



METGASCO LIMITED AND THE ENTITIES IT CONTROLLED
ACN 088 196 383

CONSOLIDATED FINANCIAL REPORT
FOR THE
HALF YEAR ENDED
31 DECEMBER 2015

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1. REVIEW OF ACTIVITIES

The highlight of Metgasco's activity during the six month period ending 31 December 2015, was a vote taken by shareholders at a General Meeting held on 16 December 2015 to accept a Metgasco Board recommendation to withdraw from its Northern Rivers exploration licences and from all court action against the NSW Government in return for a \$25 million payment from the NSW Government.

This acceptance vote by shareholders marks the end of Metgasco's 10 year involvement in the Northern Rivers region of NSW, during which more than fifty wells were drilled and the presence of significant gas resources was established.

Metgasco's licences were cancelled before the end of 2015, so too has court action against the NSW Government. The \$25 million settlement was paid by Government.

Metgasco has commenced to decommission the remaining two wells in the Northern Rivers region and plans to shut down all operations within the first few months of 2016.

Metgasco is reviewing new business opportunities in the oil and gas sector and has set itself the task of identifying relevant, value accretive opportunities and securing them within the first six months of 2016.

In the interim, it is taking action to manage costs and capital in the best interests of shareholders as follows:

- a series of cost cuts, starting with a reduction in director's fees and Managing Director remuneration and outsourcing of the CFO and Company Secretary roles;
- deployment of the cash received from the Government settlement in appropriately yielding investments; and
- implementation in February 2016 of a share buy-back scheme and if appropriate, establishment of an unmarketable parcel share sale facility.

With Brent oil prices currently at a 12 year low, at about US\$30/Bbl, the Company is confident that it can secure attractive business opportunities within the first half of the year.

Changes to the Board were made, with Len Gill announcing his retirement as Chairman, effective 16 December 2015 and his intention to retire as a non-executive director towards the end of February 2016. Mr Greg Short assumed the role of Chairman. Mr Philip Amery joined the Board effective 23 December 2015, bringing capital markets and finance skills and experience to the Board.

\$25 million Settlement / Buy-back

Following negotiations with the NSW Government which started in July 2014, on 2 November 2015 Metgasco announced that the NSW Government had offered to pay Metgasco \$25 million in return for Metgasco agreeing to cancel its two remaining petroleum exploration licences (PEL 13 and PEL 16), withdraw its renewal application for PEL 426, withdraw its production lease application PPLA 9 and withdraw from all court action against the NSW Government. Acceptance of the Government's offer required the approval of Metgasco's shareholders. The Government's offer was conditional on shareholders voting before 1 January 2016.

Metgasco's Board of Directors concluded that, despite the disappointment and frustration Metgasco and its shareholders felt, acceptance of the Government's proposal was in the best interests of the Company and accordingly recommended acceptance to shareholders.

The reasons for the recommendation were included with the Notice for the General Meeting held on 16 December 2015.

At the 16 December 2015 General Meeting, more than 50% of the shares voted supported the Board's \$25 million settlement / buy-back offer. Action was taken immediately to cancel the licences, withdraw the PEL 426 renewal application and production lease application and to terminate court action against Government. In turn, NSW Government transferred \$25 million and released \$430,000 held by the Government in bonds to Metgasco, as per the ASX announcement of 22 December 2015.

As part of the settlement / buy-back agreement with Government, Metgasco must decommission the two remaining CSG wells in its previous licences and rehabilitate the sites, at which stage the remaining \$236k held in bonds by the NSW Government will be released. The decommissioning and rehabilitation process has commenced and will be completed in the first quarter of 2016. In parallel, Metgasco is winding up its Northern Rivers operation, shutting down its Casino shop-front and workshop and selling remaining equipment and the land it purchased for the Richmond Valley Power Station. The sale of the land and equipment plus return of the Government bond is expected to exceed the cost of the decommissioning / wind down operation.

Certified Reserves / Resources

Independently certified gas reserves and resources – Petajoules (PJ) All reserves and resources were 100% owned by Metgasco			
Reserve Category	PEL 13	PEL 16	Total
2C Contingent Resource as at 30 June 2015	1,636	2,792	4,428
Adjustment following the Company's withdrawal from its NSW exploration licences	(1,636)	(2,792)	(4,428)
2C Contingent Resource as at 31 December 2015	-	-	-

2. DIRECTORS' REPORT

Your Directors present their report together with the consolidated financial statements of Metgasco Limited ("Metgasco" or "Company") and its controlled entities for the half year ended 31 December 2015.

Directors

The names of persons who were Directors of Metgasco at any time during the half year and up to the date of this report are as follows:

Mr Gregory Short - Non-Executive Director and Chairman from 16 December 2015
 Mr Leonard Gill - Non-Executive Director and Chairman until 16 December 2015
 Mr Philip Amery - Non-Executive Director (Appointed 23 December 2015)
 Mr Peter Henderson - Managing Director & CEO

Principal Activities

Metgasco's principal activity is the exploration, appraisal, development and commercialisation of hydrocarbon assets. In 2015 it cancelled its NSW exploration licences in return for a \$25 million payment from the NSW Government and is now seeking new investment opportunities.

Review of Operations

Information related to the operational performance of the Company is provided on pages 3 to 5 of this Half Year Report.

Financial Results

The operating profit earned by the Company in the period was \$23,284,820. The operating profit is due to the disposal of the Company's three permits to the NSW Government in December 2015 for \$25 million.

Prior to the disposal of the permits, exploration activities were expensed as there remained a degree of uncertainty regarding the timing of recommencement of exploration activity in the Group's exploration licence areas.

Likely Developments

The Company has commenced to decommission and rehabilitate its remaining two CSG wells in its NSW exploration licences and will shut down its Casino office and store facilities, sell equipment no longer necessary for NSW activities, sell the land acquired for the power station project that will no longer proceed and terminate the employment of its NSW field personnel in the first few months of 2016.

The Company is seeking new exploration, development and production opportunities and, subject to opportunities being suitably attractive plans to commit new opportunities within the first half of 2016. During this period in which the Company is seeking new business opportunities, the Company will also focus strongly on cost minimisation and capital management. A buy-back scheme for the Company's shares has been announced and will commence in early February 2016.

Significant Events Subsequent to 31 December 2015

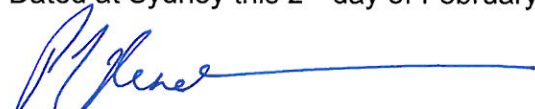
There have been no significant events after the reporting date other than the Announcement to the Australian Securities Exchange on 20 January 2016 regarding an on-market share buy-back for up to 10% of the Company's issued capital commencing on 4 February 2016.

Auditor's Independence Declaration

A copy of the independence declaration by the lead auditor under Section 307C is included on page 6 to these Half Year Financial Statements.

Signed in accordance with a resolution of the Directors.

Dated at Sydney this 2nd day of February 2016.



Peter Henderson
Managing Director and CEO

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**Auditor's Independence Declaration
To the Directors of Metgasco Limited**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of Metgasco Limited for the half-year ended 31 December 2015, I declare that, to the best of my knowledge and belief, there have been:

- a no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- b no contraventions of any applicable code of professional conduct in relation to the review.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



P J Woodley
Partner - Audit & Assurance

Sydney, 2 February 2016

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3. CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE HALF YEAR ENDED 31 DECEMBER 2015

	Consolidated Entity Half Year	
	31 December 2015	31 December 2014
	\$	\$
Other income	25,334,171	249,150
Employment expenses	(543,883)	(563,684)
Professional fees	(508,869)	(965,547)
Finance costs	(7,386)	(7,482)
Impairment of inventory & fixed assets	(186,737)	-
Exploration activities expensed	(522,633)	(475,388)
Administration expenses	<u>(279,843)</u>	<u>(342,213)</u>
Profit / (loss) before income tax expense	23,284,820	(2,105,164)
Income tax expense	-	-
Net profit / (loss) after tax from continuing operations	<u>23,284,820</u>	<u>(2,105,164)</u>
Other comprehensive income	-	-
Total comprehensive income for the half year	<u>23,284,820</u>	<u>(2,105,164)</u>
Earnings per share attributable to ordinary equity holders of Metgasco Ltd		
	\$	\$
Basic profit / (loss) per share	0.05	(0.01)
Diluted profit / (loss) per share	0.05	(0.01)

The above Consolidated Statement of Profit or Loss and other Comprehensive Income should be read in conjunction with the accompanying notes.

4. CONSOLIDATED STATEMENT OF FINANCIAL POSITION

FOR THE HALF YEAR ENDED 31 DECEMBER 2015

	Consolidated Entity	
	31 December 2015 \$	30 June 2015 \$
Assets		
Current assets		
Cash and cash equivalents	31,587,463	7,655,361
Inventory	-	167,131
Trade and other receivables	159,882	88,779
Total current assets	31,747,345	7,911,271
Non-current assets		
Exploration and evaluation expenditure	-	-
Plant and equipment	308,765	362,133
Trade and other receivables	321,827	646,000
Total non-current assets	630,592	1,008,133
Total assets	32,377,937	8,919,404
Liabilities		
Current liabilities		
Trade and other payables	470,497	406,947
Provisions	300,000	-
Borrowings	-	17,039
Total current liabilities	770,497	423,986
Non-current liabilities		
Provisions	59,933	272,673
Borrowings	-	-
Total non-current liabilities	59,933	272,673
Total liabilities	830,430	696,659
Net assets	31,547,507	8,222,745
Equity		
Contributed equity	123,990,967	123,990,967
Share option reserve	429,365	389,423
Accumulated losses	(92,872,825)	(116,157,645)
Total equity	31,547,507	8,222,745

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

5. CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE HALF YEAR ENDED 31 DECEMBER 2015

	Consolidated Entity Half Year	
	31 December 2015 \$	31 December 2014 \$
CASH FLOWS FROM OPERATING ACTIVITIES		
Payments to suppliers and employees	(1,288,700)	(1,892,870)
Disposal of permits	25,000,000	-
Other income	252,000	52,214
Interest received	<u>82,171</u>	<u>180,626</u>
Net cash inflow/(outflow) from operating activities	<u>24,045,471</u>	<u>(1,660,030)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditure on exploration, evaluation and decommissioning	(413,117)	(614,122)
Purchases of plant and equipment	-	(6,000)
Disposal of plant and equipment	-	30,909
Security bond decrease	<u>324,173</u>	<u>13,400</u>
Net cash (outflow) from investing activities	<u>(88,944)</u>	<u>(575,813)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of borrowings	(17,039)	(5,701)
Loans to other entities	-	(200,000)
Finance costs paid	<u>(7,386)</u>	<u>(7,482)</u>
Net cash (outflow) from financing activities	<u>(24,425)</u>	<u>(213,183)</u>
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS HELD	23,932,102	(2,449,026)
Net cash at beginning of period	<u>7,655,361</u>	<u>11,480,269</u>
NET CASH AT END OF PERIOD	<u>31,587,463</u>	<u>9,031,243</u>

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

6. CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE HALF YEAR ENDED 31 DECEMBER 2015

	<i>Contributed Equity</i>	<i>Accumulated Losses</i>	<i>Share Option Reserve</i>	<i>Total Equity</i>
	\$	\$	\$	\$
At 1 July 2014	123,990,967	(117,656,006)	5,715,622	12,050,583
Loss for the period	-	(2,105,164)	-	(2,105,164)
Transactions with owners in their capacity as owners				
Share based payment expense	-	-	(38,516)	(38,516)
At 31 December 2014	123,990,967	(119,761,170)	5,677,106	9,906,903
Loss for the period	-	(1,762,229)	-	(1,762,229)
Transactions with owners in their capacity as owners				
Share based payment expense	-	-	78,071	78,071
Transfer share option reserve to accumulated looses		5,365,754	(5,365,754)	-
At 30 June 2015	123,990,967	(116,157,645)	389,423	8,222,745
Profit for the period	-	23,284,820	-	23,284,820
Transactions with owners in their capacity as owners				
Share based payment expense	-	-	39,942	39,942
At 31 December 2015	123,990,967	(92,872,825)	429,365	31,547,507

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

7. NOTES TO THE FINANCIAL STATEMENTS

FOR THE HALF YEAR ENDED 31 DECEMBER 2015

Note 1. Summary of Significant Accounting Policies

These general purpose financial statements for the half year reporting period ended 31 December 2015 have been prepared in accordance with AASB134 "Interim Financial Reporting" and the Corporations Act 2001. They are presented in Australian Dollars (\$) which is the functional currency of the parent company. The historical cost basis has been used.

These interim financial statements do not include all the notes of the type normally included in annual financial statements and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the consolidated entity as the full financial statements. Accordingly, these half year financial statements are to be read in conjunction with the annual financial statements for the year ended 30 June 2015 and any public announcements made by Metgasco during the half year reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The same accounting policies and methods of computation have generally been followed in these half year financial statements as those employed in Metgasco's 30 June 2015 annual financial statements.

The judgements, estimates and assumptions applied in the interim financial statements including the key sources of estimation uncertainty were the same as those applied in the Company's last annual financial statements for the year ended 30 June 2015.

The interim Financial Statements have been approved and authorised by the board of directors on 2 February 2016.

Note 2. Significant Events and transactions

During the period, Metgasco's shareholders voted at a General Meeting held on 16 December 2015 to accept a Metgasco Board recommendation to withdraw from its Northern Rivers exploration licences and from all court action against the NSW Government in return for a \$25 million payment from the NSW Government.

This acceptance vote by shareholders marked the end of Metgasco's 10 year involvement in the Northern Rivers region of NSW, during which more than fifty wells were drilled and the presence of significant gas resources was established.

In accepting the offer from the NSW Government, Metgasco agreed to cancel its two remaining petroleum exploration licences (PEL 13 and PEL 16), withdraw its renewal application for PEL 426, withdraw its production lease application PPLA 9 and withdraw from all court action against the NSW Government. The \$25 million settlement was paid by NSW Government as advised by Metgasco in its ASX announcement of 22 December 2015.

Note 3. Segment Information

The operations of the Group were conducted wholly within Australia.

The group has adopted AASB 8 *Operating Segments* from 1 July 2009 whereby segment information is presented using a 'management approach', i.e. segment information is

provided on the same basis as information used for internal reporting purposes by the executive management team that makes strategic decisions.

This has resulted in two possible reportable segments during the period, with those being hydrocarbon exploration and the development of the Richmond Valley Power Station project, although as at 31 December 2015 there were no longer any segments as a result of the cancellation of all the Company's petroleum exploration licences as part of the settlement with the NSW Government.

Description of segments

Management has determined the operating segments based on reports reviewed by the executive management team for making strategic decisions. The executive management team comprises the Chief Executive Officer and the Chief Financial Officer.

i) Hydrocarbon exploration and development

This segment comprised the exploration, evaluation and development of principally coal seam gas and also conventional gas, in the Clarence Moreton basin on northern NSW.

ii) Richmond Valley Power Station

This segment comprised the development of a 30 megawatt gas fired power station located outside the township of Casino. Metgasco retains its development approval for the Casino Gas Project / Richmond Valley Power Station.

No segment revenue is currently derived and costs associated with these segments are currently expensed in the Company's financial statements.

Note 4. Other Income

Other Income is comprised of:

	31 December 2015 \$	31 December 2014 \$
Cancellation of permits / settlement of court disputes	25,000,000	-
Recovery of legal fees	250,000	-
Interest income	82,171	181,174
Gain on disposal of plant and equipment	-	15,762
Disposal of surplus inventory	2,000	52,214
	<u>25,334,171</u>	<u>249,150</u>

Note 5. Individually Significant Items

Cancellation of the Company's two remaining petroleum exploration licences (PEL 13 and PEL 16), withdrawal of its renewal application for PEL 426 and withdrawal of its production lease application PPLA 9, as part of the settlement with the NSW Government as set out in Note 2.

Note 6. Contingent Assets and Liabilities

An amount of \$321,827 is included in the consolidated statement of financial position under Trade and other receivables, relating to security deposits held by multiple unrelated parties. This amount is disclosed as a contingent liability because these amounts may become payable if the Company does not meet certain conditions contained in legal agreements. The detail of the contingent liability is as follows.

Classed as Trade and Other Receivables – Non-current

Security bonds non-current \$321,827

Note 7. Contributed Equity

Ordinary Shares	No of Shares		Value	
	Half Year Ended 31 Dec 2015	Year Ended 30 June 2015	Half Year Ended 31 Dec 2015	Year Ended 30 June 2015
Opening Balance	444,004,548	448,702,530	123,990,967	123,990,967
Shares cancelled	(1,524,877)	(4,697,982)	-	-
Closing Balance	442,479,671	444,004,548	123,990,967	123,990,967

Options (not quoted on ASX)	No of Options Half Year Ended 31 Dec 2015	No of Options Year Ended 30 June 2015
Opening balance	-	-
Exercised by employees	-	-
Options lapsed	-	-
Closing balance	-	-

Note 8. Interests in Tenements

100% of the Company's interests in the following tenements were disposed during the reporting period.

PEL 13
PEL 16
PEL 426

At 31 December 2015 the Company did not have any interest in licences following the sale to the NSW Government.

Note 9. Events After the Reporting Date

There have been no significant events after the reporting date other than the Announcement to the Australian Securities Exchange on 20 January 2016 regarding an on-market buy back for up to 10% of the Company's issued capital commencing on 4 February 2016.

8. DECLARATION BY DIRECTORS

The Directors of METGASCO LIMITED declare that:

1. The financial statements comprising the Consolidated Statement of Profit or Loss and Other Comprehensive Income, Consolidated Statement of Financial Position, Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity and notes to the consolidated financial statements of the consolidated entity are in accordance with the Corporations Act 2001 and:
 - (a) comply with Accounting Standards AASB134 Interim Financial Reporting; and
 - (b) give a true and fair view of the consolidated entity's financial position as at 31 December 2015 and of its performance for the half year ended on that date.
2. In the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors by:



.....
Peter Henderson
Director

Sydney, 2 February 2016

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Independent Auditor's Review Report To the Members of Metgasco Limited

We have reviewed the accompanying half-year financial report of Metgasco Limited ("Company"), which comprises the consolidated financial statements being the statement of financial position as at 31 December 2015, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a statement or description of accounting policies, other explanatory information and the directors' declaration of the consolidated entity, comprising both the Company and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' responsibility for the half-year financial report

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

Auditor's responsibility

Our responsibility is to express a conclusion on the consolidated half-year financial report based on our review. We conducted our review in accordance with the Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the Metgasco Limited consolidated entity's financial position as at 31 December 2015 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

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As the auditor of Metgasco Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we complied with the independence requirements of the Corporations Act 2001.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Metgasco Limited is not in accordance with the Corporations Act 2001, including:

- a giving a true and fair view of the consolidated entity's financial position as at 31 December 2015 and of its performance for the half-year ended on that date; and
- b complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



P J Woodley
Partner - Audit & Assurance

Sydney, 2 February 2016

10. CORPORATE DIRECTORY

Directors:	Gregory Short	Non-Executive Director and Chairman
	Leonard Gill	Non-Executive Director
	Philip Amery	Non-Executive Director
	Peter Henderson	Managing Director & CEO
Company Secretary:	Philip Mackey	
Home Stock Exchange:	Australian Securities Exchange (ASX) 4 Bridge St Sydney NSW 2000	
ASX Symbol:	MEL	
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Share Registry:	Computershare Investor Services Pty Limited GPO BOX 7115 Sydney NSW 2001	
Auditors:	Grant Thornton Audit Pty Ltd Level 17, 383 Kent Street Sydney NSW 2000	
Bankers:	National Australia Bank Level 17, 500 Oxford St Bondi Junction NSW 2022	
Australian Company Number:	ACN 088 196 383	
Date and Place of Incorporation:	22 June 1999, Sydney, Australia	