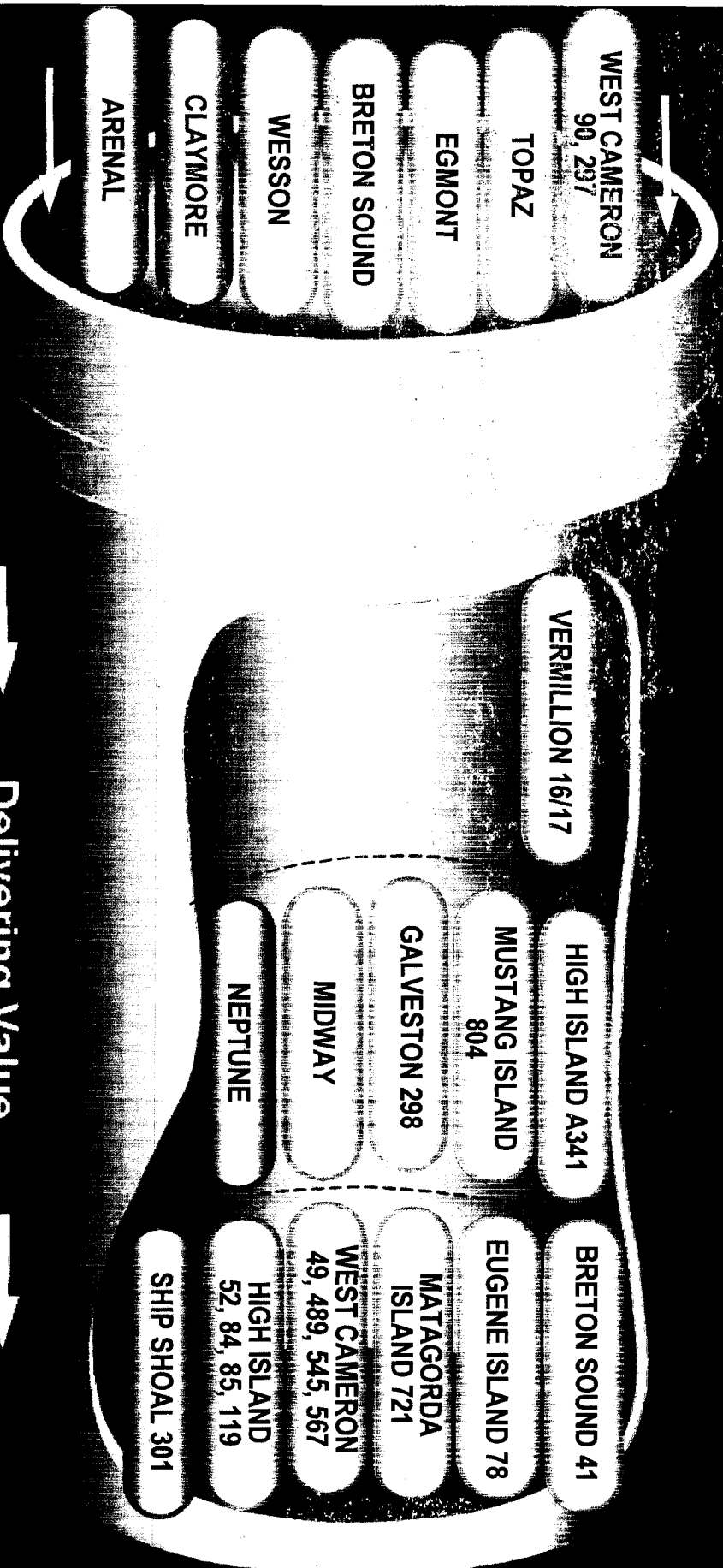
Delivering growth

EXPLORATION &
APPRAISAL

PRODUCTION
OPPORTUNITIES

COMMITTED
PROJECTS

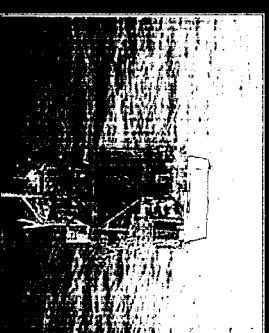
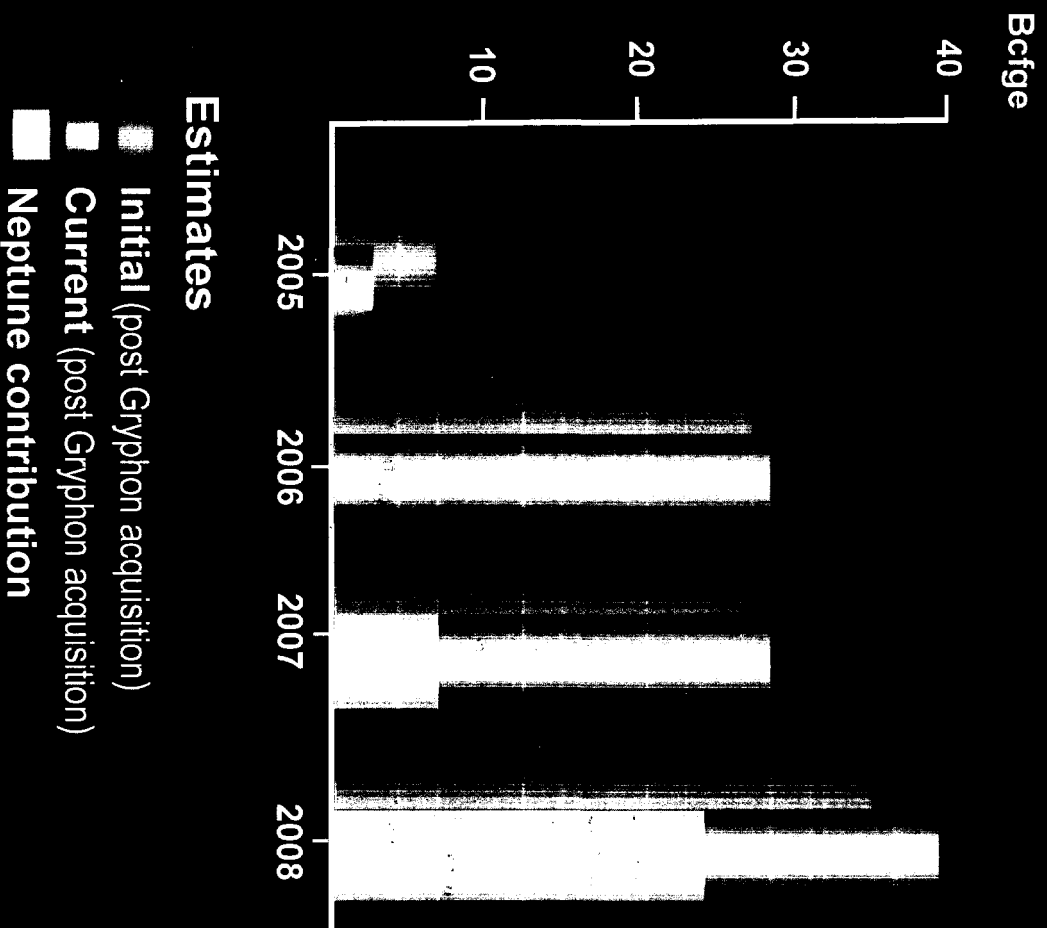
EXISTING
BUSINESS



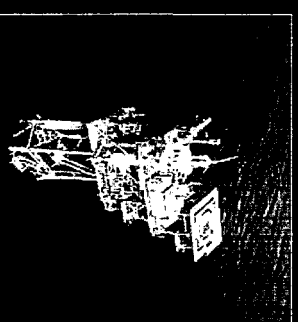
Delivering Value



GoM production



High Island 119

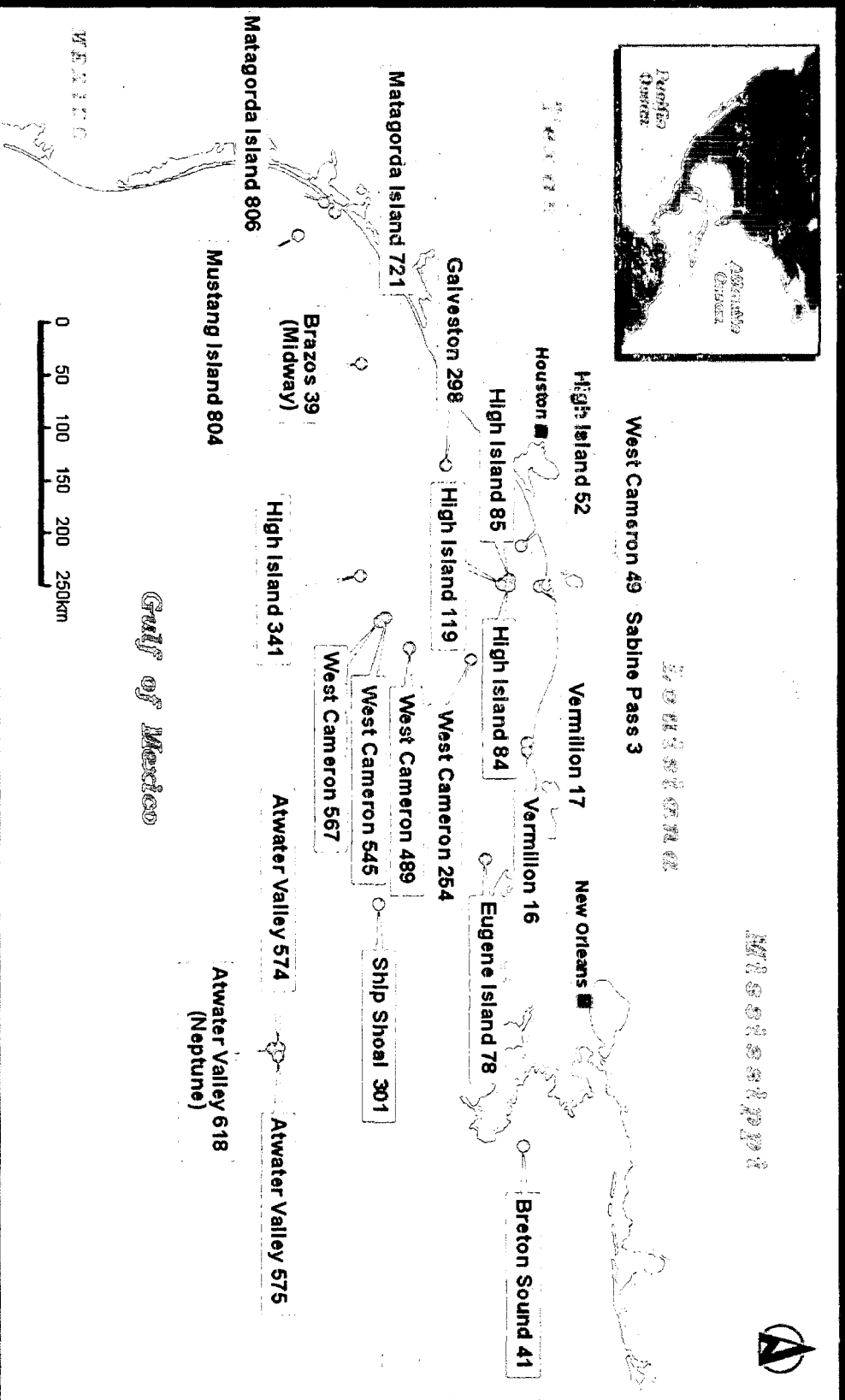


High Island 52



Breton Sound 41

GoM production



GOM developments



	Woodside Working Interest %	Woodside Capital Cost US\$M	Forecast Production Date
Mustang Island 804	75	10	Jan 2006
Galveston 298	100	7	Jan 2006
High Island A341	40	4	Jan 2006
Vermillion 16/17	20	3	Jan 2006
Brazos 39 (Midway)	50	5	End 2005
Atwater Valley 574, 575, 618 (Neptune)	20	172	Late 2007

2006 exploration

- **Secure long-term rig contracts**
 - Deepwater:** Currently negotiating rig contracts
 - Shelf:** 3 rigs drilling
Expect 6 rigs drilling by Jan 2006
- **Up to 23 exploration wells planned**
- **Planned expenditure**
~US\$134 Million

Key messages

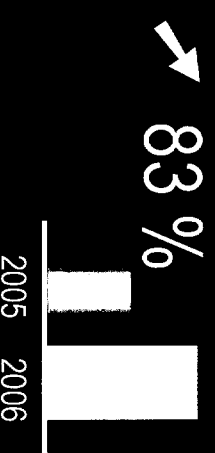
Exploration wells

2005 9 wells
2006 ~23 wells



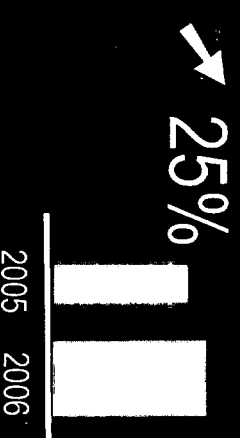
Producing fields

2005 12 fields
2006 22 fields



Development projects

2005 8 projects
2006 10 projects





WOODSIDE

Delivering Growth Summary

Don Voelte

**Chief Executive Officer
and Managing Director**

Sydney

16 November 2005

Value Creation

Overview

- aspirations for big lift in production beyond the 2006 projects of Chinguetti, Otway, Enfield

Financial Mngt

- new projects deliver growth in cash flow, dividends and margins

Exploration

- 2006 drill activity up 90%, several large targets

M & A

- we have capability & capacity, but no pressure

LNG Opportunity

- Woodside is well placed as demand increases

Browse

- 2006 to be a big year with concept facilities selection studies, marketing and further drilling

Pluto

- Negotiations for gas sales well advanced with North Asian customers for base volumes



Value Delivery

- **Operations** – safety tracking well and costs under control. Production target raised to be at least 59MMboe for 2005
- **Africa** – Chinguetti, our first operated international project from discovery to production, is just 3-4mths from delivery
- **Australia** – Otway and Enfield projects lift 2006 production. Stybarrow & Vincent target potential 2008 startup
- **NWSV** – expect 16.3mtpa LNG capacity for trains 1-5 (was 15.9). LNG enquiries 4-5 times available capacity
- **USA** – Building a high-value hub. First full-year of GoM production anticipated in 2006