

Change of Director's Interest Notice

Warrego Energy Limited (ASX: WGO) (**Warrego**) provides the following Appendix 3Y "Change of Director's Interest Notice" on behalf of Non-Executive Director, Mr Mark Routh. The Appendix 3Y reflects on-market trades by Mr Routh and his spouse.

This announcement has been authorised for release by the Board of Warrego.

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About Warrego Energy Limited

Warrego Energy is focused on the development of onshore assets in Australia and Spain. In Western Australia's prolific Perth Basin, the Company holds a 50% interest in EP469, including the West Erregulla gas project, and 100% of STP-EPA-0127, covering 8,700 km² (or 2.2 million acres).

In Spain, the Company holds an 85% working interest in the Tesorillo gas project in the Cadiz region and a 50.1% working interest in the El Romeral gas to power facility in the Seville region.

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Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Warrego Energy Limited
ABN	82 125 394 667

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mark Routh
Date of last notice	27 January 2023

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct: Mark Routh Indirect: Anne Routh
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Anne Routh is Mr Routh's spouse
Date of change	27 – 30 January 2023
No. of securities held prior to change	Direct: 10,439,255 Fully Paid Ordinary Shares Indirect: 7,008,142 Fully Paid Ordinary Shares held by Anne Routh
Class	Fully Paid Ordinary Shares
Number acquired	Nil
Number disposed	Direct: 3,333,333 Fully Paid Ordinary Shares Indirect: 7,008,142 Fully Paid Ordinary Shares held by Anne Routh
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Direct: \$0.3639 average per Share Indirect: \$0.3749 average per Share

+ See chapter 19 for defined terms.

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No. of securities held after change	7,105,922 Fully Paid Ordinary Shares. While Mr Routh remains the holder of, and retains a relevant interest in, 7,105,922 Warrego shares, he advises that he has elected to participate in the acceptance facility established by Hancock in connection with its takeover offer for Warrego (the " Hancock Acceptance Facility "), in respect of those shares. The Hancock Acceptance Facility enables Warrego Shareholders to indicate their intention to accept the Hancock takeover offer, but without being obliged to do so unless Hancock receives acceptances under the offer totalling 40% or more of Warrego's Shares (if that occurs, the offer price under the Hancock offer increases to \$0.36 per Warrego share). Consistent with the terms of the Hancock Acceptance Facility, Mr Routh may withdraw his participation in the facility at any time prior to that 40% threshold being satisfied, by written notice.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.	On-market trade (10,341,475 Shares)

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

⁺ See chapter 19 for defined terms.

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Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.