



JADE GAS HOLDINGS LIMITED

ANNUAL
REPORT
31 DECEMBER 2022



CORPORATE DIRECTORY

Board of Directors

Mr Dennis Morton - Non-Executive Chairman
Mr Chris Jamieson - Managing Director and CEO
Mr Joseph Burke - Executive Director
Mr Daniel Eddington - Non-Executive Director
Mr Peter Lansom - Non-Executive Director

Company Secretary

Mr Justin Green

Principal and Registered Office

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Stock Exchange Listing

Australian Securities Exchange
Share Code: JGH (previously: HGM)

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DIRECTORS’ REPORT

The Directors of Jade Gas Holdings Limited (“the Company”, or “Jade”, previously High Grade Metals Limited) submit their report, together with the financial report of Jade and its controlled entities (“the Group”) for the year ended 31 December 2022.

Directors

The names of the Company’s directors in office during the financial period and until the date of this report are detailed below. Directors were in office for the entire period unless otherwise stated.

Director	Position	Appointed	Elected /re-elected	Resigned
Mr Dennis Morton	Non-Executive Chairman	14 December 2021	30 June 2021	
Mr Chris Jamieson	Managing Director & CEO	20 April 2022	31 May 2022	
Mr Joseph Burke	Executive Director	23 September 2021	30 June 2021	
Mr Daniel Eddington	Non-Executive Director	23 September 2021	30 June 2021	
Mr Peter Lansom	Non-Executive Director	1 February 2022	31 May 2022	
Mr Bradley Drabsch	Executive Director	8 October 2018	29 May 2019	31 January 2022

The office of Company Secretary was previously held by Mr Adrien Wing who resigned from the position on 31 January 2022. As of 1 February 2022, the office of Company Secretary is now held by Mr Justin Green, whom is also the Financial Controller of the Company.

Principal Activity

The principal activity of the Group during the financial period was Mongolian coal bed methane (CBM) exploration and appraisal activities, accessed through the reverse takeover of the Jade Gas Proprietary Limited (JGPL) group on 22 September 2021.

Remuneration of Key Management Personnel

Information about the remuneration of key management personnel is set out in the remuneration report section of this Directors' report. The term 'key management personnel' refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any Director (whether executive or otherwise) of the Group.

Information on Directors & Company Secretary

NON-EXECUTIVE CHAIRMAN

DENNIS MORTON

Mr Morton has over 40 years' experience in the oil and gas industry, including seven years as founding CEO and Managing Director at Eastern Star Gas Limited. Mr Morton is a geologist with extensive experience in the management of oil and gas companies. He is currently the Managing Director of ASX listed company Gas2Grid Limited (2008 - current) which has assets in Australia, New Zealand, the Phillipines and France.

Qualifications

Bachelor of Arts and Science (Geology)(Hons 1st)

Other Directorships

Managing Director - Gas2Grid (ASX:GGX)

Interest in Securities

Ordinary Shares: 1,169,999

Options: 12,000,000 Unlisted Options exercisable at 4.5 cents on or before 30 June 2023

MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER

CHRIS JAMIESON

Mr Jamieson has over 25 years' experience in the resources and corporate finance industries having previously held senior roles with ASX Listed Beach Energy Ltd (ASX:BPT), Normandy Mining Ltd (ASX:NDY) and Ernst & Young. Mr Jamieson is the current Chief Executive Officer, appointed on 16 December 2021, and Managing Director, appointed on 20 April 2022.

Qualifications

Bachelor of Commerce

Graduate Diploma of Applied Finance and Investment

Diploma of Investor Relations

Other Directorships

Nil

Interest in Securities

Ordinary Shares: 1,071,872

Options: 12,000,000 Unlisted Options exercisable at 9.0 cents on or before 19 April 2025

Performance Rights: 16,000,000 unlisted Performance Rights



EXECUTIVE DIRECTOR

JOSEPH BURKE

Mr Burke has spent 30 years working in China, Korea, Japan and Thailand, and has been involved in Mongolian mining enterprises since 2009. Mr Burke was a Director and founding partner of Starboard Global, CEO of ASX listed Voyager Resources Limited (ASX:VOR), and a Director of ASX listed Avenue Resources Limited (ASX:AVY) (now Harvest Minerals Limited). He has also undertaken advisory roles with other ASX listed entities including American Pacific Borates Limited (ASX:5EA) and Black Rock Mining Limited (ASX:BKT).

<u>Qualifications</u>	<u>Interest in Securities</u>
Master of Business Administration	Ordinary Shares: 417,578,664
<u>Other Directorships</u>	Options: 8,000,000 Unlisted Options exercisable at
Nil	4.5 cents on or before 30 June 2023

NON-EXECUTIVE DIRECTOR

DANIEL EDDINGTON

Mr Eddington has over 20 years' experience in financial markets across multiple sectors including resources, energy and industry. He specialises in equity capital markets and has been responsible for IPO's, placements, reverse takeovers, underwritings, corporate negotiations and corporate advisory for companies predominantly in the resources sector.

<u>Qualifications</u>	<u>Interest in Securities</u>
Bachelor of Commerce	Ordinary Shares: 68,910,002
Graduate Diploma of Applied Finance	Options: 4,000,000 Unlisted Options exercisable at
<u>Other Directorships</u>	4.5 cents on or before 30 June 2023
Non-Executive Director - Sparc Technologies (ASX:SPN)	
Non-Executive Director - Osmond Resources (ASX:OSM)	

NON-EXECUTIVE DIRECTOR

PETER LANSOM

Mr Lansom has over 30 years' experience in conventional and unconventional exploration, appraisal and development in the oil and gas industry. He has worked in a number of executive roles for ASX listed companies including Managing Director at Galilee Energy Limited (ASX:GLL), Executive Director - Operations at Eastern Star Gas Limited and Chief Petroleum Engineer at Origin Energy Limited and Santos Limited.

<u>Qualifications</u>	<u>Interest in Securities</u>
Bachelor of Engineering (Petroleum)(Hons)	Ordinary Shares: Nil
<u>Other Directorships</u>	Options: 4,000,000 Unlisted Options exercisable at
Non-Executive Director - Metgasco Ltd (ASX:MEL)	12 cents on or before 1 February 2025
Non-Executive Director - Bengal Energy (TSE:BNG)	

COMPANY SECRETARY

JUSTIN GREEN

Mr Green has worked in the finance departments of some of Australia's biggest public and private companies over the past 13 years in a number of different industries. Mr Green commenced as Financial Controller for the Company in January 2022 and as of 1 February 2022 commenced in the role of Company Secretary. Mr Green is a member of Chartered Accountants Australia and New Zealand.

<u>Qualifications</u>	<u>Interest in Securities</u>
Bachelor of Commerce	Performance Rights: 1,000,000 Unlisted
Member of Charter Accountants Australia and New Zealand	Performance Rights

Operating Results

The Group recorded a 2022 net after-tax loss from operations of \$3,986,704 (2021: loss of \$6,069,955). The 2021 loss includes a listing expense of \$4,497,374, realised upon completion of the reverse takeover of listed entity High Grade Metals Limited in September 2021. When excluding the listing expense from the 2021 figures, the increased loss from operations in 2022 is due to higher administration and salary costs associated with managing the Tavantolgoi CBM (TTCBM) Project and other projects of the Company as an ASX Listed entity for a full 12 months, compared to a single quarter in 2021.

At 31 December 2022 the Group held cash and cash equivalents totalling \$3,239,876 (December 2021: \$4,372,561) and a net asset position of \$12,612,395 (December 2021: \$7,777,074)

REVIEW OF OPERATIONS

Tavantolgoi CBM Project

Jade has a 60% legal and beneficial interest in the joint venture (JV) company Methane Gas Resource LLC (MGR) which holds a production sharing agreement (PSA) with the Mineral Resources and Petroleum Authority of Mongolia (MRPAM). This PSA provides the rights to explore and exploit CBM over the area of the Tavantolgoi coal field, which is covered by ore exploration licence 628 over the total permit area of 665km². The PSA was originally awarded to government owned JV partner Erdennes Methane LLC (EM) and transferred to MGR under the JV agreement on 14 October 2020. The PSA allows for up to 10 years of exploration and a further 30 years of CBM exploitation.

Under Jade's Investment Agreement with EM, Jade will solely fund the TTCBM Project to the completion of a definitive feasibility study (DFS), at which time both parties will fund the TTCBM Project on a pro-rata basis, subject to certain conditions.

The JV finished its 2022 exploration program in December, completing twelve wells within the TTCBM permit. The Company expanded the original exploration program from six to seven wells, along with the drilling of two wells in collaboration with Erdenes Tavantolgoi JSC and a further three wells in the eastern zone of the permit. The 2022 exploration program completed 8,120 metres of drilling in the TTCBM permit and intersected approximately 240 metres of gas bearing coals in the Red Lake area. An additional 79 metres of gas bearing coals were intersected in the wells in the eastern zone of the permit.

On 23 August 2022, the Company announced its maiden Contingent Resources booking over the Red Lake area, which makes up approximately 30km² of the 203km² prospective area within the TTCBM permit. The Contingent Resources estimate was compiled by the Jade technical team in Australia and Mongolia using standard industry practices. The estimate is deterministic based on mapping of net coal thickness, combined with desorbed gas content, gas composition, methane isotherm studies, ash and moisture content from testing undertaken on recovered core and pressure and permeability information from drill stem testing. RISC Advisory audited the estimated volumes and considers them reasonable in aggregate.

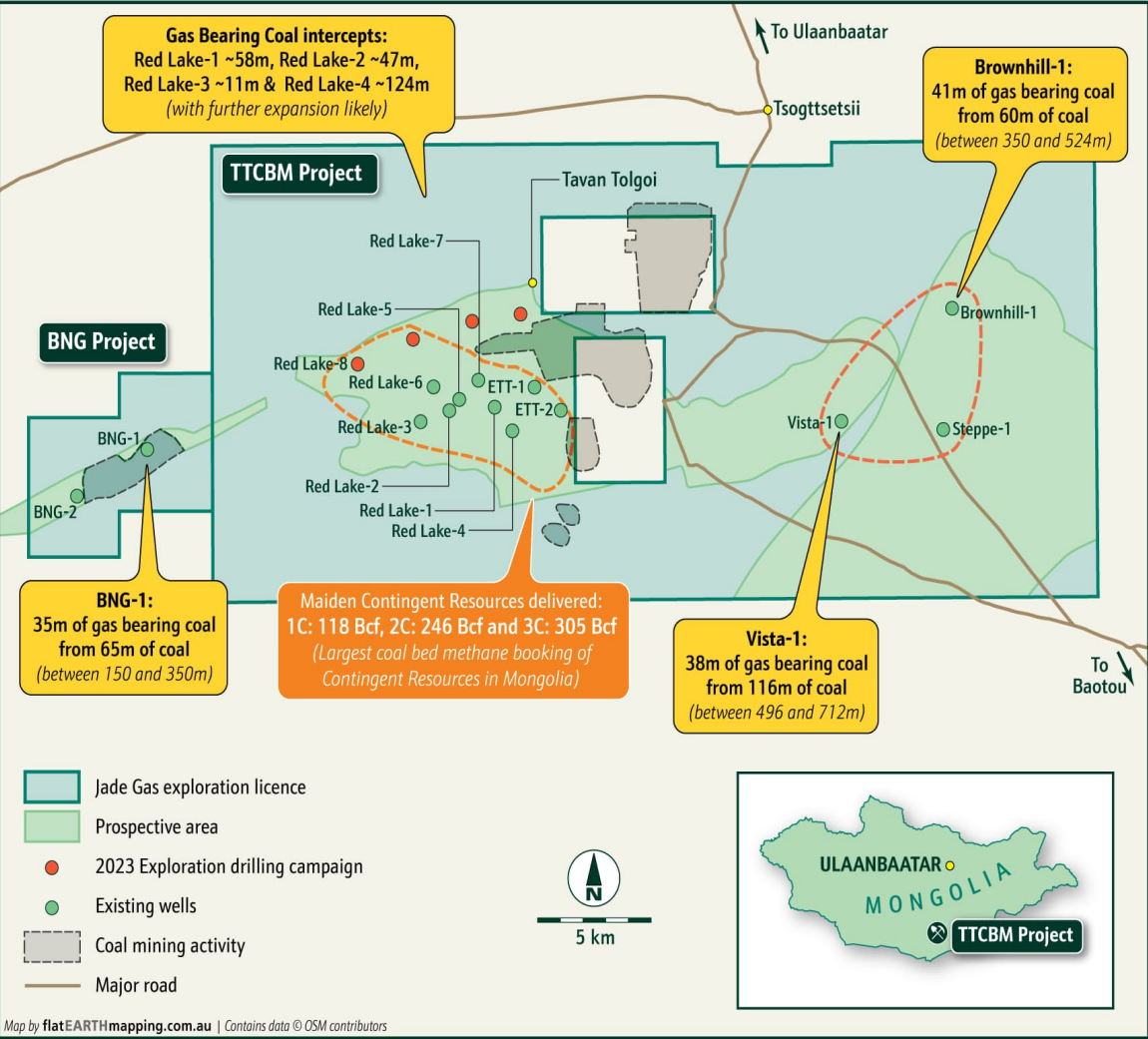
Unrisked Contingent Resources for TTCBM (Red Lake area only)

TTCBM Project (Red Lake area only)	Unrisked Contingent Resources (Bcf)		
	1C	2C	3C
Gross Recoverable Gas	118	246	305
Net Recoverable Gas	71	148	183

Note: Detailed notes on the background to the preparation of the Contingent Resources report are set out in the *ASX Announcement* released on 23 August 2022.

The Company entered into memorandums of understanding (MOU) with several strategic partners including a non-binding gas offtake with Mongolia's largest gas distributor and cornerstone investor, UB Metan LLC, and Xanadu Mines Limited. Further to these two MOUs, the Company entered an MOU with Monhorus International LLC, for the joint assessment of suitable power supply options utilising CBM, including longer term options for larger scale generation and associated grid connection and administration.

The Red Lake-5 and Red Lake-7 wells will be used to test seam 0 and seam III via extended testing in early 2023. These tests will shape the pilot production drilling program later in 2023.



Baruun Naran Gas Project (BNG Project)

A Prospecting Agreement (PA) with Khangad Exploration LC (KE), a subsidiary of Mongolia Mining Corporation (HKSE:0975) and Jade Gas Mongolia LLC (JGM) was finalised, with JGM to solely fund the BNG Project to the completion of a DFS. Subject to the outcome of the DFS, the parties will mutually agree on whether to further develop the BNG Project.

The Baruun Naran coal field is located immediately adjacent, and to the west, of the TTCBM Project. Under the PA Jade has agreed to a financial commitment of US\$160k over three years, which includes the drilling of a minimum of two core holes within the first two years.

An extensive data set already exists over the permit, with a significant amount of coal exploration borehole and seismic data acquired over the area. Two significant programs of borehole drilling were undertaken by QGX between 2005 and 2010, and MMC between 2011 and 2012. A grid of 2D seismic data was also acquired over project area in 2011 by MMC. The borehole data, seismic data and geological outcrop of the area make for an excellent understanding of the subsurface. In 2021, RISC Advisory estimated a Prospective Resource range for the area using well ultimate recovery expectations and development well drilling density.

	Gross Prospective Resource Range (Bcf)		
	1U	2U	3U
Baruun Naran Project	13	65	186

Cautionary Statement: The estimated quantities of gas that may be potentially recovered by the application of a future development project relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation are required to determine the existence of a significant quantity of potentially movable hydrocarbons.

Note: See ASX Release dated 19 August 2022. The Company confirms that it is not aware of any new information or data that materially affects the information included in this report and that all the material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

In accordance with the requirements of the PA, the Company drilled two exploration coreholes in 2022, BNG-1 and BNG-2. BNG-1 spudded on 24 October and reached a measured depth of 463 metres, recovering 35 metres of gassy coals. BNG-2 spudded on 12 November and drilled to a measured depth of 592 metres, intersecting 26 metres of gassy coal.

The results of the 2022 BNG exploration program have extended the gas strike along the TTCBM and BNG permits to approximately 40 kilometres.

Shivee Gobi and Eastern Gobi Projects

On 9 February 2022, the Company announced it had secured 100% of two prospective permits covering an area of 18,008km². These permits fall under a three year PA and have existing coal mines and coal deposits within them. Jade released the independent assessment of Gross Unrisked Prospective Resources, performed by RISC Advisory, of 1U (Low) 1.0 Tcf, 2U (Best) 5.4 Tcf and 3U (High) 24.4 Tcf for the Shivee Gobi and Eastern Gobi permits on 28 April 2022. Jade has negotiated minimal expenditure commitments for both permits.

Permit	Field/Area	Gross Unrisked Prospective Resources (Bcf)		
		1U (Low)	2U (Best)	3U (High)
Shivee Gobi	Cretaceous Brown	300	1,500	4,700
	Jurassic 'hard'	200	500	1,300
Eastern Gobi		450	3,400	18,400
Arithmetic Summation		950	5,400	24,400

Cautionary Statement: *The estimated quantities of gas that may be potentially recovered by the application of a future development project relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation are required to determine the existence of a significant quantity of potentially movable hydrocarbons.*

Note: *See ASX Announcement released on 28 April 2022 for further details. The Company confirms that it is not aware of any new information or data that materially affects the information included in this report and that all the material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.*



Austrian Gold and Cobalt Projects

The Company expects to have the affairs of the Austrian Gold and Cobalt Projects settled and finalised with the Austrian Business Register by July 2023.

CORPORATE UPDATE
Board Changes

During the period Mr Bradley Drabsch resigned as Non-Executive Director, effective 31 January 2022, and Mr Peter Lansom was appointed as Non-Executive Director on 1 February 2022. Additionally, Mr Chris Jamieson was appointed as Managing Director, effective 20 April 2022, in addition to his existing role as Chief Executive Officer (CEO), and Mr Justin Green assumed the role of Company Secretary from Mr Adrien Wing on 1 February 2022.

Annual General Meeting (AGM)

The AGM was held on Tuesday 31 May 2022, with all resolutions approved by shareholders.

Capital Raising

On 28 April 2022 the Company announced the successful completion of a \$6,656,000 capital raising via the placement of 128,000,000 shares to institutional and sophisticated investors at an issue price of \$0.052 per share. The transaction was completed in two tranches, with 125,000,000 shares issued on 5 May 2022 and the remaining 3,000,000 shares issued to Director Joseph Burke on 3 June 2022, following shareholder approval at the AGM held on 31 May 2022.

On 2 November 2022, the Company announced the successful completion of a \$3,000,000 capital raising through the issue of 60,000,000 shares together with one free attaching Option for every two shares to institutional and sophisticated investors at an issue price of \$0.050 per share.

Significant events subsequent to balance date

On 26 February 2023 48,000,000 Performance Shares relating to the previous Austrian mineral exploration projects of High Grade Metals Limited expired. Each holder was allotted 1 ordinary shares for each of their cumulative holding of Class A and Class B Performance Shares resulting in the issue of 40 Ordinary Shares in Jade Gas Holdings Limited.

On 14 March 2023 the Company announced the strategic placement of A\$10.7 million through the placement of 178,630,800 fully paid Ordinary Shares to cornerstone investor and Mongolia's largest importer of gas, UB Metan LLC. The Placement will increase UB Metan's holding in the company to 19.9% and will entitle them to nominate a candidate to the Jade Board of Directors. The Company intends to use the funds received from the Placement primarily for the TTCBM Project pilot production program and for general and corporate purposes.

No other matters or circumstances have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years.

REMUNERATION REPORT (AUDITED)

This report details the nature and amount of remuneration for Directors and Key Management Personnel (KMP) of Jade.

The KMP of Jade for the financial period consisted of the following Directors:

- Mr Dennis Morton, appointed as Non-Executive Chairman on 14 December 2021 from his previous role of Non-Executive Director;
- Mr Chris Jamieson, appointed as Managing Director on 20 April 2022, in addition to his existing role as Chief Executive Officer;
- Mr Joseph Burke, appointed as Executive Director on 23 September 2021;
- Mr Daniel Eddington, appointed as Non-Executive Director on 23 September 2021;
- Mr Brad Drabsch, who resigned from his position as Non-Executive Director on 31 January 2022;
- Mr Adrien Wing, who resigned from his position as Company Secretary on 31 January 2022;
- Mr Justin Green, appointed as Company Secretary on 1 February 2022;

Remuneration Policy

The Remuneration Policy of Jade has been designed to align Director objectives with shareholder and business objectives, by providing a fixed remuneration component and offering specific long-term incentives. The Board of Jade believes the Remuneration Policy to be appropriate and effective in its ability to attract and retain the best Executives and Directors to run and manage the Group as well as create goal congruence between Directors and Shareholders.

The Board's policy for determining the nature and amount of remuneration for Board members is as follows:

The Remuneration Policy, setting the terms and conditions for an Executive Director, was developed by the Board. The Board reviews Executive packages annually by reference to the Group's performance, Executive performances and comparable information from industry sectors and other listed companies in similar industries.

The Board's policy is to remunerate Non-Executive Directors at market rates for comparable companies for time, commitment and responsibilities. The Board determines payments to the Non-Executive Directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. The maximum aggregate amount of fees that can be paid to Non-Executive Directors is subject to approval by shareholders at the Annual General Meeting. Fees for Non-Executive Directors are not linked to the performance of the Group.

Non-Executive and Executive Remuneration

Executive Directors are remunerated by way of Directors Fees (including any applicable superannuation), as set out below:

- Mr Chris Jamieson, the total remuneration package of the CEO, as released to the ASX on 16 November 2021, is made up of \$347,500 total fixed remuneration (including superannuation under the rate on the date the agreement was signed) per annum, along with a maximum 60% short term incentive plan and a long term incentive plan of 16,000,000 performance rights. Upon appointment as Managing Director Mr Jamieson received 12,000,000 unlisted options exercisable at 9 cents on or before 19 April 2025. 6,000,000 of these options have a vesting period of 12 months with the remaining 6,000,000 options having a vesting period of 24 months.
- Mr Joseph Burke, \$10,000 per month from 1 July 2021, following the increase in activity in the Mongolian operations of Jade Gas Pty Ltd (JGPL).

The remuneration of Non-Executive Directors may not exceed in aggregate in any financial period the amount fixed by the Company and approved by shareholders, currently being \$400,000 per annum. Currently, Non-Executive Directors are remunerated by way of Director fees (including any applicable superannuation), as set out below:

- Mr Dennis Morton \$60,000 per annum;
- Mr Daniel Eddington \$48,000 per annum;
- Mr Peter Lansom \$48,000 per annum; and
- Mr Bradley Drabsch \$60,000 per annum, ceasing on 31 January 2022 upon resignation from the Board.

The principal terms of all the Non-Executive Director engagements are set out in a signed Non-Executive Letter of Appointment.

Remuneration and Nominations Committee

The Board is responsible for approving the Company's remuneration policies and practices and to ensure they match the Group's objectives. The Company's Board set the CEO's total remuneration package and is responsible for reviewing the non-executive remuneration. The Board established a Remuneration and Nominations Committee to review salaries and short term incentive conditions of executive and staff salaries in comparison to the open market to reduce the risk of losing key staff. Recommendations were tabled and approved by the Board to be included in this Remuneration Report. The Board did not engage any remuneration consultants during the period.

Shareholders' AGM votes on Remuneration Report

At the 2022 AGM, held on 31 May 2022, the Company received 100% 'yes' proxy votes, resulting in the Remuneration Report for the year ending 31 December 2021 being adopted unanimously on a show of hands. The Company received no specific feedback on its Remuneration Report at the Annual General Meeting.

Remuneration of Key Management Personnel

Details of the remuneration of the KMP of the Company for the reported period are set out in the following tables. The Directors listed are those of the legal parent entity Jade following the reverse takeover completed in September 2021. The 2021 Director remuneration for Mr Joseph Burke in his capacity as Director for the entity JGPL for the year preceding the date of the reverse takeover is included in the tables below.

12 Months Ended 31/12/2022	Salary & Fees \$	Cash Bonus \$	Superannuation \$	Options \$	Performance Rights \$	Total \$
Executive Directors						
Mr Chris Jamieson ¹	316,250	-	32,415	144,725	148,777	642,167
Mr Joseph Burke	120,000	-	-	-	-	120,000
Non-Executive Directors						
Mr Dennis Morton ²	60,000	-	-	-	-	60,000
Mr Daniel Eddington	48,000	-	-	-	-	48,000
Mr Peter Lansom ³	44,000	-	4,520	118,120	-	166,640
Mr Bradley Drabsch ⁴	5,000	-	-	-	-	5,000
Other KMP						
Mr Adrien Wing ⁵	5,000	-	-	-	-	5,000
Mr Justin Green ⁶	198,333	30,000	23,483	-	8,611	260,427
Total	796,583	30,000	60,418	262,845	157,388	1,307,234

- (1) Mr Jamieson was appointed as Managing Director on 20 April 2022. In addition to his existing CEO remuneration package of \$347,500 total fixed remuneration (when including statutory superannuation of 10.5%)per annum, along with a maximum 60% short term incentive plan and a long term incentive plan of 16,000,000 performance rights Mr Jamieson received 12,000,000 unlisted options exercisable at 9 cents on or before 19 April 2025. 6,000,000 of these options have a vesting period of 12 months with the remaining 6,000,000 options having a vesting period of 24 months. The fair value of the Options and Performance rights has been determined using a Black-Scholes pricing model and Monte Carlo simulation methodology respectively. These valuations have incorporated all market vesting conditions.
- (2) Mr Morton was granted 12,000,000 Director Incentive Options under the Jade Prospectus released to the ASX on 30 September 2021 in addition to his Director fees. The fair value of the Options has been determined using a Black-Scholes pricing model incorporating all market vesting conditions.
- (3) Mr Lansom was granted 4,000,000 Director Incentive Options on appointment on 1 February 2022 in addition to his Director Fees. The fair value of the Options has been determined using a Black-Scholes pricing model incorporating all market vesting conditions.
- (4) Mr Drabsch resigned from his position as Non-Executive Director on 31 January 2022
- (5) Mr Wing resigned from his position as Company Secretary on 31 January 2022
- (6) Mr Green commenced as Financial Controller of the Company on 4 January 2022. Upon commencing the role of Company Secretary on 1 February 2022, Mr Green's annual base salary was revised from \$180,000 to \$200,000 per annum in addition to the existing 15% short-term incentive and long-term incentive of 1,000,000 Performance Rights. The fair value of the Performance Rights has been determined using a Monte Carlo simulation methodology incorporating all market vesting conditions.

12 Months Ended 31/12/2021	Salary & Fees \$	Cash Bonus \$	Superannuation \$	Options \$	Performance Rights \$	Total \$
Executive Directors						
Mr Anthony Hall	-	-	-	-	-	-
Mr Joseph Burke	90,000	-	-	-	-	90,000
Non-Executive Directors						
Mr Dennis Morton ¹	60,000	-	-	80,786	-	140,786
Mr Daniel Eddington	-	-	-	-	-	-
Mr Bradley Drabsch	37,500	-	-	13,118	-	50,618
Mr Steven Formica	45,000	-	-	3,279	-	48,279
Mr Adrien Wing	22,500	-	-	-	-	22,500
Other KMP						
Mr Chris Jamieson	37,192	-	667	-	-	37,859
Total	292,192	-	667	97,183	-	390,042

Remuneration Proportion of Key Management Personnel

	Fixed Remuneration 2022	Fixed Remuneration 2021	Performance Remuneration 2022	Performance Remuneration 2021
Executive Directors				
Mr Chris Jamieson	54.3%	100.0%	45.7%	-
Mr Joseph Burke	100.0%	100.0%	-	-
Non-Executive Directors				
Mr Dennis Morton	100.0%	42.6%	-	57.4%
Mr Daniel Eddington	100.0%	100.0%	-	-
Mr Peter Lansom	29.1%	-	70.9%	-
Mr Bradley Drabsch	100.0%	74.1%	-	25.9%
Other KMP				
Mr Adrien Wing	100.0%	100.0%	-	-
Mr Justin Green	85.2%	-	14.8%	-

Director's fees are all paid in cash. The fair value of the Options and Performance rights has been determined using a Black-Scholes pricing model and Monte Carlo simulation methodology respectively. These valuations have incorporated all market vesting conditions.

Ordinary Share Holdings of Key Management Personnel

	Type	Balance at 1/1/2022	Purchased in Placement	On-market purchase	On-market sale	Balance at 31/12/2022
Executive Directors						
Mr Chris Jamieson	ORD	1,071,872	-	-	-	1,071,872
Mr Joseph Burke ¹	ORD	414,578,664	3,000,000	-	-	417,578,664
Non-Executive Directors						
Mr Dennis Morton	ORD	1,169,999	-	-	-	1,169,999
Mr Daniel Eddington	ORD	68,910,002	-	-	-	68,910,002
Mr Peter Lansom	ORD	-	-	-	-	-
Mr Bradley Drabsch	ORD	666,667	-	300,000	(200,000)	766,667
Other KMP						
Mr Adrien Wing	ORD	10,072,224	-	1,500,000	(828,624)	10,743,600
Mr Justin Green	ORD	-	-	-	-	-
Total		496,469,428	3,000,000	1,800,000	(1,028,624)	500,240,804

(1) Mr Burke purchased 3,000,000 shares in the Institutional Placement announced to the ASX on 28 April 2022. The issue of the shares was subject to shareholder approval, which was received under Resolution 3 at the Annual General Meeting held on 31 May 2022.

Options Holdings of Key Management Personnel

	Type	Balance at 1/1/2022	Granted as Compensation	Conversion on Exercise	Cancellation on Expiry	Balance at 31/12/2022
Executive Directors						
Mr Chris Jamieson ¹	OPT	-	12,000,000	-	-	12,000,000
Mr Joseph Burke	OPT	8,000,000	-	-	-	8,000,000
Non-Executive Directors						
Mr Dennis Morton	OPT	12,000,000	-	-	-	12,000,000
Mr Daniel Eddington	OPT	4,000,000	-	-	-	4,000,000
Mr Peter Lansom ²	OPT	-	4,000,000	-	-	4,000,000
Mr Bradley Drabsch ³	OPT	10,000,000	-	-	(2,000,000)	8,000,000
Other KMP						
Mr Adrien Wing ³	OPT	1,000,000	-	-	(1,000,000)	-
Mr Justin Green	OPT	-	-	-	-	-
Total		35,000,000	16,000,000	-	(3,000,000)	48,000,000

(1) Mr Jamieson was appointed Managing Director on 20 April 2022 in addition to his existing role of Chief Executive Officer at which time he held nil Options. Remuneration for his services as Managing Director was granted in the form of 12,000,000 Unlisted Options exercisable at \$0.09 on or before 19 April 2025.

(2) Mr Lansom was appointed Non-Executive Director on 1 February 2022 at which time he held nil Options. As part of the remuneration package for his services as Non-Executive Director Mr Lansom was granted 4,000,000 Unlisted Options exercisable at \$0.12 on or before 1 February 2025.

(3) Options with an exercise price of \$0.15 granted to the previous Directors of High Grade Metals Ltd expired on 30 June 2022.

Performance Shares and Rights Holdings of Key Management Personnel

	Type	Balance at 1/1/2022	Granted as Compensation	Conversion on Milestone	Conversion on Expiry	Balance at 31/12/2022
Executive Directors						
Mr Chris Jamieson ¹	PERF	16,000,000	-	-	-	16,000,000
Mr Joseph Burke	PERF	-	-	-	-	-
Non-Executive Directors						
Mr Dennis Morton	PERF	-	-	-	-	-
Mr Daniel Eddington	PERF	-	-	-	-	-
Mr Peter Lansom	PERF	-	-	-	-	-
Mr Bradley Drabsch	PERF	-	-	-	-	-
Other KMP						
Mr Adrien Wing ²	PERF	2,760,000	-	-	-	2,760,000
Mr Justin Green ³	PERF	-	1,000,000	-	-	1,000,000
Total		18,760,000	1,000,000	-	-	19,760,000

(1) 16,000,000 performance rights were granted as the LTI component of the CEO's remuneration package as advised to the ASX on 16 November 2021. The Performance Rights will convert to shares in two 8,000,000 share tranches. The CEO will be entitled to Tranche 1 when the Volume Weighted Average Price (VWAP) of the Company's shares as calculated over 20 consecutive trading days is equal to or exceeds 10.5 cents per share at any time but not later than 4 years from the date of commencement. The entitlement to Tranche 1 will vest no earlier than the 12-month anniversary of the commencement of employment providing the CEO is employed by Jade at the time of the VWAP condition being satisfied.

The CEO will be entitled to Tranche 2 when the VWAP of the Company's shares as calculated over 20 consecutive trading days is equal to or exceeds 14 cents per share at any time but not later than 4 years from the date of commencement. The entitlement to Tranche 2 will vest no earlier than the 24-month anniversary of the commencement of employment providing the CEO is employed by Jade at the time of the VWAP condition being satisfied.

(2) Mr Wing was appointed as a Director on 8 October 2019 at which time he held 6,900,000 Class A Performance Shares and 6,900,000 Class B Performance Shares. On 7 July 2021 these Performance Shares were consolidated on a 1:5 basis, resulting in a final balance of 1,380,000 Class A Performance Shares and 1,380,000 Class B Performance Shares. These securities are held by Northern Star Nominees Pty Limited, a related party of Mr Wing. Mr Wing acquired the Performance Shares as part of the APC acquisition. Each Class A Performance Share will convert into an Ordinary Fully Paid Share on a one-for-one basis, upon delineation of a JORC-compliant Mineral Resource estimate of at least inferred category (as defined in the JORC Code) of a minimum of 500,000 ounces of gold or gold equivalent (in accordance with clause 50 of the JORC Code) at an average grade of at least 8 grams per tonne (Class A Milestone). The Class A Milestone must be determined to have been achieved, or not achieved, by no later than 5:00pm on the date that is one month after the Expiry Date, being 25 February 2023. The Class A Milestone as not been achieved as at 31 Decemeber 2021 or the date of this Report.

Each Class B Performance Share will convert into an Ordinary Fully Paid Share on a one-for-one basis, upon completion of a positive Scoping Study (as defined in the JORC Code) in relation to any one or more Austrian Cobalt project by an independent third-party expert which evidences an internal rate of return greater than 20% (using publicly available industry assumptions including deliverable sport commodity/mineral prices which are independently verifiable), provided that the total cumulative EBITDA over the life of the relevant Austrian Cobalt project is over \$US50,000,000 and provided that (while the Company remains listed on the ASX) the Scoping Study is released as an announcement on the ASX Announcements Plat form and is not required by reason of regulatory intervention by ASX or ASIC to be retracted within a period of one month from the date of its release (Class B Milestone).

The Class B Milestone must be determined to have been achieved or not achieved by no later than 5:00pm on the date that is one month after the Expiry Date, being 25 February 2023. The Class B Milestone has not been achieved as at 31 December 2021 or the date of this report.

Mr Wing's Performance Shares expired on 26 February 2023 without meeting the aforementioned performance milestones. Under the terms of the Performance Shares each holder was allotted 1 ordinary share for each of their cumulative holding of Class A and Class B Performance Shares. As a result, at the date of this report the balance of Performance based securities held by Mr Wing is nil.

(3) 1,000,000 performance rights were granted as the LTI component of Mr Green's remuneration package as Financial Controller. The Performance Rights will convert to shares in two 500,000 share tranches. Mr Green will be entitled to Tranche 1 when the Volume Weighted Average Price (VWAP) of the Company's shares as calculated over 20 consecutive trading days is equal to or exceeds 10.5 cents per share at any time but not later than 4 years from the date of commencement. The entitlement to Tranche 1 will vest no earlier than the 12-month anniversary of the commencement of employment providing Mr Green is employed by Jade at the time of the VWAP condition being satisfied.

Mr Green will be entitled to Tranche 2 when the VWAP of the Company's shares as calculated over 20 consecutive trading days is equal to or exceeds 14 cents per share at any time but not later than 4 years from the date of commencement. The entitlement to Tranche 2 will vest no earlier than the 24-month anniversary of the commencement of employment providing Mr Green is employed by Jade at the time of the VWAP condition being satisfied.

– END OF REMUNERATION REPORT –

Dividends

The Directors do not recommend the payment of a dividend for this financial period. No dividends have been paid or declared by the Company since the end of the previous financial year.

Directors' Meetings

The number of Directors' meetings held in the 12 months and the number of meetings attended by each Director during the period were as follows:

Director	Board meetings held while in office	Meetings attended
Mr Dennis Morton	6	6
Mr Chris Jamieson	6	6
Mr Joseph Burke	6	6
Mr Daniel Eddington	6	6
Mr Peter Lansom	6	6
Mr Bradley Drabsch	-	-

It is noted that the Directors were able to attend to business of the Company during the period by circulated resolution and telephone meetings as permitted by the Company's Constitution in place of conducting meetings.

As at the date of this report, the Group did not have an Audit Committee, as the Directors believe the size of the Group and the size of the Board do not currently warrant its existence.

Significant changes in state of affairs

In the opinion of the Directors, there were no significant changes in the state of affairs of the Group that occurred during the financial period under review not otherwise disclosed in this report or the consolidated financial statements.

Likely developments and future results

Other than the matters referred to in the Review of Operations, further information as to likely developments in the operations of the Group would, in the opinion of the Directors, be speculative and may hinder the Group in the achievement of its commercial objectives.

Environmental

The Group's exploration operations are subject to environmental regulations in its relevant jurisdictions of Mongolia. The Directors believe that the Group has adequate systems in place for the management of the requirements under those regulations, and are not aware of any breach of such requirements as they apply to the Group.

Proceedings on behalf of the Company

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of these proceedings. The Company was not a party to any such proceedings during the year.

Unlisted Options

The Company had on issue 170,500,000 (December 2021: 113,000,000) unlisted options at the end of the financial period and at the date of this reports. The movements and terms and conditions are as follows.

	Expiry Date	Escrow Date	Exercise Price	Balance 1/1/2022	Options Issued	Options Expired	Balance 31/12/22
7,000,000 Director Options	30/6/22	-	\$0.15	7,000,000	-	(7,000,000)	-
50,000,000 RTO issued Options	30/6/23	-	\$0.045	50,000,000	-	-	50,000,000
40,000,000 RTO issued Options	30/6/23	4/10/23	\$0.045	40,000,000	-	-	40,000,000
12,000,000 Broker Options	22/9/24	4/10/23	\$0.045	12,000,000	-	-	12,000,000
4,000,000 Marketer Options	31/10/24	-	\$0.10	4,000,000	-	-	4,000,000
4,000,000 Director Options	1/2/25	-	\$0.12	-	4,000,000	-	4,000,000
12,000,000 Director Options	19/4/25	-	\$0.09	-	12,000,000	-	12,000,000
10,000,000 Broker Options	5/5/25	-	\$0.09	-	10,000,000	-	10,000,000
1,000,000 Broker Options	9/11/25	-	\$0.075	-	1,000,000	-	1,000,000
30,000,000 Attaching Options	30/11/25	-	\$0.075	-	30,000,000	-	30,000,000
7,500,000 Marketer Options	5/12/25	-	\$0.075	-	7,500,000	-	7,500,000
				113,000,000	64,500,000	(7,000,000)	170,500,000

Unlisted Performance Based Securities

The Company had on issue 73,000,000 (December 2021: 72,000,000) unlisted performance based securities at the end of the financial period. On 23 February 2023 48,000,000 Performance Shares related to the previous Austrian mineral exploration projects of High Grade Metals Limited expired. Each holder was allotted 1 ordinary shares for each of their cumulative holding of Class A and Class B Performance Shares resulting in the issue of 40 Ordinary Shares of Jade. 25,000,000 unlisted Performance Rights issued as employee incentives to current Jade employees remain on issue.

The Performance Rights will convert to shares in two equal share tranches. Employees will be entitled to Tranche 1 when the Volume Weighted Average Price (VWAP) of the Company's shares as calculated over 20 consecutive trading days is equal to or exceeds 10.5 cents per share at any time but not later than 4 years from the date of commencement. The entitlement to Tranche 1 will vest no earlier than the 12-month anniversary of the commencement of employment providing the employee is employed by Jade at the time of the VWAP condition being satisfied.

Employees will be entitled to Tranche 2 when the VWAP of the Company's shares as calculated over 20 consecutive trading days is equal to or exceeds 14 cents per share at any time but not later than 4 years from the date of commencement. The entitlement to Tranche 2 will vest no earlier than the 24-month anniversary of the commencement of employment the employee is employed by Jade at the time of the VWAP condition being satisfied.

Corporate Governance

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of the Company support and have adhered to the principles of Corporate Governance. Refer to the Company's Corporate Governance Statement at www.jadegas.com.au/corporate/corporate-governance/

Indemnification and insurance of officers and auditors

The Company has entered into deeds of indemnity with each Director and the Company Secretary whereby, to the extent permitted by the Corporations Act 2001, the Company agrees to indemnify each Director and the Company Secretary against all loss and liability incurred as an officer of the Company, including all liability in defending any relevant proceedings.

The Company has paid premiums to insure each of the Directors and the Company Secretary against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of Director or Company Secretary of the Company, other than conduct involving a wilful breach of duty in relation to the Company. The disclosure of the amount of the premium is prohibited by the insurance policy.

The Company has not, during or since the end of the financial period, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor. During the financial period, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Rounding

Jade is a company of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Corporations Instrument amounts in the Directors Report and the financial statements are rounded off to the nearest dollar, unless otherwise indicated.

Non-Audit Services

During the year BDO Australia, the Company's auditors, performed certain other services in addition to their statutory audit duties.

The Board has considered the non-audit services provided during the year by the auditor and it is satisfied that the provision of those non-audit services during the year is compatible with, and did not compromise, the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- All non-audit services were subject to the corporate governance procedures adopted by the Company to ensure they do not impact on impartiality and objectivity of the auditor; and
- The non-audit services do not undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants, as they did not involve reviewing or auditing the auditors own work, acting in a management or decision-making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

See note 27 for amounts received or due and receivable by BDO Australia.

Auditor's Independence Declaration

Section 307C of the Corporations Act 2001 requires our auditors, BDO, to provide the Directors of the Company with an Independence Declaration. The Lead Auditor's Independence Declaration is included on page 21.

Signed in accordance with a resolution of Directors made pursuant to s.298 of the Corporations Act 2001.



Chris Jamieson
Managing Director and CEO
31 March 2023

DECLARATION OF INDEPENDENCE

G K EDWARDS

TO THE DIRECTORS OF JADE GAS HOLDINGS LIMITED

As lead auditor of Jade Gas Holdings Limited for the year ended 31 December 2022, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Jade Gas Holdings Limited and the entities it controlled during the period.



G K Edwards
Director

BDO Audit Pty Ltd

Adelaide, 31 March 2023

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	31 Dec 2022 \$	31 Dec 2021 Restated \$ ¹
Other income			
Financial income		33,490	10,437
Other income	5	53,238	270,327
Total other income		86,728	280,764
Expenses			
General and admin expense	6	(1,698,852)	(912,208)
Salaries and wages expense		(2,205,995)	(850,079)
Listing expense		-	(4,497,374)
Depreciation and amortisation expense	12	(125,559)	(70,692)
Interest expense		(28,324)	(20,366)
(Loss)/Gain on disposal of property, plant & equipment		(14,702)	-
(Loss)/profit before tax		(3,986,704)	(6,069,955)
Income tax (expense)/benefit		-	-
(Loss)/Profit for the year		(3,986,704)	(6,069,955)
Other comprehensive income, net of tax			
Items that may be subsequently reclassified to profit or loss			
Foreign exchange on the translation of subsidiaries		(819,585)	139,743
Total comprehensive income, net of tax		(4,806,289)	(5,930,212)
(Loss)/profit for the year is attributable to:			
Non-controlling interest		(281,272)	(181,081)
Owners of Jade Gas Holdings Limited		(3,705,432)	(5,888,874)
		(3,986,704)	(6,069,955)
Total comprehensive loss for the year is attributable to:			
Non-controlling interest		(281,272)	(181,081)
Owners of Jade Gas Holdings Limited		(4,525,017)	(5,749,131)
		(4,806,289)	(5,930,212)
(Loss)/earnings per share		2022 (\$)	2021 (\$)
Basic (loss) per share (dollars per share)	7	(0.0031)	(0.0069)
Diluted (loss) per share (dollars per share)	7	(0.0027)	(0.0059)

¹ Comparative equity line items were restated to account for corrections to share based payment valuations resulting in no net impact to total equity. See note 4 in the notes to the financial statements for further detail.

The notes on page 26 to 54 are an integral part of these financial statements

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2022

	Note	31 Dec 2022 \$	31 Dec 2021 Restated \$ ¹
ASSETS			
Current assets			
Cash and cash equivalents	8	3,239,876	4,372,561
Trade and other receivables	9	125,766	144,742
Other assets	10	387,152	673,596
Total current assets		3,752,794	5,190,899
Non-current assets			
Property, plant and equipment	12	787,760	764,235
Right-of-use asset	12	250,809	344,266
Exploration and evaluation expenditure	13	8,735,473	2,565,356
Intangibles	12	8,117	1,918
Total non-current assets		9,782,159	3,675,775
Total assets		13,534,953	8,866,674
LIABILITIES			
Current liabilities			
Trade and other payables	14	313,788	418,827
Borrowings	15	237,954	-
Lease liabilities	15	89,671	84,285
Provisions		64,168	-
Total current liabilities		705,581	503,112
Non-current liabilities			
Borrowings	15	-	326,507
Lease liabilities	15	170,310	259,981
Provisions		46,667	-
Total non-current liabilities		216,977	586,488
Total liabilities		922,558	1,089,600
Net assets		12,612,395	7,777,074
EQUITY			
Contributed equity	16	23,518,190	15,198,509
Reserves	17	803,388	301,044
Accumulated losses		(11,293,632)	(7,588,200)
Non-controlling interest		(415,551)	(134,279)
Total equity		12,612,395	7,777,074

¹ Comparative equity line items were restated to account for corrections to share based payment valuations resulting in no net impact to total equity. See note 4 in the notes to the financial statements for further detail.

The notes on page 26 to 54 are an integral part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2022

	Issued Capital	Unissued Capital	Accumulated Losses	Total Reserves	Non- controlling Interest	Total Equity
	\$	\$	\$	\$	\$	\$
Restated Balance at 1 January 2022	15,198,509	-	(7,588,200)	301,044	(134,279)	7,777,074
Profit/(loss) for the year	-	-	(3,705,432)	-	(281,272)	(3,986,704)
Other comprehensive income for the year (net of tax)	-	-	-	(819,585)	-	(819,585)
Total comprehensive income	-	-	(3,705,432)	(819,585)	(281,272)	(4,806,289)
Issue of shares, rights and options	9,656,104	-	-	1,321,929	-	10,978,033
Costs of issuing shares	(1,336,423)	-	-	-	-	(1,336,423)
Balance at 31 December 2022	23,518,190	-	(11,293,632)	803,388	(415,551)	12,612,395

Balance at 1 January 2021	822,558	3,430,000	(1,559,224)	(831,937)	46,802	1,908,199
Profit/(loss) for the year ¹	-	-	(5,888,874)	-	(181,081)	(6,069,955)
Other comprehensive income for the half-year (net of tax)	-	-	-	139,743	-	139,743
Total comprehensive income	-	-	(5,888,874)	139,743	(181,081)	(5,930,212)
Issue of shares, options and notes ¹	8,100,000	-	-	422,036	-	8,522,036
Costs of issuing shares ¹	(119,989)	-	-	-	-	(119,989)
Consideration for HGM shares in RTO	3,397,040	-	-	-	-	3,397,040
Options/notes converted to equity	2,998,900	(3,430,000)	-	431,100	-	-
Reserve movement on conversion of equity with non-controlling interest	-	-	(140,102)	140,102	-	-
Balance at 31 December 2021	15,198,509	-	(7,588,200)	301,044	(134,279)	7,777,074

¹ Figures were restated to correct share based payment valuations in the half-year report. See note 4 in the notes to the financial statements for further detail.

The notes on page 26 to 54 are an integral part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	31 Dec 2022 \$	31 Dec 2021 \$
Cash flows from operating activities			
Receipts from customers		27,319	-
Payments to suppliers and employees		(3,493,375)	(2,100,240)
Net cash (used in)/generated by operating activities		(3,466,056)	(2,100,240)
Cash flows from investing activities			
Payments for property, plant and equipment		(425,081)	(421,591)
Payments for exploration and evaluation assets		(6,421,288)	(1,352,620)
Payments for intangible assets		-	(4,536)
Proceeds from disposal of plant and equipment		51,965	-
Proceeds from disposal of tenements		29,990	-
Interest received		33,164	10,437
Net cash (used in)/generated by investing activities		(6,731,250)	(1,768,310)
Cash flows from financing activities			
Proceeds from issue of ordinary shares, options and notes		9,656,104	8,111,937
Proceeds from borrowings		11	592,878
Transaction costs related to issue of shares		(613,164)	-
Payment of borrowings		(100,000)	(612,878)
Payment of leases		-	(37,153)
Interest paid		(11)	-
Net cash (used in)/generated by financing activities		8,942,940	8,054,784
Cash and cash equivalents at beginning of the period		4,372,561	162,140
Net (decrease)/increase in cash and cash equivalents		(1,254,366)	4,186,234
Effects of currency translation on cash and cash equivalents		121,681	24,187
Cash and cash equivalents at end of period		3,239,876	4,372,561

The notes on page 26 to 54 are an integral part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

Note 1: General information

Jade Gas Holdings Limited is a limited company, incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange under the symbol JGH. The registered office is located at 66 Rundle Street Kent Town SA 5067.

This financial report includes the financial statements and notes of Jade Gas Holdings Limited ("the Company") and its Controlled Entities ("Jade" or "the Group"). The financial statements were authorised for issue on 30 March 2023 by the Directors of the Company.

Note 2: Summary of Significant Accounting Policies

Basis of Preparation

The consolidated financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. The Group is a for-profit entity for financial reporting purposes under the Australian Accounting Standards. Monetary amounts are expressed in Australian dollars.

The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business. As outlined below, the COVID-19 pandemic, has not impacted the Group's operations in any material way to date, and it is not expected to have a significant impact on the Group's operations.

Australian Accounting Standards set out accounting policies that the Australian Accounting Standards Board has concluded would result in financial statements containing relevant and reliable information about transactions, events and conditions. The financial statements and notes also comply with International Financial Reporting Standards as issued by the IASB. Material accounting policies adopted in the preparation of the financial statements are presented below and have been consistently applied unless stated otherwise.

Principles of consolidation

The Group financial statements consolidate those of the Parent Company and all of its subsidiaries at 31 December 2022. The Parent controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal as applicable.

Non-controlling interest, presented as part of equity, represent the portion of a subsidiary's profit or loss and net assets that is not held by the Group. The Group attributes total comprehensive income or loss of subsidiaries between the owners of the Parent and the non-controlling interest based on their respective ownership interests.

Income tax

The income tax expense/(income) for the period comprises current income tax expense/(income) and deferred tax expense/(income).

Current income tax expense charge to profit or loss is the tax payable on taxable income. Current tax liabilities/(assets) are measured at the amounts expected to be paid to/(recovered from) the relevant taxation authority. Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the period as well as unused tax losses. Current and deferred income tax expenses/(income) is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit or loss.

Except for business combinations, no deferred income tax is recognised from the initial recognition of an asset or liability where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where: (a) a legally enforceable right of set-off exists; and (b) the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on, either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods, in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

Tax consolidation legislation

The Company and its wholly-owned Australian entities have implemented the tax consolidation legislation as of 1 July 2018. Following the reverse takeover process finalised in September, a request has been made to the Australian Tax Office to include JGPL within the tax consolidated group of JGH which has occurred resulting in a tax return for JGPL being lodged for the period 1 July 2021 to 22 September 2021 with the subsequent period being included in the consolidation Jade group tax return for the period 1 July 2021 to 30 June 2022.

The head entity, Jade, and the controlled entities in the tax consolidation group continue to account for their own current and deferred tax amounts. The Group has applied the group allocation approach in determining the appropriate amount of current taxes and deferred taxes to allocate to members of the tax consolidated group.

In addition to its own current and deferred tax amounts, Jade also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and tax credits assumed from controlled entities in the tax consolidation group.

Any difference between the amounts assumed and amounts receivable or payable under the tax funding agreement are recognised as a contribution to (or distribution from) wholly-owned tax consolidated entities.

Exploration, evaluation and development expenditure

Exploration, evaluation and development expenditures incurred are capitalised in respect of each identifiable area of interest. These costs are only capitalised to the extent that they are expected to be recovered through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Accumulated costs in relation to an abandoned area are written off in full in the period in which the decision to abandon the area is made. When production commences, the accumulated costs or the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to capitalise costs in relation to that area of interest.

Costs of site restoration are provided over the life of the project from when exploration commences and are included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal, and rehabilitation of the site in accordance with local laws and regulations and clauses of the permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Any changes in the estimates for the costs are accounted for on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly, the costs have been determined on the basis that the restoration will be completed within one period of abandoning the site.

Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. The recoverable amount of the exploration and evaluation asset (for the cash generating unit(s) to which it has been allocated being no larger than the relevant area of interest) is estimated to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

Where a decision has been made to proceed with development in respect to a particular area of interest, the relevant exploration and evaluation asset is tested for impairment and the balance is then reclassified to development. Where an area of interest is abandoned, any expenditure carried forward in respect of that area is written off.

Financial Instruments

Except for certain trade receivables the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Under AASB 9 financial assets are subsequently measured at fair value through profit or loss (FVPL), amortised cost, or fair value through other comprehensive income (FVOCI). The classification is based on two criteria: the Group's business model for managing the assets; and whether the instruments' contractual cash flows represent 'solely payments of principal and interest' on the principal amount outstanding (the 'SPPI criterion').

Significant accounting estimates and judgements for share based payments values

The Group estimates the probability of award of performance rights issued to key management personnel and other consultants and advisors by reference to the likelihood that the performance measures will be met by the holders of those performance rights as at the date at which they are granted. The probability is considered binary (100% or 0%) for each class of performance rights and only where there is a high risk of failure to achieve the performance measures will 0% be used (e.g. stretch targets).

Contributed equity

Issued and paid up-capital is recognised at the fair value of the consideration received by the Group. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

Foreign currency transactions and balances

The functional currency of each of the Group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars, which is the parent entity's functional currency.

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange rate differences arising on the translation of monetary items are recognised in profit or loss except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in other comprehensive income to the extent that the underlying gain or loss is recognised in other comprehensive income; otherwise, the exchange difference is recognised in profit or loss.

Group companies

The financial results and position of foreign operations, whose functional currency is different from the Group's presentation currency, are translated as follows:

- assets and liabilities are translated at exchange rates prevailing at the end of the reporting period;
- income and expenses are translated at average exchange rates for the period; and
- retained earnings are translated at average exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign operations with functional currencies other than Australian dollars are recognised in other comprehensive income and included in the foreign currency translation reserve in the statement of financial position. These differences are recognised in profit or loss in the period in which the operation is disposed of.

Employee benefits

Provision is made for the Group’s liability for employee benefits arising from services rendered by employees to the end of the reporting period. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits. In determining the liability, consideration is given to employee wage increases and the probability that the employee may satisfy any vesting requirements. Those cash flows are discounted using market yields on high quality corporate bonds with terms to maturity that match the expected timing of cash flows attributable to employee benefits.

Equity-settled compensation

The Group provides benefits to employees (including senior executives) of the Group in the form of share-based payments, whereby employees render services in exchange for shares or rights over shares (equity-settled transactions). The cost of these equity-settled transactions with employees is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value of Options and Performance Rights are determined using the Black-Scholes pricing model and a Monte Carlo simulation methodology respectively, incorporating all market vesting conditions.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of the Company (market conditions) if applicable.

The cost of equity-based transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the vesting period).

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Group’s best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The income statement charge or credit for a period represents the movement in cumulative expense, recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is only conditional upon a market condition.

If the terms of an equity-settled award are modified, as a minimum, an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If any equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

Provisions

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities in the statement of financial position.

Revenue and other income

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties. Interest revenue is recognised using the effective interest rate method.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for the Company’s activities as described below. The amount of revenue is not considered to be reliably measurable until all contingencies relating to the sale have been resolved. All revenue is stated net of the amount of goods and services tax.

Trade and other payables

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

Goods and Services Tax (GST) and Value Added Tax (VAT)

Revenues, expenses and assets are recognised net of the amount of GST or VAT, except where the amount of GST/VAT incurred is not recoverable from the Australian Taxation Office, Mongolian Tax Authority or Austrian Taxation Office (Tax Office).

Receivables and payables are stated inclusive of the amount of GST or VAT receivable or payable. The net amount of GST and VAT recoverable from, or payable to, the Tax Office is included with other receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST and VAT components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the Tax Office are presented as operating cash flows included in receipts from customers or payments to suppliers.

Comparative figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial period. Where the Group has retrospectively applied an accounting policy, made a retrospective restatement of items in the financial statements or reclassified items in its financial statements, an additional statement of financial position as at the beginning of the earliest comparative period will be disclosed.

Changes in accounting policies and disclosure

In the period ended 31 December 2022, the Group has reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for the current annual reporting period. No new or amended Australian Accounting Standards and Interpretations that are issued, but not yet effective, have been early adopted. It has been determined by the Group that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on its business and, therefore, no change is necessary to Group accounting policies.

New Accounting Standards and Interpretations adopted

There are no issued but not yet effective accounting standards or interpretations that are expected to significantly impact the Group in future financial years.

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The Directors evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

Exploration and evaluation expenditure

Exploration and evaluation costs are carried forward where right of tenure of the area of interest is current. These costs are carried forward in respect of an area that, has not at balance date, reached a stage that permits reasonable assessment of the existence of economically recoverable reserves, refer to the accounting policy stated in Note 2.

Taxation

Balances disclosed in the financial statements and the notes thereto, related to taxation, are based on the best estimates of Directors. These estimates take into account both the financial performance and position of the Group as they pertain to current income taxation legislation, and the Directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents the Directors’ best estimate, pending an assessment by the Australian Taxation Office.

Impact of COVID-19 pandemic

Judgement has been exercised in considering the impacts that the coronavirus (COVID-19) pandemic has had, or may have on the operations of the Group and its financial position and results. At present it is not expected that the pandemic will have any significant further impact on the Group’s general operations.

Group personnel, key supply chains, and other important stakeholder relationships have remained largely unaffected by the pandemic. As at 31 December 2022 and the date of this report, there has been no significant impact upon the financial results and position of the Group reported on in these consolidated financial statements as a result of the COVID-19 pandemic.

The Board and management will continue to monitor the impact of any delayed effects of the pandemic on the Group’s operations and state of affairs.

Earnings per share

Basic earnings per share are calculated as net loss attributable to members of the Company, adjusted to exclude any costs of servicing equity (other than dividends), divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted earnings per share are calculated as net loss attributable to members of the Company adjusted for:

- costs of servicing equity (other than dividends);
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares.

Divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

Share based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using a valuation model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Share based payments - equity settled transactions

Share-based payments to employees are measured at the fair value of the instruments issued and amortised over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve. The fair value of options is determined using the Black-Scholes pricing model whilst the fair value of Performance Rights is determined using a Monte Carlo Simulation Method. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted is based on the number of equity instruments that eventually vest.

Going concern

The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and the settlement of liabilities in the normal course of business. The Group has incurred a loss after tax of \$3,986,704 and operations were funded by a cash inflow of \$9,656,104 from the issue of Ordinary Shares.

On 14 March 2023 the Company announced the strategic placement of A\$10.7 million through the placement of 178,630,800 fully paid Ordinary Shares to cornerstone investor and Mongolia's largest importer of gas, UB Metan LLC. The Placement will increase UB Metan's holding in the company to 19.9% and will entitle them to nominate a candidate to the Jade Board of Directors. The Company intends to use the funds received from the Placement primarily for the pilot production program, which is designed to prove the commercial capability of the TTCBM Project, and for general and corporate purposes.

The Company has the ability to control cash outflows in relation to exploration and evaluation expenditure with most material expenses charged on a usage rate and not a committed lump sum. The strategic placement raising A\$10.7 million will allow the group to meet its forecasted committed cash outflows to the extent operations can continue in the normal course of business for at least 12 months from the date of this report.

Note 3: Reverse Acquisition Accounting

On 22 September 2021 the Company announced the completion of the acquisition of 100% of the issued capital of JGPL (ACN 631 515 225), the effect of which is outlined in the Company's Annual Report for the year ended 31 December 2021.

The acquisition of JGPL did not meet the definition of a business combination in accordance with AASB 3 Business Combinations ("AASB 3"). Instead, the acquisition was treated as a Group recapitalisation, using principles of reverse acquisition accounting in AASB 3 given the substance of the transaction is that the Company has effectively been recapitalised with JGPL operations being the ongoing business. Accordingly the consolidated financial statements have been prepared as if JGPL acquired the Company and not vice-versa as represented by the legal position.

The impact of the Group restructure on each of the primary statements is as follows:

Consolidated statement of profit or loss and other comprehensive income

- The 31 December 2022 consolidated statement of profit or loss and comprehensive income comprises the Group.
- The 31 December 2021 consolidated statement of profit or loss and comprehensive income comprises JGPL and then the Company since 23 September 2021.

Consolidated statement of financial position

- The consolidated statement of financial position as at both 31 December 2022 and 31 December 2021 represents the Group.

Consolidated statement of changes in equity

- The 31 December 2022 statement of changes in equity comprises the Group's equity balance as at 1 January 2022 and its loss for the year and transactions with equity holders for the year ended 31 December 2022
- The 31 December 2021 statement of changes in equity comprises the JGPL equity balance as at 1 January 2021, and its loss for the year and transaction with equity holders for the year to 31 December 2021. It also comprises the Company's loss and transactions with equity holders since 23 September 2021 and the equity balances of the Company and JGPL as at 31 December 2021.

Consolidated statement of cash flows

- The 31 December 2022 statement of cash flows comprises the Group.
- The 31 December 2021 statement of cash flows comprises JGPL and then the Company since 23 September 2021.

Note 4: Restatement of Comparative Balances

During the half-year ended 30 June 2022 an error was discovered in the prior period valuation and the period of expense recognition of options whereby the total expense of options was allocated across the period to expiry of the options granted despite no service period existing as a vesting condition. A correction has been calculated and the comparative balance for the period ending 31 December 2021 in the *Consolidated Statement of Financial Position* has been restated. The restatement impacts only the equity line items with nil net impact on the total equity of the Company.

Where no service or vesting conditions exist the expense of the granted options have been corrected to be recognised in full at the grant date in accordance with AASB 2: *Share-based Payments*. The calculation of share based payments has been done using the Black and Scholes pricing model, corrected for inputs to reflect conditions of the options at the grant date. The key inputs, along with the impact to the *Consolidated Statement of Financial Position* follows. The restated comparative equity figures additionally form the opening balances of the *Consolidated Statement of Changes in Equity*.

Valuation Inputs	Grant Date	Vesting Date	Expiry Date	Price at Grant	Exercise Price	Fair Value	Expected Volatility	Risk-free interest rate
7,000,000 Director Options	7/7/21	7/7/21	30/6/22	\$0.03	\$0.045	\$0.000	68%	0.06%
22,000,000 Director Options	22/9/21	22/9/21	30/6/23	\$0.03	\$0.045	\$0.007	68%	0.01%
12,000,000 Broker Options	22/9/21	22/9/21	22/9/24	\$0.03	\$0.045	\$0.010	68%	0.16%
4,000,000 Marketer Options	25/11/21	25/11/21	31/10/24	\$0.08	\$0.10	\$0.029	65%	1.03%
4,000,000 Performance Rights	25/11/21	4/10/22	25/11/25	\$0.08	-	\$0.037	-	1.48%
4,000,000 Performance Rights	25/11/21	4/10/23	25/11/25	\$0.08	-	\$0.034	-	1.48%
8,000,000 Performance Rights	16/12/21	16/12/22	16/12/25	\$0.07	-	\$0.038	-	1.37%
8,000,000 Performance Rights	16/12/21	16/12/23	16/12/25	\$0.07	-	\$0.034	-	1.37%

The fair value of the equity settled Options and Performance Rights granted is estimated as at the date of the grant using a Black-Scholes pricing model and Monte Carlo pricing simulation respectively, taking into account the terms and conditions upon which the Options and Performance Rights were granted. The expected volatility is estimated with the assumption that historical volatility is indicative of future trends, which may not be the actual outcome. The risk-free interest rate is the government bond rate with a similar term to the right or option as at the grant date.

	31 Dec 2021 Reported \$	Correction of prior period error	31 Dec 2021 Restated \$
Share Based Payments			
7,000,000 Director Options	4,646	(3,823)	823
22,000,000 Director Options	36,073	112,035	148,108
68,000,000 Options forming JGPL consideration ¹	111,500	(111,500)	-
12,000,000 Broker Options	18,328	101,661	119,989
4,000,000 Marketer Options	1,429	116,051	117,480
8,000,000 Performance Rights	-	22,136	22,136
16,000,000 Performance Rights	-	13,500	13,500
Movement in Share Based Payment Reserve	171,976	250,060	422,036
Share Issue Costs	-	119,989	119,989
Share Based Payment Expense	171,976	130,071	302,047

¹ 68,000,000 options were given to shareholders as consideration for 100% of the issued capital of Jade Gas Pty Ltd

	31 Dec 2021 Reported \$	Correction of prior period error	31 Dec 2021 Restated \$
EQUITY			
Costs of issuing shares	-	(119,989)	(119,989)
Other Contributed equity	15,318,498	-	15,318,498
Contributed equity	15,318,498	(119,989)	15,198,509
Issue of shares, options and notes	171,976	250,060	422,036
Other reserves	(120,992)	-	(120,992)
Total reserves	50,984	250,060	301,044
Profit/(loss) for the year	(5,758,803)	(130,071)	(5,888,874)
Other accumulated losses	(1,699,326)	-	(1,699,326)
Total accumulated losses	(7,458,129)	(130,071)	(7,588,200)
Non-controlling interest	(134,279)	-	(134,279)
Total equity	7,777,074	-	7,777,074

	31 Dec 2021 Reported \$	Correction of prior period error	31 Dec 2021 Restated \$
Earnings per share			
Loss for the period	(5,758,803)	(130,071)	(5,888,874)
Weighted average number of ordinary shares (basic)	859,195,985	-	859,195,985
Weighted average number of ordinary shares (diluted)	996,195,985	-	996,195,985
Basic (loss) per share	(\$0.0067)		(\$0.0069)
Diluted (loss) per share	(\$0.0058)		(\$0.0059)

Note 5: Other Income

	2022 \$	2021 \$
Sale of Austrian exploration licences	25,740	-
Rental income	24,836	-
Gifts from Directors	-	268,666
Mongolian government grants	2,662	1,661
	53,238	270,327

Note 6: General and Administration Expense

	2022 \$	2021 \$
ASX & ASIC Fees	69,682	8,710
Insurance	55,434	19,651
Subscriptions and memberships	30,587	1,085
Marketing and investor relations	262,631	67,957
Office ¹	72,609	73,444
Travel	209,397	13,217
Printing, Post and Stationery	29,006	2,757
Communications	10,834	1,674
Fuel	9,773	2,131
Professional services	368,428	223,859
Mongolian withholding and other state taxes	358,843	347,022
Share based payments - G&A expense	114,843	117,480
Other administrative expenses	106,785	33,221
	1,698,852	912,208

¹ Office expense includes \$61,893.57 of Mongolian office rent utilising the short-term lease exemption under IFRS 16.

Note 7: Earnings Per Share

	2022 \$	2021 \$
Loss for the period	(3,986,704)	(5,888,874)
Weighted average number of ordinary shares (basic)	1,302,391,591	859,195,985
Weighted average number of ordinary shares (diluted)	1,497,891,591	996,195,985
Basic (loss) per share	(\$0.0031)	(\$0.0069)
Diluted (loss) per share	(\$0.0027)	(\$0.0059)

Note 8: Cash and Cash Equivalents

	2022 \$	2021 \$
Cash at bank	3,239,876	4,372,561
	3,239,876	4,372,561

Note 9: Trade and Other Receivable

	2022 \$	2021 \$
Accounts receivable	75,684	-
GST and VAT receivable	50,082	144,742
	125,766	144,742

Note 10: Other Assets

	2022 \$	2021 \$
Prepayments	261,445	622,968
Security and Environmental deposits	125,707	50,628
	387,152	673,596

Note 11: Deferred Tax

The following is a summary of the tax consolidated group's deferred tax not brought to account, the benefits of which will only be realised if the conditions for deductibility are met.

	2022 \$	2021 \$
Losses available for offset against future tax liabilities	6,499,292	5,609,542
Impact of tax base rate reduction to 25%	(236,129)	-
Deductible temporary differences	130,618	138,841
	6,393,781	5,748,383

The 2022 figures are calculated on the current 25% tax rate for base rate entities (2021: 26%) on the basis that should the Group have future taxable profits it is likely that the Group will initially be a Small Business Entity (SBE).

The recovery of the losses is subject to satisfaction of the tax loss recoupment rules and will be subject to the Continuity of Ownership Test (COT), or failing that, the Business Continuity Test (BCT) in the year that they are utilised.

The prima facie income tax expense/(income) on pre-tax accounting loss reconciles to the income tax expense/(income) in the financial statements as follows:

	2022 \$	2021 \$
Accounting loss before tax from continuing operations	(3,986,704)	(6,069,955)
Tax benefit at the parent entity's tax rate of 25% (2021: 26%)	996,676	1,578,188
• Non-deductible expenses	(89,434)	(1,346,043)
• Other deductible costs	170,437	68,070
• Unused tax losses and temporary differences not recognised	(1,077,679)	(300,215)
	-	-

Note 12: Property, Plant and Equipment, Right-of-Use and Intangible Assets

	Plant and equipment at cost	Right-of-use asset	Intangible assets	Total
	\$	\$	\$	\$
Gross carrying amount				
Balance at 1 January 2022	867,185	445,205	5,189	1,317,579
Additions	403,103	-	21,978	425,081
Disposals	(166,366)	-	-	(166,366)
Reclassifications	-	20,548	-	20,548
Foreign exchange impact	(158,152)	(12,053)	(606)	(170,811)
Balance at 31 December 2022	945,770	453,700	26,561	1,426,031
Accumulated depreciation/ amortisation and impairment				
Balance at 1 January 2022	(102,950)	(100,939)	(3,271)	(207,160)
Disposals	21,864	-	-	21,864
Depreciation expense	(88,824)	-	-	(88,824)
Amortisation expense	-	(93,457)	(15,554)	(109,011)
Reclassifications	-	(20,548)	-	(20,548)
Foreign exchange impact	11,900	12,053	381	24,334
Balance at 31 December 2022	(158,010)	(202,891)	(18,444)	(379,345)
Net book value				
As at 1 January 2022	764,235	344,266	1,918	1,110,419
As at 31 December 2022	787,760	250,809	8,117	1,046,686

Gross carrying amount				
Balance at 1 January 2021	417,052	95,157	2,627	514,836
Additions	593,228	344,266	2,402	939,896
Disposals	(168,431)	-	-	(168,431)
Reclassifications	-	-	-	-
Foreign exchange impact	25,336	5,782	160	31,278
Balance at 31 December 2021	867,185	445,205	5,189	1,317,579
Accumulated depreciation/ amortisation and impairment				
Balance at 1 January 2021	(59,784)	(75,324)	(1,487)	(136,595)
Disposals	8,427	-	-	8,427
Depreciation expense	(47,961)	-	-	(47,961)
Amortisation expense	-	(21,038)	(1,693)	(22,731)
Foreign exchange impact	(3,632)	(4,577)	(91)	(8,300)
Balance at 31 December 2021	(102,950)	(100,939)	(3,271)	(207,160)
Net book value				
As at 1 January 2021	357,268	19,833	1,140	378,241
As at 31 December 2021	764,235	344,266	1,918	1,110,419

Note 13: Exploration and Evaluation Expenditure

	2022 \$	2021 \$
Opening balance	2,565,356	1,611,976
Foreign exchange impact	(296,104)	97,928
Exploration expenditure incurred	6,466,221	855,452
	8,735,473	2,565,356

Note 14: Trade and Other Payables

	2022 \$	2021 \$
Trade creditors	119,871	224,318
Superannuation payable	12,036	16,217
Withholding tax payable	21,111	73,604
Accrued expenses	160,770	104,688
	313,788	418,827

Note 15: Borrowings

	2022 \$	2021 \$
Director loans (i)	100,000	100,000
Shareholder loans (ii)	137,954	226,507
Lease liability	259,981	344,266
	497,935	670,773
Current	327,625	84,285
Non-current	170,310	586,488
	497,935	670,773

SUMMARY OF BORROWING ARRANGEMENTS

(i) Unsecured loan of \$100,000 provided by a previous Director of the Company on an interest-free basis expiring 30 June 2023.

(ii) Unsecured shareholder loans provided at 6% interest expiring 9 August 2023.

	31/12/2021 \$	Financing cash flows \$	Office lease liability \$	Interest on loans \$	31/12/2022 \$
Director loans	100,000	-	-	-	100,000
Shareholder loans	226,507	(100,000)	-	11,447	137,954
Lease liabilities	344,266	-	(84,285)	-	259,981
	670,773	(100,000)	(84,285)	11,447	497,935

Note 16: Contributed Equity

	2022 \$	2021 \$
Issued share capital	24,974,602	15,318,498
Unissued share capital	-	-
Costs of issuing shares	(1,456,412)	(119,989)
	23,518,190	15,198,509
Issued capital comprises:		
1,397,403,331 fully paid ordinary shares (31 December 2021: 1,209,401,331)	23,518,190	15,198,509
	23,518,190	15,198,509

FULLY PAID ORDINARY SHARES

	No. Shares	Share capital \$
Balance at 1 January 2021	176,250,000	822,558
JGPL shares issued	26,750,000	2,778,900
Notes in subsidiary converted to equity	-	820,000
Prospectus shares purchased	(203,000,000)	-
Prospectus vendor Offer	846,166,667	-
Prospectus equity Offer	250,000,000	7,500,000
Shares issued to HGM shareholders	113,234,664	3,397,040
Options issued to brokers	-	(119,989)
Closing balance at 31 December 2021	1,209,401,331	15,198,509
Balance at 1 January 2022	1,209,401,331	15,198,509
Shares issued	188,002,000	9,656,104
Attaching Options issued	-	(548,029)
Broker Options issued	-	(197,859)
Costs of issuing shares	-	(590,535)
Closing balance at 31 December 2022	1,397,403,331	23,518,190

SHARE PLACEMENT

On 28 April 2022, the Company announced the successful completion of a \$6,656,000 capital raising through the issue of 128,000,000 shares to institutional and sophisticated investors at an issue price of \$0.052 per share. The transaction was completed in two tranches, with 125,000,000 shares issued on 5 May 2022 and the remaining 3,000,000 shares issued to Director Joseph Burke following shareholder approval at the Annual General Meeting held on 31 May 2022.

1,000 shares were issued at an issue price of \$0.052 per share under two cleansing prospectuses for each tranche of the share placement. The purpose of the two cleansing prospectuses was to remove any on-sale trading restrictions attached to the placement shares pursuant to the exemption set out in section 708A(11) of the Corporations Act.

On 2 November 2022, the Company announced the successful completion of a \$3,000,000 capital raising through the issue of 60,000,000 shares together with one free attaching Option for every two shares to institutional and sophisticated investors at an issue price of \$0.050 per share.

TERMS AND CONDITIONS OF CONTRIBUTED EQUITY - ORDINARY SHARES

Ordinary shares have the right to receive dividends as declared and, in the event of winding up the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid upon shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company. The shares do not have a par value.

Unlisted Options

	31 December 2022		31 December 2021	
	Quantity	Weighted ave exercise price	Quantity	Weighted ave exercise price \$
Outstanding at the start of the period	113,000,000	0.053	-	-
Forfeited during the period	(7,000,000)	0.15	-	-
Granted during the period	64,500,000	0.083	113,000,000	0.053
Outstanding at the end of the period	170,500,000	0.061	113,000,000	0.053

At 31 December 2022, the Group has 170,500,000 (31 December 2021: 113,000,000) Unlisted Options on issue, the terms and details are set out below:

	Expiry Date	Escrow Date	Exercise Price	Balance 1/1/2022	Options Issued	Options Expired	Balance 31/12/22
7,000,000 Director Options	30/6/22	-	\$0.15	7,000,000	-	(7,000,000)	-
50,000,000 RTO issued Options	30/6/23	-	\$0.045	50,000,000	-	-	50,000,000
40,000,000 RTO issued Options	30/6/23	4/10/23	\$0.045	40,000,000	-	-	40,000,000
12,000,000 Broker Options	22/9/24	4/10/23	\$0.045	12,000,000	-	-	12,000,000
4,000,000 Marketer Options	31/10/24	-	\$0.10	4,000,000	-	-	4,000,000
4,000,000 Director Options	1/2/25	-	\$0.12	-	4,000,000	-	4,000,000
12,000,000 Director Options	19/4/25	-	\$0.09	-	12,000,000	-	12,000,000
10,000,000 Broker Options	5/5/25	-	\$0.09	-	10,000,000	-	10,000,000
1,000,000 Broker Options	9/11/25	-	\$0.075	-	1,000,000	-	1,000,000
30,000,000 Attaching Options	30/11/25	-	\$0.075	-	30,000,000	-	30,000,000
7,500,000 Marketer Options	5/12/25	-	\$0.075	-	7,500,000	-	7,500,000
				113,000,000	64,500,000	(7,000,000)	170,500,000

Performance Shares

At 31 December 2022, the Group has 48,000,000 (31 December 2021: 48,000,000) Unlisted Performance Shares on issue. These Performance shares were previously issued as consideration for the acquisition of Austrian Projects Corporation Pty Ltd:

	2022 Quantity	2021 Quantity
Class A Performance Shares	24,000,000	24,000,000
Class B Performances Shares	24,000,000	24,000,000
	48,000,000	48,000,000

TERMS AND CONDITIONS OF CONTRIBUTED EQUITY - CLASS A PERFORMANCE SHARES

The Class A Performance Shares were issued on 26 February 2018 and subsequently consolidated on 7 July 2021. Class A Performance Shares have an expiry date of 26 February 2023.

Each Class A Performance Share will convert into an Ordinary Fully Paid Share on a one-for-one basis, upon delineation of a JORC-compliant Mineral Resource estimate of at least inferred category (as defined in the JORC Code) of a minimum of 500,000 ounces of gold or gold equivalent (in accordance with clause 50 of the JORC Code) at an average grade of at least 8 grams per tonne (Class A Milestone). The Class A Milestone must be determined to have been achieved, or not achieved, by no later than 5:00pm on the date that is one month after the Expiry Date, being 25 February 2023. The Class A Milestone has not been achieved as at 31 December 2021 or the date of this report.

TERMS AND CONDITIONS OF CONTRIBUTED EQUITY - CLASS B PERFORMANCE SHARES

The Class B Performance Shares were issued on 26 February 2018 and subsequently consolidated on 7 July 2021. Class B Performance Shares have an expiry date of 26 February 2023.

Each Class B Performance Share will convert into an Ordinary Fully Paid Share on a one-for-one basis, upon completion of a positive Scoping Study (as defined in the JORC Code) in relation to any one or more Austrian Cobalt project by an independent third-party expert which evidences an internal rate of return greater than 20% (using publicly available industry assumptions including deliverable spot commodity/mineral prices which are independently verifiable), provided that the total cumulative EBITDA over the life of the relevant Austrian Cobalt project is over \$US50,000,000 and provided that (while the Company remains listed on the ASX) the Scoping Study is released as an announcement on the ASX Announcements Platform and is not required by reason of regulatory intervention by ASX or ASIC to be retracted within a period of one month from the date of its release (Class B Milestone).

The Class B Milestone must be determined to have been achieved or not achieved by no later than 5:00pm on the date that is one month after the Expiry Date, being 26 February 2023. The Class B Milestone has not been achieved as at 31 December 2021 or the date of this report.

EXPIRY OF PERFORMANCE SHARES

On 26 February 2023 24,000,000 Class A Performance Shares and 24,000,000 Class B Performance Shares expired having not met the performance milestones required to convert. Under the terms of the Performance Shares each Holder's holding of Class A and Class B Performance Shares consolidated into 1 Performance Share of each class and converted into 1 Ordinary Share in the Company resulting in the issue of 40 Ordinary Shares in the Company.

Performance Rights

At 31 December 2022, the Group has 25,000,000 (31 December 2021: 24,000,000) Unlisted Performance Rights on issue. These Performance Rights have been issued to employees as part of their remuneration package to incentivise performance and align employee remuneration with the success of the Company.

	2022	2021
	Quantity	Quantity
Employee Performance Rights Granted 25/11/2021 - Tranche 1	4,000,000	4,000,000
Employee Performance Rights Granted 25/11/2021 - Tranche 2	4,000,000	4,000,000
Employee Performance Rights Granted 16/12/2021 - Tranche 1	8,000,000	8,000,000
Employee Performance Rights Granted 16/12/2021 - Tranche 2	8,000,000	8,000,000
Employee Performance Rights Granted 4/1/2022 - Tranche 1	500,000	-
Employee Performance Rights Granted 4/1/2022 - Tranche 2	500,000	-
	25,000,000	24,000,000

TERMS AND CONDITIONS OF CONTRIBUTED EQUITY - PERFORMANCE RIGHTS

Employees are entitled to Tranch 1 when the Volume Weighted Average Price (VWAP) of the Company's shares as calculated over 20 consecutive trading days is equal to or exceeds 10.5 cents per share at any time but not longer than 4 years from the employee commencement date and will vest no earlier than the 12-month anniversary of the commencement of the employee.

Employees become entitled to Tranch 2 when the VWAP of the Company's shares as calculated over 20 consecutive trading days is equal to or exceeds 14 cents per share at any time but not longer than 4 years from the employee commencement date and will vest no earlier than the 24-month anniversary of the commencement of the employee.

Note 17: Reserves

	2022	2021
	\$	\$
Option reserve	1,743,965	422,036
Foreign exchange reserve on the conversion of subsidiary undertakings	(940,577)	(120,992)
	803,388	301,044

SHARE OPTION RESERVE

	2022	2021
	\$	\$
Opening balance	422,036	-
Consolidation of 7,000,000 Director options on 7 July 2021	(823)	823
Issue of 22,000,000 Director options on 22 September 2021 as part of the RTO	-	148,108
Issue of 12,000,000 Broker options on 22 September	-	119,989
Issue of 4,000,000 Marketer options on 25 November 2021	-	117,480
Issue of 8,000,000 Performance Rights on 25 November 2021	55,290	22,136
Issue of 16,000,000 Performance Rights on 16 December 2021	135,277	13,500
Issue of 1,000,000 Performance Rights on 16 December 2021	8,610	-
Issue of 4,000,000 Director options on 4 January 2022	118,120	-
Issue of 12,000,000 Director options on 19 April 2022	144,725	-
Issue of 10,000,000 Broker options on 5 May 2022	179,830	-
Issue of 30,000,000 Attaching options on 9 November 2022	548,028	-
Issue of 1,000,000 Broker options on 9 November 2022	18,029	-
Issue of 7,500,000 Marketing options on 5 December 2022	114,843	-
	1,743,965	422,036

Note 18: Controlled Entities

Controlled entities consolidated Subsidiaries of Jade Gas Holdings Limited	Country of incorporation	Principal activity	Percentage owned (%) 31 December 2022
Direct			
Jade Gas Pty Ltd ⁽ⁱ⁾	Australia	Intermediate parent	100
Jade Methane LLC ⁽ⁱⁱ⁾	Mongolia	CBM exploration	100
Methane Gas Resource LLC ⁽ⁱⁱⁱ⁾	Mongolia	CBM exploration	60
Jade Gas Mongolia LLC ^(iv)	Mongolia	CBM exploration	100
Baruun Naran Gas LLC ^(v)	Mongolia	CBM exploration	66
Acacia Mining Pty Ltd	Australia		100
Austrian Projects Corporation Pty Ltd ^(vi)	Australia	Intermediate parent	100
APC Cobalt GmbH ^(vii)	Austria	Cobalt projects	100
APC Gold GmbH ^(viii)	Austria	Intermediate parent	100
Eurocan Mining GmbH ^(ix)	Austria	Gold projects	100

- i. On 22 September 2021 HGM successfully completed the acquisition of JGPL and subsequently underwent a name change to Jade Gas Holdings Limited after being reinstated to trading on the ASX.
- ii. On 14 May 2019 Jade Methane LLC (JM) was incorporated and JGPL Ltd acquired an 85% interest in it. On 14th May 2020 JGPL acquired the remaining 15% from UB Methane LLC, a Mongolian corporation. The consideration for this was the obligation to issue 5,250,000 ordinary shares, 8,250,000 Class B shares and 8,250,000 Performance Shares in JGPL pursuant to a Share Sale Agreement dated 30 September 2019. That agreement was conditional upon the proposed ASX reverse takeover transaction and necessary consents and approvals. UB Methane was issued shares prior to the reverse take over and those shares were acquired by Jade Gas Holdings Ltd for consideration of 87,000,000 ordinary shares.
- iii. Methane Gas Resource LLC (MGR) is a 60% subsidiary of JM. It was incorporated on 21 May 2019 and acquired by JGPL on 21 May 2019 as part of the JM acquisition.
- iv. Jade Gas Mongolia LLC (JGM) is a 100% subsidiary of JGPL. It was incorporated on 14 May 2019 and acquired by JGPL on 14 May 2019.
- v. Baruun Naran Gas LLC (BNG) is a 66% subsidiary of JGM. It was incorporated on 27 September 2019 and acquired by JGPL on 27 September 2019 as part of the JGM acquisition.
- vi. Austrian Projects Corporation Pty Ltd (APC) was incorporated on 24 October 2017 and acquired by HGM on 26 February 2018.
- vii. APC Cobalt GmbH is a 100% subsidiary of APC. It was incorporated on 24 October 2017 and acquired by HGM on 26 February 2018 as part of the APC acquisition.
- viii. APC Gold GmbH is a 100% subsidiary of APC. It was incorporated on 24 October 2017 and acquired by HGM on 26 February 2018 as part of the APC acquisition.
- ix. Eurocan Mining GmbH is a 100% subsidiary of APC Gold GmbH. It was acquired by APC Gold GmbH on 11 December 2017.

JGPL, via its subsidiary JM, owns 60% of MGR. MGR holds a PSA providing rights to explore for and exploit CBM from the area surrounding and including the Tavantolgoi coal field in Mongolia. JGPL will fund 100% of the costs to the point of a DFS, after which costs will be shared on a pro-rata basis. At the completion of the DFS, each party has an option to increase its equity in MGR subject to certain terms and conditions

JGPL via its subsidiary JGM, owns 66% of BNG. BNG is a joint venture with KE, a wholly owned subsidiary of MMC. The JV was established to explore CBM within a coal mining licence held by MMC in the South Gobi region of Mongolia. Under the JV agreements, Jade will fund 100% of the costs of exploration to the point of a DFS, after which costs will be shared on a pro-rata basis.

Note 19: Exploration Expenditure Commitments

The terms of the PSA held by MGR include minimum expenditure requirement over the period of the agreement. Annual expenditure budgets are approved by the country regulator MRPAM. The terms of the PSA are commercial in confidence.

Note 20: Contingent Assets and Liabilities

The Directors are not aware of any contingent liabilities as at the date of the financial statements however have become aware of the terms of the previous sale of an exploration tenement held by a Jade Subsidiary prior to the reverse takeover of the Company by Jade Gas Pty Ltd. Under the terms of the sale of the tenement Jade will receive \$650,000 of cash or shares in the purchaser within 60 days of an announcement to the ASX that the purchaser has obtained a pre-feasibility study that confirms an internal rate of return of no less than 20% if the tenement is developed as a mine. An additional \$650,000 worth of cash or shares in the purchaser is payable within 60 days of the purchaser announcing to the ASX that it has made a decision to mine within the tenement area.

Note 21: Cash Flow Information

	2022 \$	2021 \$
Reconciliation of cash		
Cash as end of financial period as shown in the cash flow statement is reconciled to items in balance sheet as follows:		
Cash and cash equivalents	3,239,876	4,372,561
	3,239,876	4,372,561
Reconciliation with operating loss		
Reconciliation of cash flows from operations with operating loss after income tax is set out as follows. Asset and liability movements include the movements of net assets of Jade Gas Holdings Limited acquired in the reverse takeover on 22 September 2021 in the comparative figures:		
Operating loss after income tax	(3,986,704)	(6,069,955)
Non-cash flows included in loss:		
• Listing expense	-	4,497,374
• Depreciation and amortisation	125,559	70,692
• Interest expense on loans	28,324	20,366
• Fair value of options	576,042	302,047
• Loss on disposal of PP&E	14,702	-
Changes in assets and liabilities:		
• Decrease/(increase) in receivables	18,976	(25,092)
• Decrease/(increase) in prepayments	286,444	(69,189)
• (Decrease)/increase in creditors & accruals	(529,399)	(826,483)
Net cash used in operating activities	(3,466,056)	(2,100,240)

Note 22: Key Management Personnel (KMP) Compensation

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's KMP for the year ended 31 December 2022. The totals of remuneration attributable to KMP of the Group during the period are as follows:

	2022	2021
	\$	\$
Short-term employee benefits	826,583	292,192
Post employee benefits	60,418	667
Equity based payments	420,233	97,183
	1,307,234	390,042

Note 23: Share Based Payments

The following share based payments were in existence during the period:

	31 Dec 2022	Current period	31 Dec 2021
Share Based Payments	\$	expense	Restated \$
7,000,000 Director Incentive Options (expired)	-	(823)	823
22,000,000 Director Incentive Options	148,108	-	148,108
8,000,000 Employee Incentive Performance Rights	77,426	55,290	22,136
16,000,000 Employee Incentive Performance Rights	148,777	135,277	13,500
1,000,000 Employee Incentive Performance Rights	8,610	8,610	-
4,000,000 Director Incentive Options	118,120	118,120	-
12,000,000 Director Incentive Options	144,725	144,725	-
Share Based Payment Expense - Salaries and wages	645,766	461,199	184,567
4,000,000 Marketer Options	117,480	-	117,480
7,500,000 Marketer Options	114,843	114,843	-
Share Based Payment Expense - General and admin	232,323	114,843	117,480
12,000,000 Broker Options	119,989	-	119,989
10,000,000 Broker Options	179,830	179,830	-
1,000,000 Broker Options	18,029	18,029	-
30,000,000 Attaching Options	548,028	548,028	-
Share Issue Costs	865,876	745,887	119,989
Share Based Payment Reserve	1,743,965	1,321,929	422,036

The fair value of the equity settled Options and Performance Rights granted is estimated as at the date they were granted using a Black-Scholes pricing model for Unlisted Options and a Monte Carlo Simulation Methodology respectively, taking into account the terms and conditions upon which the Options and Performance Rights were granted.

100,000 Monte Carlo simulations were performed for each holding of Performance Rights based on the volatility of the daily share price of the Company and selection of it's peers with the resulting values at expiry averaged and discounted to a present value per share.

The value of Options was calculated using the Black-Scholes pricing model and Performance Rights was calculated using a Monte Carlo Simulation Method applying the following inputs:

Valuation Inputs	Grant Date	Vesting Date	Expiry Date	Price at Grant	Exercise Price	Fair Value	Expected Volatility	Risk-free interest rate
7,000,000 Director Options	7/7/21	7/7/21	30/6/22	\$0.03	\$0.15	\$0.000	68%	0.06%
22,000,000 Director Options	22/9/21	22/9/21	30/6/23	\$0.03	\$0.045	\$0.007	68%	0.01%
4,000,000 Performance Rights	25/11/21	4/10/22	25/11/25	\$0.08	-	\$0.037	93%	1.37%
4,000,000 Performance Rights	25/11/21	4/10/23	25/11/25	\$0.08	-	\$0.034	93%	1.37%
8,000,000 Performance Rights	16/12/21	16/12/22	16/12/25	\$0.07	-	\$0.038	93%	1.48%
8,000,000 Performance Rights	16/12/21	16/12/23	16/12/25	\$0.07	-	\$0.034	93%	1.48%
500,000 Performance Rights	4/1/22	4/1/23	4/1/26	\$0.07	-	\$0.037	93%	1.40%
500,000 Performance Rights	4/1/22	4/1/24	4/1/26	\$0.07	-	\$0.034	93%	1.40%
4,000,000 Director Options	1/2/22	1/2/22	1/2/25	\$0.08	\$0.12	\$0.030	71%	1.23%
6,000,000 Director Options	20/4/22	19/4/23	19/4/25	\$0.06	\$0.09	\$0.023	69%	2.55%
6,000,000 Director Options	20/4/22	19/4/24	19/4/25	\$0.06	\$0.09	\$0.023	69%	2.55%
4,000,000 Marketer Options	25/11/21	25/11/21	31/10/24	\$0.08	\$0.10	\$0.029	65%	1.03%
7,500,000 Marketer Options	5/12/22	5/12/22	5/12/25	\$0.05	\$0.075	\$0.015	70%	3.01%
12,000,000 Broker Options	22/9/21	22/9/21	22/9/24	\$0.03	\$0.045	\$0.010	68%	0.16%
10,000,000 Broker Options	5/5/22	5/5/22	5/5/25	\$0.05	\$0.09	\$0.018	69%	2.96%
1,000,000 Broker Options	9/11/22	9/11/22	9/11/25	\$0.05	\$0.075	\$0.018	71%	3.40%
30,000,000 Attaching Options	9/11/22	9/11/22	30/11/25	\$0.05	\$0.075	\$0.018	71%	3.40%

Annual expense resulting from the valuations utilising the Black-Scholes pricing model for Unlisted Options

	31 Dec 2021	31 Dec 2022	31 Dec 2023	31 Dec 2024	31 Dec 2025
Share Based Payments	Restated \$	\$	\$	\$	\$
7,000,000 Director Options	823	(823)	-	-	-
22,000,000 Director Options	148,108	-	-	-	-
8,000,000 Performance Rights	22,136	55,290	70,475	70,668	63,524
16,000,000 Performance Rights	13,500	135,277	142,904	143,295	137,031
1,000,000 Performance Rights	-	8,610	8,706	8,730	8,706
4,000,000 Director Options	-	118,120	-	-	-
12,000,000 Director Options	-	144,725	110,205	20,772	-
Total - Salaries and wages	184,567	461,199	332,290	243,465	209,261
4,000,000 Marketer Options	117,480	-	-	-	-
7,500,000 Marketer Options	-	114,843	-	-	-
Total - General and admin	117,480	114,843	-	-	-
12,000,000 Broker Options	119,989	-	-	-	-
10,000,000 Broker Options	-	179,830	-	-	-
1,000,000 Broker Options	-	18,029	-	-	-
30,000,000 Attaching Options	-	548,028	-	-	-
Total Share Issue Costs	119,989	745,887	-	-	-
Grand Total	422,036	1,321,929	332,290	243,465	209,261

Note 24: Parent Entity Information

The accounting policies of the Ultimate Parent Company, Jade Gas Holdings Limited, which have been applied in determining the financial information shown below in accordance with the requirements of the Corporations Act, are the same as those applied in the consolidated financial statements.

	2022	2021
	\$	\$
Current assets	2,190,092	4,126,130
Non-current assets	16,874,808	6,891,745
Total assets	19,064,900	11,107,875
Current liabilities	594,043	428,439
Non-current liabilities	1,929,410	861,767
Total liabilities	2,523,453	1,290,206
Net assets	16,541,447	9,727,669
Issued capital	23,518,190	15,198,509
Share based payment reserve	1,743,965	422,036
Accumulated losses	(8,720,708)	(5,892,876)
Total Equity	16,541,447	9,727,669
Gain/(Loss) for the year	(2,827,832)	(5,501,334)
Total comprehensive gain/(loss) for the year	(2,827,832)	(5,501,334)

The parent entity has not entered into any guarantees and has no contingent liabilities or contractual commitments for the acquisition of property, plant or equipment.

FINANCIAL SUPPORT BY THE PARENT ENTITY

The Company has committed to provide financial support to the controlled entities listed in Note 18 to enable them to pay their debts as and when they become due and payable.

INTERCOMPANY LOANS

The Ultimate Parent Company currently holds the following intercompany loans with the following subsidiaries:

- \$1,438,998 payable to Austrian Projects Corporation Pty Ltd.
- \$273,435 payable to Acacia Mining Pty Ltd.

At the date of this report the Ultimate Parent Company has provided the following investments in the Mongolian subsidiaries to date:

- \$1,717,115 to Jade Gas Mongolia LLC for the purpose of the BNG Project and Mongolian projects administration.
- \$8,852,233 to Jade Methane LLC and Methane Gas Resource LLC for the purpose of the TTCBM Project.

Note 25: Related Party Transactions

KEY MANAGEMENT PERSONNEL

Details relating to KMP are included in the Remuneration Report and note 22. At period end the following remuneration was payable:

	Outstanding Payables	Accrued Expenses	Total KMP
	31 Dec 2022	31 Dec 2022	\$
Mr Chris Jamieson	-	-	-
Mr Joseph Burke	-	-	-
Mr Dennis Morton	5,000	-	5,000
Mr Daniel Eddington	4,000	-	4,000
Mr Peter Lansom	-	-	-
Mr Bradley Drabsch	-	-	-
Mr Adrien Wing	-	-	-
Mr Justin Green	-	-	-
	9,000	-	9,000

TRANSACTIONS WITH RELATED ENTITIES

Transactions between JGH and other entities in the wholly owned Group during the period consisted of:

Loans advanced by JGH; and

Loans advanced to JGH.

Loans provided by the JGH to wholly owned entities are made on an interest-free basis and are repayable on demand.

All inter-entity transactions and balances are eliminated in the consolidated financial statements.

RELATED PARTY TRANSACTIONS

Loans of \$100,000 and \$210,000 from previous Director Mr Anthony Hall and a shareholder respectively were made to the group, refer to note 15 for terms and conditions. On 5 August the Board agreed to reduce the amount of interest bearing debt to the shareholder by \$100,000.

Note 26: Events After the Reporting Period

On 26 February 2023 48,000,000 Performance Shares related to the previous Austrian mineral exploration projects of High Grade Metals Limited expired. Each holder was allotted 1 ordinary shares for each of their cumulative holding of Class A and Class B Performance Shares resulting in the issue of 40 Ordinary Shares of Jade Gas Holdings Limited.

On 14 March 2023 the Company announced the strategic placement of A\$10.7 million through the placement of 178,630,800 fully paid Ordinary Shares to cornerstone investor and Mongolia's largest importer of gas, UB Metan LLC. The Placement will increase UB Metan's holding in the company to 19.9% and will entitle them to nominate a candidate to the Jade Board of Directors. The Company intends to use the funds received from the Placement primarily for the pilot production program, which is designed to prove the commercial capability of the TTCBM Project, and for general and corporate purposes.

No other matters or circumstances have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years.

Note 27: Auditor Remuneration

Audit services are provided by BDO Audit Pty Ltd. During the period ending 31 December 2021 additional services were provided for tax by BDO Advisory (SA) Pty Ltd and corporate advice relating to the RTO by BDO Corporate Finance (SA) Pty Ltd. The breakdown of services provided is outlined below:

	2022 \$	2021 \$
Audit services - BDO Audit Pty Ltd ¹	112,726	72,359
Tax Services - BDO Administration Pty Ltd ¹	11,771	4,920
Other services - BDO Corporate Finance Pty Ltd ²	-	122,383
	124,497	199,662

(1) The 2021 comparative figures do not include the provision of audit and tax services relating to the ASX listed entity, previously High Grade Metals Limited, prior to 23 September 2021.

(2) the material portion of the 2021 non-audit fees were incurred prior to the consolidated group understanding the reverse acquisition and becoming listed.

Note 28: Financial Risk Management

This note presents information about the Group's exposure to credit, liquidity and market risks, its objectives, policies and processes for measuring and managing risk and the management of capital.

The Group does not use any form of derivatives as it is not at a level of exposure that requires the use of derivatives to hedge its exposure. Exposure limits are reviewed by management on a continuous basis. The Group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

The Board of Directors of the Company has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks relating to the operations of the Company and the Group through regular reviews of the risks.

The totals for each category of financial instruments, measured in accordance with AASB 9, as detailed in the accounting policies to these financial statements, are as follows:

	Note	2022 \$	2021 \$
Financial assets			
Cash and cash equivalents	8	3,239,876	4,372,561
Trade and other receivables	9	125,766	144,742
		3,365,642	4,517,303
Financial liabilities			
Trade and other payables	14	313,788	418,827
Lease liabilities	15	259,981	344,266
Borrowings	15	237,954	326,507
Provisions		110,835	-
		922,558	1,089,600

GENERAL OBJECTIVES, POLICIES AND PROCESSES

In common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect to these risks is presented throughout these financial statements.

The principal financial instruments from which financial instrument risk arises:

- Cash and cash equivalents
- Trade and other receivables & payables
- Borrowings

The Board has overall responsibility for the determination of the Group's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating the processes that ensure effective implementation of the objectives and policies to the Group's finance function.

The Group's risk management policies and objectives are therefore designed to minimise the potential impact of these risks on the results of the Group where such impacts may be material.

SPECIFIC FINANCIAL RISK EXPOSURES AND MANAGEMENT

The main risks the Group is exposed to through its financial instruments are credit risk, liquidity risk and market risk consisting of interest rate risk, foreign currency risk and other price risk (commodity and equity price risk). There have been no substantive changes in the types of risks the Group is exposed to, how these risks arise, or the Board's objectives, policies and processes for managing or measuring the risks from the previous period.

Credit risks

Exposure to credit risk relating to financial assets arises from the potential non-performance by counter parties of the contract obligations that could lead to a financial loss to the Group. There is no material amount of collateral held as security at 31 December 2022.

Cash and cash equivalents

The Group limits its exposure to credit risk by only depositing cash at banks or financial institutions that have an acceptable credit rating.

Trade and other receivables

As the Group operates primarily in investment and exploration activities, it does not have trade receivables and therefore is not exposed to credit risk in relation to trade receivables.

The Group, where necessary, establishes an allowance for impairment that represents its estimate of incurred losses in respect of other receivables and investments. Management does not expect any counterparty to fail to meet its obligations.

Exposure to credit risk

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at balance date is as follows:

	Note	2022 \$	2021 \$
Other Receivables	9	125,766	144,742
		125,766	144,742

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group manages liquidity risk by maintaining adequate cash reserves from funds raised in the market and by continuously monitoring forecasts and actual flows. The Group currently has \$100,000 of outstanding loans to a former Director and \$137,954 of outstanding loans to a current Shareholder.

The following are the contractual maturities of financial liabilities, including estimated interest payments:

	Carrying Value \$	Within 1 Year \$	1 - 5 Years \$	Over 5 years \$	Total Contractual Cash Flows \$
At 31 December 2022					
Financial liabilities due for payment					
Trade and other payables	313,788	313,788	-	-	313,788
Lease Liabilities	259,981	89,671	170,310	-	259,981
Borrowings	237,954	243,024	-	-	243,024
Provisions	110,835	64,168	-	46,667	110,835
Total expected outflows		710,651	170,310	46,667	927,628
Financial Assets - cash flows realisable					
Cash and cash equivalents	3,239,876	3,239,876	-	-	3,239,876
Trade and other receivables	125,766	125,766	-	-	125,766
Total anticipated inflows		3,365,642	-	-	3,365,642
Net inflow/(outflow) on financial instruments		2,654,991	(170,310)	(46,667)	2,438,014
	Carrying Value \$	Within 1 Year \$	1 - 5 Years \$	Over 5 years \$	Total Contractual Cash Flows \$
At 31 December 2021					
Financial liabilities due for payment					
Trade and other payables	418,827	418,827	-	-	418,827
Lease Liabilities	344,266	91,140	253,126	-	344,266
Borrowings	326,507	-	354,503	-	354,503
Total expected outflows		509,967	607,629	-	1,117,596
Financial Assets - cash flows realisable					
Cash and cash equivalents	4,372,561	4,372,561	-	-	4,372,561
Trade and other receivables	144,742	144,742	-	-	144,742
Total anticipated inflows		4,517,303	-	-	4,517,303
Net inflow/(outflow) on financial instruments		4,007,336	(607,629)	-	3,399,707

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the return.

Foreign exchange risk

The Group operates primarily through its Mongolian subsidiaries and as a result is exposed to foreign exchange risk arising from movements in the value of the US Dollar and Mongolian Tugrik and the impact these movements have on the fair value of the assets and liabilities of the Group.

To monitor this risk management provides regular cash flow reforecasts to the Board based on the current spot rates in addition to reviewing available hedging instruments with foreign exchange providers although no hedging instruments are currently in place.

At balance date, the following cash, amounts receivable and amounts payable in foreign currency.

	2022 \$	2021 \$
Mongolian Tugrik		
Cash and cash equivalents	2,390,229,778	314,851,806
Trade and other receivables	177,727,507	395,354
Trade and other payables	(272,393,764)	(120,586,180)
	2,295,563,521	194,660,980

Euros

Cash and cash equivalents	-	934
Trade and other receivables	21,454	4,320
Trade and other payables	(12,547)	(2,232)
	8,907	3,022

US Dollars

Cash and cash equivalents	152,225	177,632
	152,225	177,632

Interest rate risk

The Group is exposed to interest rate risk (primarily on its cash and cash equivalents), which is the risk that a financial instrument's value will fluctuate as a result of changes in the market interest rates on interest-bearing financial instruments. The Group does not use derivatives to mitigate these exposures.

The Group adopts a policy of ensuring that as far as possible it maintains excess cash and cash equivalents on short-term deposit at best available market interest rates.

	2022 \$	2021 \$
Variable rate instruments		
Financial assets - cash and cash equivalents	3,239,876	4,372,561
	3,239,876	4,372,561

DIRECTOR'S DECLARATION

FOR THE YEAR ENDED 31 DECEMBER 2022

Fair value sensitivity analysis for variable rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss or through equity, therefore a change in interest rates at the reporting date would not affect profit or loss or equity.

Cash flow sensitivity analysis for variable rate instruments

The Group has performed a sensitivity analysis relating to its exposure to interest rate risk at balance date. A change of 100 basis points in interest rates at the reporting date would have increased/(decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant. The analysis is performed on the same basis for the prior period.

	Profit or loss		Equity	
	100 bp increase \$	100 bp decrease \$	100 bp increase \$	100 bp decrease \$
31 December 2022				
Variable rate instruments	32,240	(32,240)	32,240	(32,240)
31 December 2021				
Variable rate instruments	43,726	(43,726)	43,726	(43,726)

FAIR VALUES

Fair values of financial assets and liabilities are equivalent to carrying values due to their short term to maturity.

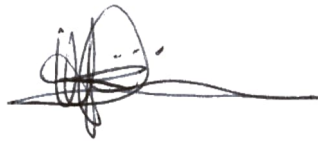
Note 29: Non-Controlling Interest

	2022 \$	2021 \$
Issued Capital	48,944	48,944
Retained Profits	(464,495)	(183,223)
	(415,551)	(134,279)

In the opinion of the Directors of Jade Gas Holdings Limited:

1. The financial statements and notes and the remuneration disclosures that are contained in the Remuneration Report in the Directors' Report, are in accordance with the Corporations Act 2001, including:
 - a. giving a true and fair view of the Company's financial position as at 31 December 2022 and of its performance for the twelve-month financial period ended on that date;
 - b. complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2021; and
 - c. complying with International Financial Reporting Standards as disclosed in Note 1.
2. There are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.
3. The Directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer and the Financial Controller for the financial period ended 31 December 2022.

Signed in accordance with a resolution of the Board of Directors.



Chris Jamieson
Managing Director and CEO
31 March 2023



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JADE GAS HOLDINGS LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Jade Gas Holdings Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2022, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies and the directors' declaration.

In our opinion the accompanying financial report of the Group, is in accordance with the *Corporations Act 2001*, including:

- (i) Giving a true and fair view of the Group's financial position as at 31 December 2022 and of its financial performance for the year ended on that date; and
- (ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report. We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Recoverability of exploration and evaluation assets

Key audit matter	How the matter was addressed in our audit
As at 31 December 2022 the carrying value of Exploration and Evaluation Assets was \$8,735,473 as disclosed in note 13	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none">Obtaining a schedule of the areas of interest held by the Group and assessing whether the right to tenure of those areas of interest remain current and in good standing at reporting date;Ensuring that the right to tenure of the areas of interest was current through confirmation with the relevant government departments or external legal counsel;Reviewing budgets and assessing assumptions made by the Group to ensure that substantive expenditure on further exploration for and evaluation of the mineral resources in the areas of interest were planned;Reviewing ASX announcements and minutes of directors meetings to ensure that the Group had not decided to discontinue activities in any of its areas of interest; andConsidering whether any facts or circumstances existed to suggest impairment testing was required; <p>We also assessed the adequacy of the related disclosures in note 13 to the Financial Statements.</p>

Share based payments

Key audit matter	How the matter was addressed in our audit
During the year ended 31 December 2022, the Group issued share options, which were accounted for as share based payments under AASB 2: Share Based Payments. Share-based payments are a complex accounting area including assumptions utilised in the fair value calculations and judgments regarding the performance rights and incentive shares issued during the year. There is a risk in the financial report that amounts are incorrectly recognised and/or inappropriately disclosed. Refer to Note 1 and 23 of the financial report for a description of the accounting policy and significant estimates and judgements applied to these transactions.	<p>Our audit procedures included but were not limited to:</p> <ul style="list-style-type: none">Evaluating management's assessment of the valuation and recognition of the share options.Obtaining an understanding of the key terms and conditions of the options by inspecting relevant agreements.Holding discussions with management to understand the share based payment arrangements in place and evaluating management's assessment of the likelihood of meeting any condition attached to the share options.Assessing the fair value of share options determined by an expert management engaged. This included assessing the reasonableness of the key inputs used in the valuation model and valuation methodology. <p>Reviewing the adequacy of the Group's disclosures in respect of the accounting treatment of share-based payments in the financial statements, including the significant judgments involved, and the accounting policy adopted.</p>



Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 31 December 2022, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at: https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 12 to 17 of the directors' report for the year ended 31 December 2022.

In our opinion, the Remuneration Report of Jade Gas Holdings Limited, for the year ended 31 December 2022, complies with section 300A of the *Corporations Act 2001*.



Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

BDO Audit Pty Ltd

G K Edwards
Director

Adelaide, 31 March 2023

ASX ADDITIONAL INFORMATION

FOR THE YEAR ENDED 31 DECEMBER 2022

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below. The information is effective as at 31 December 2022 (unless otherwise stated).

Holders of each class of equity securities

Number of holders in each class of equity securities as at 3 March 2023 are listed below:

Holding Type	Holding	Number	No. of Holders
Quoted	Ordinary - Fully Paid	826,773,402	1,263
Unquoted	Ordinary - Fully Paid Restricted	570,629,969	14
Unquoted	Option Expiring 30 June 2023	50,000,000	28
Unquoted	Option Expiring 30 June 2023 Restricted	40,000,000	7
Unquoted	Option Expiring 22 September 2024 Restricted	12,000,000	1
Unquoted	Option Expiring 31 October 2024	4,000,000	1
Unquoted	Option Expiring 1 February 2025	4,000,000	1
Unquoted	Option Expiring 19 April 2025	12,000,000	1
Unquoted	Option Expiring 5 May 2025	10,000,000	4
Unquoted	Option Expiring 9 November 2025	1,000,000	3
Unquoted	Option Expiring 30 November 2025	30,000,000	53
Unquoted	Option Expiring 5 December 2025	7,500,000	3
Unquoted	Performance Rights	25,000,000	3

Distribution of equity securities

Analysis of numbers of equity security holders by size of holding as at 3 March 2023 are listed below:

Holding	Number	No. of Holders
1 - 1,000	12,437	172
1,001 - 5,000	365,091	91
5,001 - 10,000	724,550	92
10,001 - 100,000	19,286,489	411
100,001 and over	1,377,014,804	508
Total	1,397,403,371	1,274

Substantial holders

Substantial holders of ordinary shares in the Company as at 3 March 2023 are listed below:

Holder	Number Held	Percentage
Mr Joseph Burke	417,578,664	29.88
UB Metan LLC	135,000,000	9.66
Mr Daniel Eddington	68,910,002	5.22

Voting rights

Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

Twenty largest equity security holders

The names of the twenty largest holders of fully paid ordinary shares as at 3 March 2023 are listed below:

Holder	Number Held	Percentage
GM VENTURES & INVESTMENTS LIMITED	334,240,000	23.92
UB METAN LLC	135,000,000	9.66
SCOR GO LUATH LIMITED	80,334,664	5.75
E&E HALL PTY LTD <E&E HALL S/F A/C>	48,551,400	3.47
DANIEL EDDINGTON & JULIE EDDINGTON <DJ HOLDINGS A/C>	47,585,002	3.41
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	46,225,653	3.31
JAWAF ENTERPRISES PTY LTD <HALL FAMILY A/C>	44,938,336	3.22
TREHAN HOLDINGS LIMITED	28,911,332	2.07
MARK JOHN BAHEN & MARGARET PATRICIA BAHEN <MJ BAHEN SUPER FUND A/C>	20,000,000	1.43
CANE ASSET MANAGEMENT PTY LTD <CANE SUPERFUND A/C>	19,200,000	1.37
DACAMA PTY LTD <DACAMA SUPERFUND A/C>	18,804,167	1.35
COHUNA INVESTMENTS PTY LTE	17,000,000	1.22
CHRIS WHITEMAN <CP & NJ WHITEMAN KELLY A/C>	16,000,000	1.15
RDA ASSET MANAGEMENT LIMITED	15,915,667	1.13
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	12,531,590	0.90
MR CHRISTOPHER WILLIAM TOZER	11,874,999	0.85
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	10,922,190	0.78
CITICORP NOMINEES PTY LIMITED	10,921,820	0.78
MR THOMAS MCCOY	10,010,847	0.72
MARNIE EDDINGTON<G&K FAMILY A/C>	8,600,000	0.62
Total	937,567,667	67.09

Holders of less than a marketable parcel of securities

Number of holders as at 3 March 2023 holding less than a marketable value of securities being \$500 at the share price of \$0.048 per share are listed below.

Holding	Number of Holders
1 - 10,416 (less than a marketable parcel)	357

Mandatory escrow

The table below shows a breakdown of ordinary shares subject to mandatory escrow as at 3 March 2023:

Escrow Period	Total
Ending 4/10/2023 - 24 months from date of reinstatement	570,629,969

Use of proceeds

In accordance with listing rule 4.10.19, the Company confirms that it has used cash and assets in a form readily convertible to cash in a way consistent with its business objectives during the year ended 31 December 2022.

Company Secretary

Effective 1 February 2022, the office of Company Secretary is held by Mr Justin Green following the resignation of Mr Adrien Wing on 31 January 2022.

Principal registered office address

The principal registered office is located at the below address:

Jade Gas Holdings Limited
Level 1, 66 Rundle Street
Kent Town SA 5067
Telephone: 0437 603 294
Fax: (03) 9614 0550

Register of securities address

The register of securities are held at the below address:

Advanced Share Registry
110 Stirling Highway
Nedlands WE 6009
Telephone: (08) 9389 8033

Securities Exchange Listing

Quotation has been granted for all the ordinary shares of the company not subject to mandatory escrow on all Member Exchanges of the ASX Limited.

SCHEDULE OF EXPLORATION LICENCES

FOR THE YEAR ENDED 31 DECEMBER 2022

Schedule of Exploration Licences

Jade Gas Holdings Limited and its subsidiary undertakings hold 100% interest in the following licences with the exception of Mongolian licence 628 which Jade Gas Holdings Limited holds 60% interest in through its JV interest in Methane Gas Resource LLC and the Prosecting Agreement which Jade Gas Holdings Limited holds 66% interest in through its JV interest in Baruun Naran Gas LLC.

Project Name	Licence Number
Subsidiary: Methane Gas Resource LLC (60% Interest)	
Mongolia - TTCBM	628
Subsidiary: Jade Gas Mongolia FLLC (100% Interest)	
Mongolia - Shivee Gobi	Prospecting Agreement
Mongolia - Eastern Gobi	Prospecting Agreement
Subsidiary: Baruun Naran Gas LLC (66% Interest)	
Mongolia - BNG	Prospecting Agreement

As published in the Quarterly Report released to the ASX on 29 April 2022, the Austrian gold and cobalt tenements acquired by Jade as part of the reverse-takeover of High Grade Metals Limited were sold to Richmond Minerals Inc. (a minerals exploration company listed on the TSX-V in Canada) for nominal consideration.



JADE GAS

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