



QUARTERLY REPORT

31 October 2022

Third Quarter 2022 Activities and Cashflow Report

Perth, Western Australia – 31 October 2022 – Brookside Energy Limited (ASX: BRK) (Brookside or the Company) is pleased to provide the following summary of the Company's activities during the third quarter of 2022.

Highlights

- Company record A\$17.0 million third quarter receipts from sales, with net positive operating cashflow increasing 34% quarter on quarter to A\$11.6 million.
- Gross operated daily production totalled 2,497 BOE per day for the quarter, Group net production (including non-operated production) totalled 1,395 BOE per day (net to our Working Interest and after the deduction of royalties), growing 45% quarter on quarter.
- Phase Two Development drilling program underway, with a rig secured for the Wolf Pack Well, the fourth operated well in the SWISH AOI (second well in the Rangers DSU).
- Jewell Well delivered gross production for the quarter of 57,833 BOE and cumulative production to the end of the quarter of 396,500 BOE.
- Rangers Well delivered gross production for the quarter of 71,600 BOE and cumulative production to the end of the quarter of 153,333 BOE.
- Flames Well commenced production during the quarter and subsequently recorded an IP24 rate of ~1,500 BOE per day (75% liquids, 25% gas), the second highest rate for a well producing from the Woodford Formation in the SWISH AOI. Additionally, the well achieved an IP30 of ~1,200 BOE per day with gross production for the quarter (partial) of 71,833 BOE.
- Flames DSU now HBP enabling the booking of proved developed and proved undeveloped reserves within this DSU.
- Final exercises of BRKOB listed options completed and shortfall of BRKOB options placed, and unmarketable parcel share sale facility launched.

About Brookside Energy Limited

Brookside Energy Limited is an Australian public company listed on the Australian (ASX: BRK) and USA (OTC Pink: RDFEF) stock exchanges. The Company was founded in 2015, to focus on the mid-continent region of the US, where our deep and valued relationships enable us to work with local communities to ensure sustainable growth and value creation through the safe and efficient development of energy assets. Focused on exploitation not exploration, the Company generates shareholder value through a disciplined portfolio approach to the acquisition and development of oil and gas assets and the leasing and development of acreage opportunities. The Company's US subsidiary and manager of operations, Black Mesa Energy, LLC (Black Mesa), is an experienced mid-continent operator, which identifies opportunities and executes development for Brookside. Our business model effectively assigns risk and provides commercial incentives to maximize value for both parties.



Corporate and Financial Summary

Share Price (A\$)	\$0.012	Quarterly Sales ¹ . (A\$)	\$16,995,000
Shares on Issue	5,012,272,899	Cash (A\$) ²	\$28,764,000
Market Capitalisation (A\$)	~\$60,000,000	Production ³ . (BOE/day)	1,395

The Company closed out the third quarter of 2022 with record quarterly sales of \$17 million, A\$28.8 million in cash, record net positive operating cashflow of A\$11.6 million (from net oil and gas volumes of 114,210 BOE) and no debt. With the Flames Well now on production, the SWISH HBP program completed, and these strong production and financial results, the Company is now focussed on capitalising on its inventory of low-risk extremely high return development wells contained within the SWISH DSUs at a time of strong commodity prices.

Anadarko Basin Focussed

Anadarko Basin, Oklahoma

The Anadarko Basin is a geologic depositional and structural basin centred in the western part of Oklahoma that is oil and gas rich, and generally well explored (mature). The basin is a proven tier-one oil and gas development province with significant existing oil and gas gathering and transportation infrastructure, a competitive and highly experienced oil and gas service sector, and a favourable regulatory environment. Recent activity (last six years) has been focussed primarily on two world-class oil and gas plays – STACK and SCOOP. The STACK (Sooner Trend, Anadarko Basin, Canadian and Kingfisher Counties) and SCOOP (South Central Oklahoma Oil Province) Plays are being developed using modern horizontal drilling and completion techniques targeting the Mississippian aged formations (that sit above the Woodford Shale) and the Woodford Shale itself (the organic rich source rock for the hydrocarbons in the basin). The SWISH AOI is an area of interest in the core of the SCOOP Play, identified and named by Brookside's partner and manager of US operations, Black Mesa (see Figure 1.)

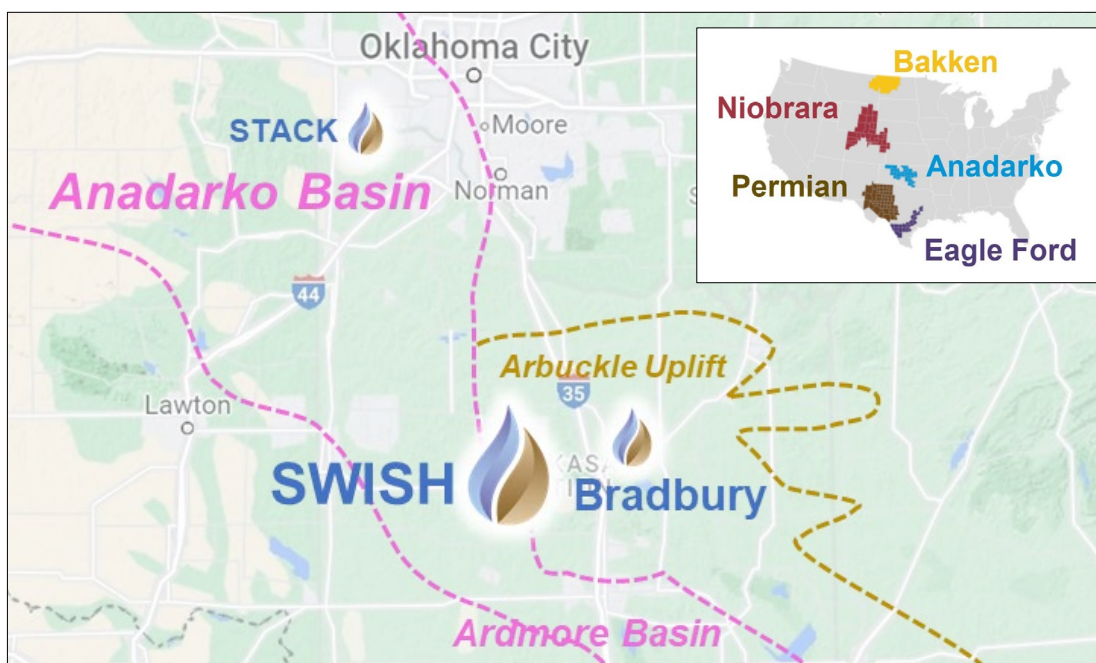


Figure 1: Brookside Projects, Oklahoma

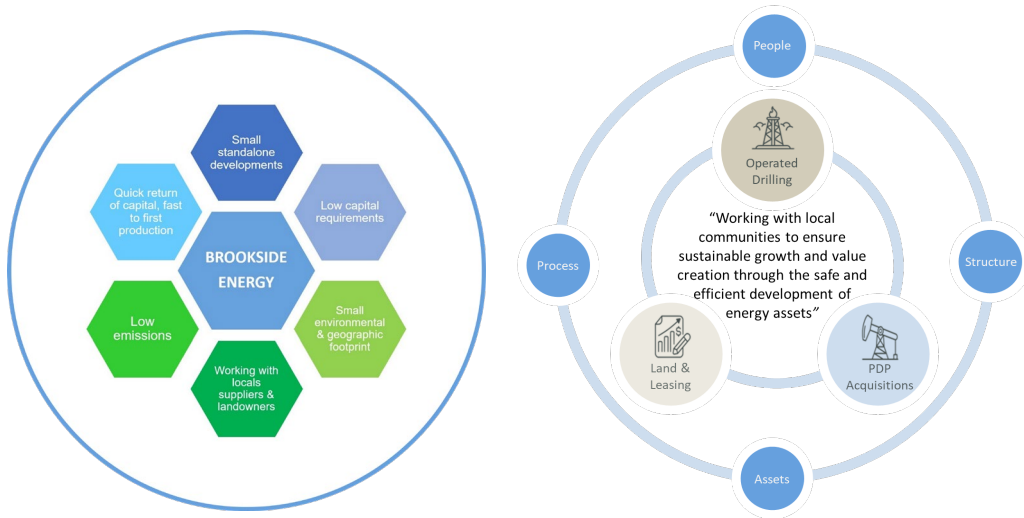
1. Reported on a cash basis

2. Cash as of 30 September 2022

3. Net production figures are volumes attributable to the Company's Working Interest and are net of royalties



Boutique Energy Company



During the quarter, the Company saw significant activity across each of its three pillars of Operated Drilling, Producing Properties Acquisitions and Land & Leasing. With the Flames Well coming on production during the quarter and adding to the existing strong production from the Jewell and Rangers wells, the Company saw record receipts from sales with record net operating cashflow for the Company of \$11.6 million, an increase of 34% quarter on quarter. The Company's net production also increased substantially, growing by 45% quarter on quarter to 1,395 BOE per day. This is the second quarter in a row where Brookside has delivered record top and bottom-line results underpinned by strong production from its operated wells. With only three of the twenty plus wells in our SWISH AOI well inventory drilled to date and a fourth to be spudded in the fourth quarter, the Company continues to build on its early success, going from strength to strength while growing shareholder value.

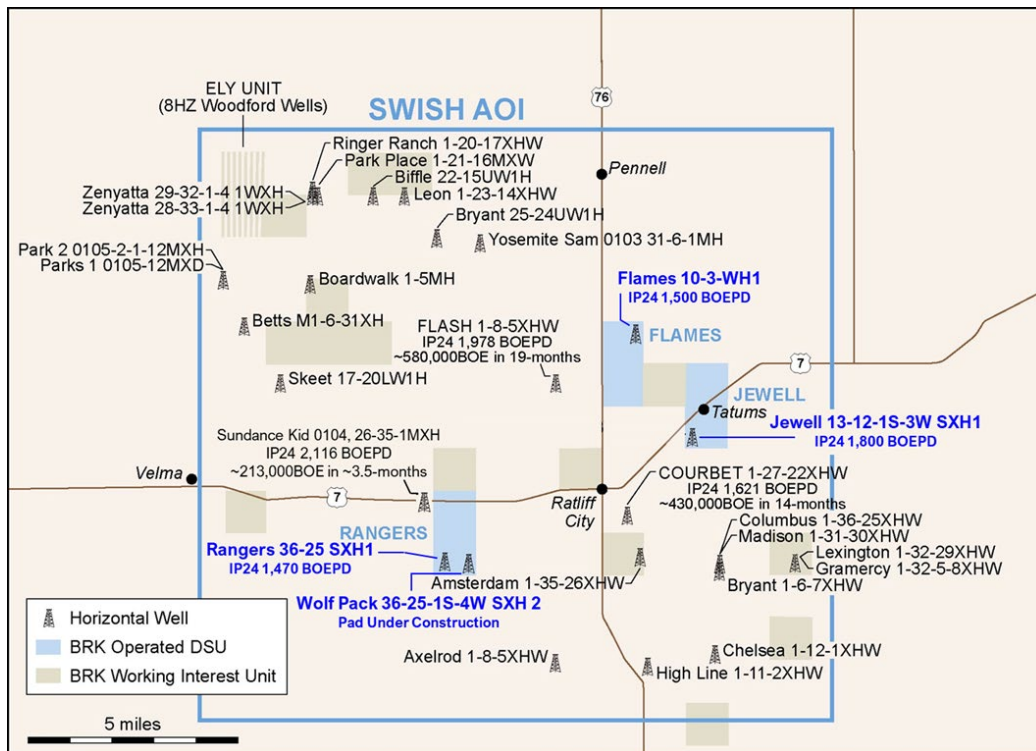


Figure 2: SWISH activity map showing the location of Brookside's three operated wells and DSUs



Drilling and Completion Activities

The Company has an interest in fifty-seven DSUs (fifty-three wells), targeting the productive formations of the Anadarko Basin (see Table 1).

Well Name	WI	OPERATOR	STATUS
JEWELL 13-12-1S-3W SXH1	51.99%	Black Mesa Energy, LLC	Producing
FLAMES 10-3-1S-3W WXH1	71.30%	Black Mesa Energy, LLC	Producing
MITCHELL 12-1	49.4%	Black Mesa Energy, LLC	Shut-In
THELMA 1-32	36.2%	Black Mesa Energy, LLC	Producing
RANGERS 36-25-1S-4W SXH1	78.69%	Black Mesa Energy, LLC	Producing
CARTER 12-1	36.98%	Black Mesa Energy, LLC	Producing
NEWBERRY	21.7%	Black Mesa Energy, LLC	Producing
LEE 1-10	96.4%	Black Mesa Energy, LLC	Producing
JUANITA 32-1	95.0%	Black Mesa Energy, LLC	WOR
HERRING 1-33 1513MH	18.18%	Citizen Energy III, LLC	Producing
COMPTON 2-8	9.46%	Mustang Fuel Corp.	Producing
BULLARD 1-18-07UWH	5.21%	Rimrock Resource Operating, LLC	Producing
HENRY FEDERAL 1-8-5XH	4.43%	Continental Resources, Inc.	Producing
CAULEY 1-7	4.22%	Devon Energy Corp.	Shut-In
GERHARDT 1-7	4.22%	Devon Energy Corp.	Shut-In
TRIM UNIT 1	4.22%	Devon Energy Corp.	Shut-In
DR NO 1-17-20 1611MHX	3.79%	Citizen Energy III, LLC	Producing
MOTE 1-26-23UWH	3.20%	Rimrock Resource Operating, LLC	Producing
SPHINX 26 23-16N-11W-1XH	2.89%	Devon Energy Corp.	Producing
ROSER 1611 1-3-34MXH	2.80%	Marathon Oil Co.	Producing
KEVIN FIU 1-20-17XH	2.21%	Continental Resources, Inc.	Producing
LADYBUG 27 22-15N-13W 1HX	2.15%	Devon Energy Corp.	Producing
LANDRETH BIA 1-14H	1.80%	Marathon Oil Co.	Producing
DAVIS 1-8-1611MH	1.17%	Citizen Energy III, LLC	Producing
STRACK 1-2-11XH	1.02%	Marathon Oil Co.	Producing
MIKE COM 1H-0706X	0.38%	Cimarex Energy, Co.	Producing
CENTAUR 7_6-15N-10W 3HX	0.29%	Devon Energy Corp.	Producing
CENTAUR 7_6-15N-10W 2HX	0.29%	Devon Energy Corp.	Producing
CENTAUR 7_6-15N-10W 4HX	0.29%	Devon Energy Corp.	Producing
CENTAUR 7_6-15N-10W 5HX	0.28%	Devon Energy Corp.	Producing
LEON 1-23-14XHM	0.17%	Continental Resources, Inc.	Producing
LEON 2-26-23-14XHM	0.11%	Continental Resources, Inc.	Producing
LEON 3-26-23-14XHM	0.03%	Continental Resources, Inc.	Producing
BIFFLE 22-15 UW1H	0.16%	Cheyenne Petroleum, Co.	Producing
BOARDWALK 1-5MH	0.15%	Continental Resources, Inc.	Producing
LEXINGTON 1-32-29XHW	0.08%	Continental Resources, Inc.	Producing
ESSEX 1R-12-13-24XHW	0.03%	Continental Resources, Inc.	Producing
ZENYATTA 28-33-1-4 1WXH	0.02%	Citizen Energy III, LLC	Producing
RINGER RANCH 1-20-17XHM	0.01%	Continental Resources, Inc.	Producing
GRAMERCY 1-32-5-6-8XHW	0.17%	Continental Resources, Inc.	Producing
McKINLEY 13&24 15-13	0.00%	Continental Resources, Inc.	ORRI Only
ASSAULT 1-9-16-21XHM	0.08%	Citation Oil & Gas Company	Producing
BUCHER 1711 1-34MH	0.00%	Marathon Oil Co.	ORRI Only
MCCLUNG 1-17	0.00%	Encana	ORRI Only
ROSER 1611 1-3-34MXH	0.00%	Marathon Oil Co.	ORRI & RI
ROSER 1611 2-3-34MXH	0.00%	Marathon Oil Co.	ORRI Only
ROSER 1711 4-3-34MXH	0.00%	Marathon Oil Co.	ORRI Only
BOARDWALK 1-5MH	0.00%	Continental Resources, Inc.	ORRI
HENRY FEDERAL 1-8-5XH	0.00%	Continental Resources, Inc.	ORRI
LADYBUG 27 22-15N-13W 1HX	0.00%	Devon Energy Corp.	ORRI
DR NO 1-17-20 1611MHX	0.00%	Citizen Energy III, LLC	ORRI
CATSKILLS 1-1-12XHW	0.00%	Continental Resources, Inc.	ORRI
CATSKILLS 1-1-12XHW	0.12%	Continental Resources, Inc.	Drilling
NW CAMP DEESE UNIT	0.00%	Phoenix Petrocorp, Inc.	RI
TATUMS FIELD UNIT	0.00%	Citation Oil & Gas Company	RI
TATUMS TOWNSITE UNIT	0.00%	Citation Oil & Gas Company	RI
TATUMS SAND UNIT	0.00%	Citation Oil & Gas Company	RI

Table 1: Company wells / DSUs and Working Interest (WI) in the SCOOP and STACK Plays in the Anadarko Basin, Oklahoma
 Note: Working Interest percentages may change subject to the issue of final pooling orders. Working Interest for the Flames is estimate post pooling.



Jewell 13-12-1S-3W SXH1 well (Jewell Well)

The Jewell Well (52% Working Interest), the Company's first high impact operated well in the SWISH AOI, had gross production for the quarter of 57,833 BOE and cumulative production to the end of the third quarter of 2022 of 396,500 BOE (Figure 3).

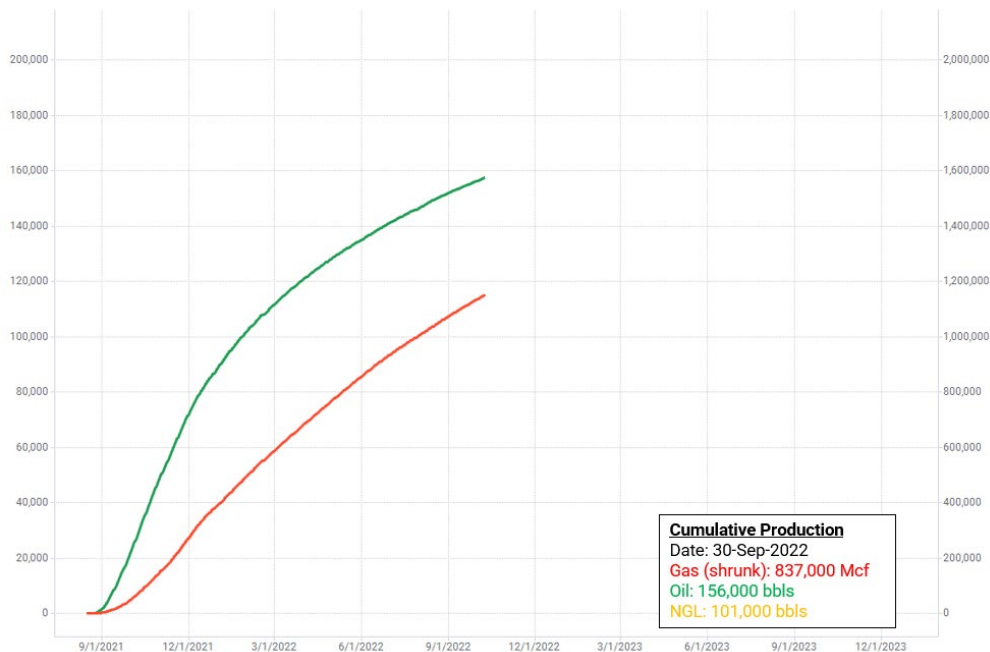


Figure 3: Cumulative production on 30 September 2022 for the Jewell Well.

Rangers 36-25-SXH1 well (Rangers Well)

The Rangers Well, Brookside's second operated well in the SWISH AOI, had gross production for the quarter of 71,600 BOE and cumulative production to the end of the quarter of 153,333 BOE.

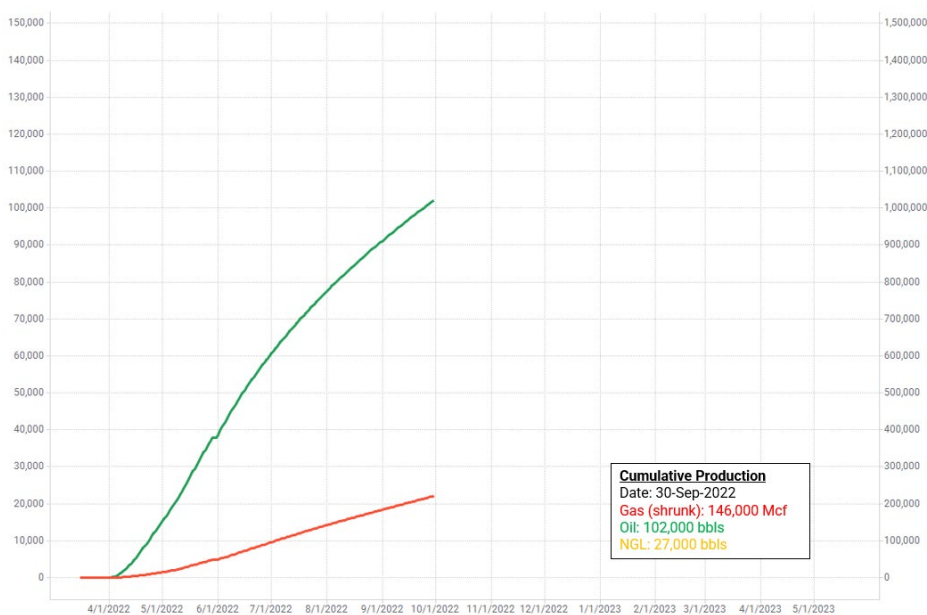


Figure 4: Cumulative production on 30 September 2022 for the Rangers Well.



Flames 3-10-1S-3W WXH1 well (Flames Well)

On 4 August the Company announced the commencement of production from our third operated well in the SWISH AOI, the Flames Well, after successful completion of mill-out and early flow-back operations.

The Flames Well recorded an IP24 rate of ~1500 BOE per day (75% liquids, 25% gas), the second highest IP24 rate for a well producing from the Woodford Formation in the SWISH AOI. Additionally, the Flames Well achieved an IP30 of ~1,200 BOE per day with gross production for the quarter (partial) of 71,833 BOE (75% liquids, 25% gas).

The Flames Well produces premium light sweet crude and liquids rich gas and with unhedged production the Company can take full advantage of the strong pricing environment for all three production streams - oil, gas, and natural gas liquids (NGLs).

With commercial production now established in the Flames DSU, this unit is classified as HBP. This classification will enable the Company to book proved developed and proved undeveloped reserves within this DSU.



Figure 5. Snubbing unit (left) and production facilities (right) on location at the Flames Well, Carter County, Oklahoma

Wolf Pack 36-25-1S-4W SXH 2 Well (Wolf Pack Well)

On 28 September the Company announced that Latshaw Rig 12 had been secured for the drilling of the Wolf Pack well which will target the Sycamore formation. This will be Brookside's first well in the Phase Two development drilling campaign post the successful completion of the HBP Program, its fourth operated well in the SWISH AOI and its second in the Rangers DSU. Latshaw Drilling Company is the same company that was used to drill the highly successful Jewell Well.

The Wolf Pack well is expected to spud in early November and will be drilled as a mid-length horizontal well targeting the Sycamore Formation at an average depth of ~9,515 feet. The well will be drilled to a projected measured depth of ~17,000 feet, with ~7,300 feet of lateral section drilled in the Sycamore that will subsequently be cased with production tubing to be perforated and treated to allow production of oil and rich gas.

Pad works were also commenced during the quarter, with the team working diligently to lock down agreements with other key service providers.



Land & Leasing

During the quarter, the Company continued to evaluate new acreage opportunities. While still early in the process the Company is confident that some of these opportunities will bear fruit for the Company and its shareholders, allowing Brookside to continue to grow its acreage position.

Post the end of the quarter the Company announced that it had expanded the Bradbury AOI by tripling its acreage position with three DSU's controlled (~80% Working Interest in each 40-acre unit) in this new AOI which is located east-northeast of the Company's SWISH AOI. The Company also informed the market that there is the opportunity for further growth in this area as prospecting continues.

Bradbury AOI

The Bradbury AOI is located within the Arbuckle Uplift – Ardmore Basin, east-northeast of our SWISH AOI, in an area identified using historical production data and logs from vertical producers as well as seismic and mapping with the potential to be exploited using low-cost vertical drilling.

The first well in this expanded AOI (the Juanita Well) is targeting ten potential oil reservoirs, including zones from within the highly productive Simpson Group, all of which are proven producers in the area, with mean cumulative production from vertical wells in the AOI of ~130,000 barrels of oil per well, including a 744,000 barrel producer less than a mile east of the Juanita Well location. The Company has also identified a location for a second well and these operations can be fast-tracked subject to the results from the Juanita Well.

The combination of low-cost drilling and completion costs and high reserve potential is expected to result in superior well economics from vertical wells that are drilled, completed, and successfully brought online in this new AOI.

Production and Cash Flow

Oil and gas production grew considerably during the quarter, with net production growing 34% quarter on quarter. Gross operated and group net operated volumes for the quarter are summarised below (net volumes are attributable to the Company's Working Interest and net of royalties). Note volumes are reported on a three-stream basis i.e., oil, natural gas liquids and shrunken gas (converted to BOE on an energy equivalent basis).

Description	Total	Liquids
Gross Operated Volumes (BOE)	202,720	70%
Group Net Operated Volumes (BOE)	114,210	67%

Third quarter receipts from customers totalled a record \$16,995,000 (note that receipts from sales are reported on a cash basis) with the third of our potential 20-plus development wells coming online. This resulted in net positive operating cashflow growing by 34% quarter on quarter to \$11,576,000. Very strong third quarter cashflows reflected the robust performance of our three operated wells and the strong pricing environment.

Quarterly outflows totalled \$5,501,000, which included \$747,000 for staff costs, administration and corporate costs and \$4,753,000 payments to Working Interest participants and royalties and production expenses. Quarterly outflows for investing activities totalled A\$9,018,000 which included expenses related to leasehold acquisitions and title opinions, JIB's and drilling and completion expenses.



The Company also confirms that the amount disclosed in the Appendix 5B under Section 6, Payments to related parties of the entity and their associates, relates solely to payments made during the quarter of fees to members of the Board of Directors amounting to \$120,000.

Corporate

Oil and gas prices were marginally softer during the quarter, easing back from their meteoric rise over the last 2 years. While oil prices did temporarily dip below the US\$80 per barrel mark during the quarter prices had already started to rebound as the quarter closed out. Gas prices hit a 14 year high of over US\$10 per MMBTU during the quarter before settling back to see the quarter out at over \$7 per MMBTU. We continue to see increased interest from investors looking for exposure to companies that have captured value during the low point in the cycle and now have quality assets and skilled technical teams that can unlock this value in an improving pricing environment. Details of the Company's oil and gas interests, capital structure and top twenty shareholders are set out in the attached Appendices.

Option Exercises

As announced by the Company on 8 July 2022, during the quarter the Company completed the exercise of the final batches of BRKOB listed options which expired on 30 June 2022 (**Options**). A further 163,878,320 Options were exercised, with the balance of the unexercised Options (being 37,654,688 Options) placed as shortfall pursuant to the Company's underwriting agreement with CPS Capital Group Pty Ltd, details of which were contained in the Company's ASX releases of 7 March 2022 and 14 July 2022.

On 14 September 2022 the Company announced that it had established an unmarketable parcel sale facility in respect of holdings of Shares valued at A\$500 or less as at the record date of 13 September 2022 (based on a Share price of \$0.013) (**Facility**). Under the Facility, participating shareholders will receive a price of \$0.013 per Share for the sale of their unmarketable parcel of Shares, without incurring any brokerage or handling costs. Shareholders who hold an unmarketable parcel and who wish to retain their Shares must 'opt out' of the Facility by returning a completed retention form to the Company's share registry in accordance with the instructions contained in the Company's ASX release of 14 September 2022 by no later than 5:00pm AEDT on 31 October 2022.

Board Meetings

The Board of Black Mesa met monthly during the quarter. David Prentice is Chairman and CEO of Black Mesa and Brookside's representative on this board. Michael Fry (Brookside's Chairman) and David Prentice attended these meetings via conference call. A meeting of the Brookside Board is regularly convened to align with these Black Mesa Board Meetings.



Investor Relations

During the quarter, the Company continued to work with its investor relations and corporate access service providers to increase market awareness of the Company's strategy. To that end Brookside launched its Investor Hub, a place for our shareholders to not only read our latest announcements and watch our latest videos but also a place for them to interact with us directly: [Brookside Energy Ltd Investor Hub](#).

- ENDS -

This announcement has been authorised for release by the Board of Directors of Brookside Energy Limited.

For further information contact:

Katherine Garvey
Company Secretary

Brookside Energy Limited
Tel: (+61 8) 6489 1600
katherine@brookside-energy.com.au



FORWARD-LOOKING STATEMENTS AND OTHER DISCLAIMERS

This announcement may include forward-looking statements. Forward-looking statements are only predictions and are subject to risks, uncertainties, and assumptions, which are outside the control of Brookside Energy Limited ("Brookside Energy" or "the Company"). These risks, uncertainties and assumptions include commodity prices, currency fluctuations, economic and financial market conditions in various countries and regions, environmental risks and legislative, fiscal, or regulatory developments, political risks, project delay or advancement, approvals, and cost estimates. Actual values, results or events may be materially different to those expressed or implied in this announcement. Given these uncertainties, readers are cautioned not to place reliance on forward-looking statements. Any forward-looking statements in this announcement speak only at the date of issue of this announcement. Subject to any continuing obligations under applicable law and the ASX Listing Rules, Brookside Energy does not undertake any obligation to update or revise any information or any of the forward-looking statements in this announcement or any changes in events, conditions, or circumstances on which any such forward looking statement is based.

This announcement does not constitute investment advice. Neither this announcement nor the information contained in it constitutes an offer, invitation, solicitation, or recommendation in relation to the purchase or sale of shares in any jurisdiction. Shareholders should not rely on this announcement. This announcement does not consider any person's particular investment objectives, financial resources or other relevant circumstances and the opinions and recommendations in this announcement are not intended to represent recommendations of investments to persons. All securities transactions involve risks, which include (among others) the risk of adverse or unanticipated market, financial or political developments.

The information set out in this announcement does not purport to be all-inclusive or to contain all the information, which its recipients may require to make an informed assessment of Brookside Energy. You should conduct your own investigations and perform your own analysis to satisfy yourself as to the accuracy and completeness of the information, statements and opinions contained in this announcement.

To the fullest extent permitted by law, the Company does not make any representation or warranty, express or implied, as to the accuracy or completeness of any information, statements, opinions, estimates, forecasts, or other representations contained in this announcement. No responsibility for any errors or omissions from this announcement arising out of negligence or otherwise is accepted.

ABOUT BROOKSIDE ENERGY LIMITED

Brookside is an Australian public company listed on the Australian (ASX: BRK) and Frankfurt (8F3: FSE) stock exchanges. The Company was founded in 2015, to focus on the mid-continent region of the US, where our deep and valued relationships enable us to work with local communities to ensure sustainable growth and value creation through the safe and efficient development of energy assets. Focused on exploitation not exploration, the Company generates shareholder value through a disciplined portfolio approach to the acquisition and development of oil and gas assets and the leasing and development of acreage opportunities. The Company's US subsidiary and manager of operations, Black Mesa, is an experienced mid-continent operator, which identifies opportunities and executes development for Brookside. Our business model effectively assigns risk and provides commercial incentives to maximize value for both parties.

Web <http://www.brookside-energy.com.au>

ABOUT BLACK MESA ENERGY LLC

Black Mesa, a Brookside controlled subsidiary, is an Oklahoma domiciled limited liability company established for the purpose of identifying and exploiting opportunities in the upstream oil and gas sector onshore in the United States. Black Mesa was capitalised via an agreement between the Tulsa Equity Group, BRK Oklahoma (a wholly owned subsidiary of Brookside Energy Limited) and the Incentive Members of Black Mesa. Black Mesa is executing a returns-based, disciplined strategy directed at the acquisition of producing properties, lower-risk development drilling opportunities and larger scale entry level acreage plays/concepts. Black Mesa's is leveraging the extensive experience of its executive team and its Board with the latest technology and data sets that are available to identify and evaluate opportunities.

Web <http://www.blkmesa.com>



GLOSSARY

APO WI	After pay-out working interest
AFIT	After Federal Income Tax
AOI	Area of Interest
BBL	An oilfield barrel, a volume of 42 US gallons
BFIT	Before Federal Income Tax
BOE	Barrels of Oil Equivalent
COPAS	Council of Petroleum Accountants Societies
Development Unit	Development Unit or spacing unit is the geographical area in which an initial oil and/or gas well is drilled and produced from the geological formation listed in a spacing order. The spacing unit communitizes all interest owners for the purpose of sharing in production from oil and/or gas wells in the unit. A spacing order establishes the size of the unit; names the formations included in the unit; divides the ownership of the unit for the formations into the "royalty interest" and the "working interest"; Only one well can be drilled and completed in each common source of supply. Additional wells may be drilled in a Development Unit, but only after an Increased Density Order is issued by the Oklahoma Corporation Commission.
DSU	A Drilling Spacing Unit refers to the area allotted to a well where an operating oil company has acquired a majority working interest and will drill at least one well.
HBP	Held by Production; A provision in an oil, gas, and mineral lease that perpetuates a company's right to operate a property as long as the property produces a minimum paying quantity of oil or gas.
JIB	Joint Interest Billing
MBOE	1,000 barrels of oil equivalent
Mcf	1,000 cubic feet
MMboe	1,000,000 barrel of oil equivalent
MMBTU	One million British Thermal Units
NPV₁₀	The net present value of future net revenue before income taxes and using a discount rate of 10%.
ORRI	Overriding Royalty Interest
PDP	Proved Developed Producing Reserves
Pooling Agreements	The pooling agreements facilitate the development of oil and gas wells and drilling units. These binding pooling agreements are between the Company and the operators as specified in Appendix 1.
PUD	Proved Undeveloped Reserves
Reserve Categories	These reserve categories are totalled up by the measures 1P, 2P, and 3P, which are inclusive of all reserves types: <ul style="list-style-type: none"> • "1P reserves" = proven reserves (both proved developed reserves + proved undeveloped reserves). • "2P reserves" = 1P (proven reserves) + probable reserves, hence "proved AND probable." • "3P reserves" = the sum of 2P (proven reserves + probable reserves) + possible reserves, all 3Ps "proven AND probable AND possible."
RI	Royalty Interest
STACK	Sooner Trend Anadarko Basin Canadian and Kingfisher Counties – oil and gas play in the Anadarko Basin Oklahoma
SCOOP	South Central Oklahoma Oil Province - oil and gas play in the Anadarko Basin Oklahoma
SWISH AOI	Description of Brookside's Area of Interest in the SCOOP Play
WOR	Waiting on rig
Working Interest	Percentage of ownership in a lease granting its owner the right to explore, drill and produce oil and gas from a tract of property. Working interest owners are obligated to pay a corresponding percentage of the cost of leasing, drilling, producing, and operating a well or unit



Appendix 1 – Schedule of Oil and Gas Interests

COUNTY	INTEREST ACQUIRED OR DISPOSED OF DURING THE QUARTER	TOTAL ACRES	WORKING INTEREST
Blaine County, Oklahoma	Nil	~430 acres	Working Interest
Garvin County, Oklahoma	Nil	~305 acres	Working Interest
Stephens & Carter Counties, Oklahoma	Nil	~2,500 acres	Working Interest
Murray County, Oklahoma	Nil	~120 acres	Working Interest



Appendix 2 – Capital Structure

MAIN REGISTER ISSUED CAPITAL

Security	Name	Issued Capital
BRK	ORDINARY FULLY PAID SHARES	5,012,272,899



Appendix 3 – Top 20 Shareholders

Brookside Energy Limited

Security Class(es): BRK - ORDINARY FULLY PAID SHARES

Display Top: 20

As at Date: 27-Oct-2022

Position	Holder Name	Holding	% IC
1	THE TRUST COMPANY (AUSTRALIA) LIMITED <MOF A/C>	200,000,000	3.99%
2	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	141,351,273	2.82%
3	HEDTEK PTY LTD	119,399,209	2.38%
4	STANDARD PASTORAL COMPANY PTY LTD	117,932,658	2.35%
5	 KMP - David Prentice	111,000,000	2.21%
6	TUTAM PROPERTIES AU PTY LTD	83,122,425	1.66%
7	BEARAY PTY LIMITED <BRIAN CLAYTON S/F A/C>	74,111,113	1.48%
8	MR IVAN MURRAY HANDASYDE	68,324,276	1.36%
9	NICOJOHN PTY LTD <STEIN SF A/C>	59,027,696	1.18%
10	CELTIC CAPITAL PTY LTD <THE CELTIC CAPITAL A/C>	52,918,998	1.06%
11	CITICORP NOMINEES PTY LIMITED	51,230,912	1.02%
12	SABRELINE PTY LTD <JPR INVESTMENT A/C>	47,157,499	0.94%
13	STONEHORSE ENERGY LIMITED	45,000,000	0.90%
14	GREYHOUND INVESTMENTS PTY LTD <GREYHOUND INVESTMENTS A/C>	44,000,000	0.88%
15	RUDIE PTY LTD <MATTANI SUPER FUND A/C>	39,980,236	0.80%
16	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	39,197,869	0.78%
17	DUTCH INK (2010) PTY LTD	35,826,113	0.71%
18	TSOL NOMINEES PTY LTD	34,092,500	0.68%
19	 KMP - Grajan Lambert	31,502,810	0.63%
20	MR DOUGLAS PAUL TALBOT	31,331,274	0.63%
	TOTALS	1,426,506,861	28.46%
	Total Issued Capital	5,012,272,899	100.00%

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

Brookside Energy Limited (Brookside, the Company)

ABN

15 108 787 720

Quarter ended ("current quarter")

30 September 2022

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (9 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	16,995	36,641
1.2 Payments for		
(a) exploration & evaluation	-	-
(b) development	-	-
(c) production*	(4,753)	(12,989)
(d) staff costs	(156)	(553)
(e) administration and corporate costs	(591)	(1,355)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	8	8
1.5 Interest and other costs of finance paid	(1)	(3)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	74	130
1.9 Net cash from / (used in) operating activities	11,576	21,879

*Including \$4.3 million in royalty payments to Working Interest participants.

2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	-	(159)
(d) exploration & evaluation	(9,018)	(25,169)
(e) investments	-	-
(f) other non-current assets	-	-

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements / working interests	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other ((FX movement in Investments)	-	-
2.6	Net cash from / (used in) investing activities	(9,018)	(25,328)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	618	15,900
3.4	Transaction costs related to issues of equity securities or convertible debt securities	(208)	(208)
3.5	Proceeds from borrowings	-	7,005
3.6	Repayment of borrowings	(8,250)	(8,250)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	(7,840)	14,447

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	31,647	12,783
4.2	Net cash from / (used in) operating activities (item 1.9 above)	11,576	21,879
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(9,018)	(25,328)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	(7,840)	14,447

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	2,399	4,983
4.6	Cash and cash equivalents at end of period	28,764	28,764

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	28,714	31,597
5.2	Call deposits	50	50
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	28,764	31,647

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	(120)
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

7. Financing facilities	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
<i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>		
7.1 Loan facilities	-	-
7.2 Credit standby arrangements	-	-
7.3 Other (please specify)	-	-
7.4 Total financing facilities	-	-
7.5 Unused financing facilities available at quarter end		-
7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9)	11,576
8.2 (Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	(9,018)
8.3 Total relevant outgoings (item 8.1 + item 8.2)	2,558
8.4 Cash and cash equivalents at quarter end (item 4.6)	28,764
8.5 Unused finance facilities available at quarter end (item 7.5)	-
8.6 Total available funding (item 8.4 + item 8.5)	28,764
8.7 Estimated quarters of funding available (item 8.6 divided by item 8.3)	N/A
<i>Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.</i>	
8.8 If item 8.7 is less than 2 quarters, please provide answers to the following questions:	
8.8.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
Answer: N/A	
8.8.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?	
Answer: N/A	
8.8.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?	
Answer: N/A	
<i>Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.</i>	

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date:31 October 2022.....

Authorised by: The Board of Directors, Brookside Energy Limited
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.