

OMEGA
OIL AND GAS LIMITED



Omega Oil & Gas Limited

ABN 45 644 588 787

Annual Report - 30 June 2024

Omega Oil & Gas Limited
Corporate directory
30 June 2024

Directors	Stephen Harrison Trevor Brown Quentin Flannery Michael Sandy Andrew Hackwood
Company Secretary	David Franks
Auditor	UHY Haines Norton
Solicitors	Sundaraj & Ker
Bankers	Commonwealth Bank of Australia
Stock exchange listing	Omega Oil & Gas Limited shares are listed on the Australian Securities Exchange (ASX code: OMA)
Website	https://omegaoilandgas.com.au/

Omega Oil & Gas Limited
Letter to shareholders
30 June 2024

Letter to shareholders

Dear Fellow Shareholders,

This year (FY2024) has been a very successful one for Omega Oil and Gas Limited ('Omega') as we have made great progress toward delivering our strategy of proving up a significant new source of much needed gas in Eastern Australia.

We believe our investment thesis to be a compelling one that will deliver strong returns to shareholders as we progressively demonstrate by our studies and operations that our exploration tenements in the Taroom Trough in Queensland's Southern Bowen Basin will deliver long-term value.

The future role for gas in Australia's energy mix is being increasingly recognised and the need for large, new gas supplies in Eastern Australia is now evident. We believe Omega is very well placed to help alleviate the looming gas shortage in Eastern Australia.

Following our two successful exploration wells drilled in 2023 we made the strategic decision to re-enter the Canyon-1 vertical well to drill, fracture stimulate and test a new horizontal well section. The Board considers that addressing the major unknown in the Taroom Trough tight gas play early, i.e. can the reservoir flow at commercial rates, will enable Omega to progress as rapidly as possible to realising maximum value from our assets.



Image 1-Canyon-1H mobilisation and rig up

Key achievements made by Omega during the year

- Successfully raised sufficient capital to enable commitment to our horizontal well program.
- Maiden contingent resource booking of 1.73 TCF 2C gross resources (i).
- Declaration of Potential Commercial Areas (PCA's) across the entire areas of ATP 2037 and ATP 2038.
- Selected an optimised target interval and completed a detailed Canyon-1H well design.
- Contracted Ensign Rig #965 for the Canyon-1H project – the rig having just been used to drill three similar horizontal wells for Shell nearby.
- Contracted Halliburton for integrated Drilling Services and Stimulation and Testing Services.
- Appointed a new CEO.

The Board thanks shareholders for participating in the October 2023 and September 2024 capital raises which provided the funding required for Omega to commit to our horizontal well and business development strategy. Our task was made considerably easier by the support of our two largest shareholders, the Ilwella Group and Tri-Star. Their ongoing support enabled Omega to commit to a technically demanding and capital-intensive deep horizontal drilling program - usually undertaken by companies with much larger balance sheets.

We have been fortunate to be able to appoint an experienced, well qualified CEO to lead the company's efforts. Trevor Brown was appointed to the role of CEO and MD in August 2024 after joining Omega initially as an Advisor in mid-2023 and then as Interim CEO while a recruitment process was underway. Trevor, a geologist, brings to Omega a wealth of experience in the Upstream E&P sector having spent most of his career working with much larger companies in Australia and Asia running major exploration and development programs. Trevor's experience as VP Queensland with Santos leading the GLNG Project means he is very well connected with industry participants and Government agencies in Queensland.

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Outlook

We are looking forward to an exciting period where we receive the results of our hard work as we undertake the drilling and testing of the Canyon-1H well. Other Operators in the Taroom Trough are also testing their wells over coming months so the area's potential for future production is receiving a lot of attention from the media and industry commentators.

We will be building the capacity and capability of the organisation of the coming year as we move toward advanced appraisal and development planning. Omega will be open to business development opportunities to take advantage of the knowledge developed while assessing our current acreage and developing plans for our Canyon Project.

The Board are very confident in the Company's ability to deliver value to shareholders in the coming year through progressing our exciting Canyon Project. On behalf of the Board and management team we thank all shareholders for your support during the year.

Sincerely,



Stephen Harrison
Non-Executive Chairman
25 September 2024



Trevor Brown
Chief Executive Officer and Managing Director
25 September 2024

(i) The estimates of Reserves and Contingent Resources reported in this ASX Announcement have been independently reviewed and verified by Netherland, Sewell & Associates, Inc., qualified resource evaluators and were first reported in the ASX release titled "Maiden Gross Contingent Gas Resource of 1.73 TCF" on 23 October 2023. The ASX release can be found online via <https://wcsecure.weblink.com.au/pdf/OMA/02728452.pdf> (ASX Release). The estimates in the ASX Release were prepared in accordance with the definitions and guidelines outlined in the 2018 SPE Petroleum and Resource Management System (PRMS), using deterministic methodology.

Omega confirms that it is not aware of any new information or data that materially affects the estimates of Reserves and Contingent Resources and that all the material assumptions and technical parameters underpinning the estimates in the ASX Release continue to apply and have not materially changed.

Omega Oil & Gas Limited
Directors' report
30 June 2024

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Omega Oil & Gas Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2024.

Directors

The following persons were directors of Omega Oil & Gas Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Stephen Harrison
Trevor Brown (appointed 5 August 2024)
Quentin Flannery
Michael Sandy
Andrew Hackwood
Lauren Bennett (resigned effective 31 October 2023)

Principal activities

During the financial year the principal continuing activities of the consolidated entity consisted of:

- Exploration and evaluation activities on Authority to Prospect 2037 and 2038 (ATP 2037 and ATP 2038), consisting of successfully drilled Canyon 1 and Canyon 2 wells and the planning of the Canyon-1H re-entry, drilling of a horizontal section and multi-stage fracture-stimulation and flowback campaign. ATP 2037 and ATP 2038 are located approximately 30km west of Tara, in the Western Downs Region of Queensland, Australia. The consolidated entity holds 100% interest in these tenements.
- Strategic review and assessment of the Bennett Oil project in Petroleum Lease 17 (PL17), located in the Bennett and Leichardt Fields, near the Surat Basin in Queensland, Australia. The company is engaging with industry for farm-in partners.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Review of operations

Operating results

The loss for the consolidated entity after providing for income tax amounted to \$2,222,401 (2023: loss of \$5,338,461). The current period loss includes \$267,305 (2023: \$151,207) of non-cash items for share-based remuneration and \$nil (2023: \$1,621,892) for non-cash impairment expense.

During the period the consolidated entity made cash payments of \$4,300,782 (2023: \$12,592,458) relating to exploration and evaluation, which included the completion of the Canyon 1 and Canyon 2 drilling program, and the initial payments for the upcoming Canyon 1 re-entry, drilling of a horizontal section and multi-stage fracture-stimulation and flowback campaign, described in more detail below.

As at 30 June 2024, the consolidated entity held cash and cash equivalents of \$17,279,900 (2023: cash and cash equivalents of \$2,154,670).

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Operating review

Well data gathered during the successful Canyon-1 and Canyon-2 drilling operations combined with seismic data and regional studies confirmed the presence of a thick, gas-bearing, Permian interval across the entire area of ATP 2037 and ATP 2038. During the Canyon-1 drilling campaign, it was decided to suspend the Canyon-1 well, leaving the lowermost section of the well un-cased, to preserve the option of later re-entering the well and drilling a horizontal section. Analysis of data gathered from both the Canyon-1, and Canyon-2 wells has been integrated into Omega's regional geologic model and a comprehensive review of future work program options has been completed.

On 8 August 2023, the company announced that it had decided to re-enter the Canyon-1 well, drill a horizontal section into the Permian Lower Kianga formation, and perform a multi-stage fracture-stimulation and flowback campaign. The program aims to test whether the prospective, gas-bearing, tight-sand intervals of the Kianga formation can achieve potentially commercial flow rates to the surface.

On 31 October 2023, Lauren Bennett stepped down from her positions of Chief Executive Officer and Managing Director. Omega's Non-Executive Chairman, Stephen Harrison assumed the role of Executive Chairman whilst a global search for a CEO was conducted. Trevor Brown, who joined the company in July 2023 in an advisory role, extended his consultancy agreement acting as Interim CEO and assisted Mr Harrison with the management of the company.

In October 2023, the company announced its maiden 2C contingent resources at its 100%-owned Canyon Gas Project in Queensland's Taroom Trough. The contingent resource is based on an assessment of the company's successful Canyon drilling campaign in the Company's ATP 2037 and ATP 2038 permit areas. Independent analysis by leading, US-based petroleum reserves and reporting firm Netherland, Sewell & Associates, Inc. has estimated 2C gross contingent gas resources of 1.73 TCF of gas. Net contingent resources are estimated at 1.24 TCF of gas and 68.6 million barrels of condensate.

Procurement for the Canyon-1H project, including for a drill rig, and long lead items and services, began in the period.

Changes in capital structure

On 3 July 2023, an announcement was made proposing the issue of 150,000 fully paid ordinary shares as part payment for consulting services for up to \$30,000 in services, at a share price of \$0.20. As at the date of this report, these ordinary shares have been approved but not yet issued.

On 8 August 2023, an announcement was made that the company intended to offer the following share placement:

- Tranche 1: 23,896,315 new shares at an issue price of \$0.18 per share (Tranche 1), utilising the company's existing placement capacity pursuant to ASX Listing Rule 7.1 and will rank equally with the company's existing fully paid ordinary shares. Tranche 1 of the Placement, totalling \$4,301,337, completed on 14 August 2023; and
- Tranche 2: 95,177,977 new shares at an issue price of \$0.18 per share (Tranche 2). At the company's AGM on 2 November 2023 the company sought to obtain shareholder approval under ASX Listing Rule 7.3 and 10.11 to approve the issue of Tranche 2 of the Placement. Tranche 2 of the Placement, totalling \$17,132,036 completed on 14 November 2023.

In addition to the above, the following securities were issued as part of the broker mandate:

- 1,298,058 fully paid ordinary shares as part consideration for the broker fundraising fee; and
- 10,000,000 options exercisable at \$0.30, expiring two years from the date of issue.

Shares and options are in addition to a cash payment of \$585,051.

The consolidated entity will apply the funds raised from Tranche 1 and 2 of the above placements towards future exploration and evaluation expenditure including the re-entry of Canyon-1, drilling of a horizontal section, and performing a multi-stage fracture-stimulation and flowback campaign described above.

On 27 November 2023, Trevor Brown was granted the following performance rights, expiring on 1 October 2024 (later agreed by the Board to be extended to 31 December 2024):

Tranche 1: 600,000 performance rights will vest upon the 30-day VWAP of the company's share price being \$0.27.

Tranche 2: 600,000 performance rights will vest upon the 30-day VWAP of the company's share price being \$0.36.

At the date of this report, these performance rights have been granted but not yet issued.

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On 30 January 2024, the Board has approved, subject to shareholder approval at a future shareholder meeting, an option incentive package for Andrew Hackwood. This package aligns with packages granted to other non-executive directors, being:

- 150,000 unlisted options, exercisable at \$0.30, vested, expiring on 21 October 2025, escrowed (voluntary) until 25 October 2024;

- 150,000 unlisted options, exercisable at \$0.30, vesting on 21 October 2024, expiring on 21 October 2026, escrowed (voluntary) until 25 October 2024; and

- 150,000 unlisted options, exercisable at \$0.30, vesting on 21 October 2025, expiring on 21 October 2027, escrowed (voluntary) until 25 October 2024.

At the date of this report, these options have not been tabled for approval at a shareholder meeting.

Significant changes in the state of affairs

Other than those events noted above, there were no other significant changes in the state of affairs of the consolidated entity during the year that require separate disclosure.

Matters subsequent to the end of the financial year

On 7 July 2024, the company's Research and Development Tax Incentive ('R&DTI') application for 2022/23 was registered by AusIndustry. The application relates to certain activities in its fracture stimulation hydrocarbon recovery program at its Canyon Gas Project in Queensland's Taroom Trough. The 2022/23 expenditure was related to studies and the drilling of the Canyon-1 and Canyon-2 vertical wells. Essential information was gained from these activities to enable the design of a multi-stage fracture stimulation program, which is to be implemented in a dedicated horizontal well.

The anticipated refundable R&D Tax Incentive offset of \$6,819,975 has been included as an "other receivable" in the accounts and is expected to be received following processing by the ATO. An additional \$921,830 has been included for the 2024 financial year as an "other receivable" due to management's expectation of also receiving the refund for the current year.

On 19 July 2024, the Queensland Resource Minister's Delegate, under section 90(1) of the Petroleum and Gas (Production and Safety) Act 2004, approved the consolidated entity's applications for Potential Commercial Areas PCA 342 and PCA 343 over the entirety of the 1,056 square kilometre area of ATP 2037 and ATP 2038. A PCA is a special designation of an area of an ATP to enable the evaluation of potential production and market opportunities for a known petroleum resource. It is a form of retention tenure that allows additional time to progress to a production licence (Petroleum Lease). The PCAs contain Evaluation Plans that include geological and commercial activities with a total estimated cost of \$5.5 million over the 15-year term of the PCAs.

On 5 August 2024, the company announced that it had appointed Trevor Brown as the company's Chief Executive Officer. The company will issue 5,000,000 performance rights to Mr. Brown in 5 tranches for nil consideration. Each tranche has a series of vesting conditions which must be satisfied by 30 June 2025 or 30 June 2026.

On 28 August 2024, the consolidated entity successfully raised \$6,500,000 through the issuance of 30,232,558 fully paid ordinary shares at \$0.215 per share across two tranches. The first tranche of 13,150,466 shares raised \$2,827,350 (before costs) and was received in August 2024 and September 2024. The second tranche of 17,082,092 shares raised \$3,672,650 (before costs) and is expected to be received in November 2024, pending shareholder approval. Conditional on shareholder approval, 436,416 fully paid ordinary shares are to be issued as part consideration for fundraising services to Prenzler Group Pty Ltd. These shares are in addition to a cash payment of \$202,341 (excluding GST), and they do not form part of the total shares placed in tranches 1 and 2.

The consolidated entity will apply the funds raised from the Placement towards future exploration and evaluation expenditure.

On 23 September 2024, the company announced it had spudded the Canyon-1H horizontal well. The Canyon-1H horizontal well program consists of re-entering the Canyon-1 vertical well and drilling a new horizontal section up to a maximum length of 1,100m long. Canyon-1H horizontal well aims to test whether a potentially economic flow rate can be achieved from the highly prospective Canyon Sandstone at the base of the Permian Kianga Formation. After analysing and integrating the results of the well, the design of the planned multi-stage hydraulic fracture stimulation, flowback and well testing program will be finalised.

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations

Details on likely developments and expected results of operations are included in the review of operations above.

Further information on likely developments in the operations of the consolidated entity and the expected results of operations have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the consolidated entity.

Environmental regulation

The consolidated entity conducts its operations in compliance with the Queensland Petroleum and Gas (Production and Safety) Act 2004. These activities are subject to relevant exploration licences, permits and environmental approvals which specify the environmental regulations applicable to the exploration, construction, and operations of petroleum activities as appropriate. Environmental considerations of any activities not already covered by a specific regulation or directive are reviewed with and approved by the Queensland Department of Environment and Science (DES) under the Environmental Protection Act 1994.

During the current year, the company was issued with two DES Penalty Infringement Notices and a warning letter concerning non-compliance with its Environmental Authorities. This non-compliance related to aspects of the civil works that were executed as part of its Canyon 1 and Canyon 2 drilling program in 2023. The notices totalling \$28,700, have been paid. There was no environmental harm related to the events and the events will not adversely impact future projects. In response to these issues, a full review of the company's environmental policies and procedures has been completed, resulting in the implementation of a new environmental risk framework.

Other than the matter noted above, the consolidated entity has not recorded and is not aware of any breaches of any of its environmental licence conditions nor has it been notified of any material environmental breaches by any government agency during the year.

Information on directors

Name:	Stephen Harrison
Title:	Non-Executive Chairman
Experience and expertise:	Stephen brings to the Board extensive experience in the ASX listed environment being currently Chairman of both ASX-listed NobleOakLife Limited (ASX: NOL) and Aumake Limited (ASX: AUK). He also has extensive experience in the oil and gas industry, including having been a director of Blue Energy Limited (ASX: BLU) and Exoma Energy Limited, both of which hold or held assets in Queensland.
Other current directorships:	NobleOakLife Limited (ASX: NOL), Aumake Limited (ASX: AUK)
Former directorships (last 3 years):	Incentiapay Limited (ASX: INP)
Interests in shares:	822,302 fully paid ordinary shares held directly 422,596 ordinary shares escrowed for 24 months from the date of quotation, held directly
Interests in options:	750,000 unlisted options held directly
Name:	Trevor Brown
Title:	Managing Director
Experience and expertise:	Trevor is an experienced oil and gas executive with over three decades of experience in the petroleum and gas industry. He is a geologist by training and has extensive expertise in upstream exploration, appraisal, development and production. Mr. Brown has held prominent leadership positions, including Vice President – Queensland for Santos, where he led the upstream division of the US\$18.5 billion Gladstone Liquefied Natural Gas (GLNG) Project through the field development, construction and startup phases.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	150,000 fully paid shares, subject to shareholder approval.
Interests in options:	450,000 options granted during the financial year, not yet issued.
Interests in rights:	1,200,000 performance rights granted during the financial year, not yet issued.

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Name: Quentin Flannery
Title: Non-Executive Director
Experience and expertise: Quentin is the Chief Investment Officer of the Flannery family office and holds several family office vehicle directorships through this role. As well as this, Quentin is the Chairman of private medical device company Field Orthopaedics, is a Director of MDF Alaska, an Alaskan strategic metals company, is a Director of the Flannery Foundation and a proud corporate ambassador for the Act for Kids child abuse charity. Earlier in his career Quentin was the global head of Thermal Coal Sales for Yancoal Australia Limited (ASX:YAL).

Other current directorships: None
Former directorships (last 3 years): AuMake International (ASX:AUK)
Interests in shares: 1,294,273 fully paid ordinary shares held indirectly through Maximus Flannery Pty Ltd
358,578 ordinary shares escrowed for 24 months from the date of quotation, held indirectly through Maximus Flannery Pty Ltd
74,798,813 fully paid ordinary shares held indirectly through Ilwella Pty Ltd
4,562,428 ordinary shares escrowed for 24 months from the date of quotation, held indirectly through Ilwella Pty Ltd
1,001,000 fully paid ordinary shares held indirectly through Offelbar Pty Ltd
71,500 ordinary shares escrowed for 24 months from the date of quotation, held indirectly through Offelbar Pty Ltd
Interests in options: 5,559,975 unlisted options, held indirectly through Ilwella Pty Ltd
450,000 unlisted options, held indirectly through Offelbar Pty Ltd

Name: Michael Sandy
Title: Non-Executive Director
Experience and expertise: Michael has extensive oil and gas experience across various companies, both listed and unlisted, across various jurisdictions. Michael is currently serving as a Non-Executive Director of Melbana Energy (ASX: MAY). Prior to Melbana Energy, Michael was involved in listing Novus Petroleum Ltd, he served as a Non-Executive Director of Tap Oil Limited (ASX: TAP), Hot Rock Ltd (ASX: HRL), Caspian Oil and Gas (ASX: CIG), and Pan Pacific Petroleum (ASX:PPP). He is also the ex-chairman of Burleson Energy Limited (ASX: BUR) and Non-Executive Chairman of MEC Resources (ASX: MEC).

Other current directorships: Melbana Energy (ASX: MAY)
Former directorships (last 3 years): None
Interests in shares: 100,000 fully paid ordinary shares held indirectly through Cresta Vista Pty Ltd
Interests in options: 450,000 unlisted options held directly

Name: Andrew Hackwood
Title: Non-Executive Director
Experience and expertise: Andrew is the Country Manager – Australia for the Tri-Star Group and has deep commercial expertise in all aspects of the east coast gas market and both domestic and international experience in principal investing in infrastructure and utilities. Andrew has held senior positions at Santos, including General Manager of Commercial for the \$18.5 billion Santos GLNG project, and is a director of a non-listed minerals exploration company. Earlier in his career, Andrew was an investment banker with Macquarie Bank and a lawyer with Allens.

Other current directorships: None
Former directorships (last 3 years): None
Interests in shares: 120,000 fully paid ordinary shares held directly

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretary

David Franks from the Automic Group (appointed 3 June 2021).

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David Franks is a Principal at the Automic Group and Director of Automic Finance Pty Ltd. He is a Chartered Accountant, Fellow of the Financial Services Institute of Australia, Fellow of the Governance Institute of Australia, Justice of the Peace, Registered Tax Agent and holds a Bachelor of Economics (Finance and Accounting) from Macquarie University. With over 20 years' experience in finance, governance and accounting, Mr Franks has been CFO, Company Secretary and/or Director for numerous ASX listed and unlisted public and private companies, in a range of industries covering energy retailing, transport, financial services, mineral exploration, technology, automotive, software development and healthcare. Mr Franks is currently the Company Secretary for the following ASX Listed entities: Applyflow Limited, COG Financial Services Limited, Cogstate Limited, Dubber Corporation Limited, Evergreen Lithium Limited, Exopharm Limited, IRIS Metals Limited, IXUP Limited, JCurve Solutions Limited, Noxopharm Limited, Nyrada Inc, Omega Oil and Gas Limited, White Energy Company Limited and ZIP Co Limited. He was also a Non-Executive Director of JCurve Solutions Limited from 2014 to 2021.

Meetings of directors

The number of meetings of the company's Board of Directors ('the Board') and of each Board committee held during the year ended 30 June 2024, and the number of meetings attended by each director were:

	Full Board		Audit and Risk Committee	
	Attended	Held	Attended	Held
Stephen Harrison	11	11	3	3
Quentin Flannery	11	11	3	3
Andrew Hackwood	11	11	3	3
Michael Sandy	10	11	3	3
Lauren Bennett	2	3	1	2

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

Remuneration report (audited)

The remuneration report details the key management personnel remuneration arrangements for the consolidated entity, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

The Board is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the consolidated entity depends on the quality of its directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

The Board has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the consolidated entity.

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The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:

- focusing on sustained growth in shareholder wealth, consisting of growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value
- attracting and retaining high calibre executives

Additionally, the reward framework should seek to enhance executives' interests by:

- rewarding capability and experience
- reflecting competitive reward for contribution to growth in shareholder wealth
- providing a clear structure for earning rewards

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive directors remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was within the company constitution dated 21 October 2022, detailing a maximum annual aggregate remuneration of \$500,000.

Executive remuneration

The consolidated entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has four components:

- base pay and non-monetary benefits
- short-term performance incentives
- share-based payments
- other remuneration such as superannuation and long service leave

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and business unit performance, the overall performance of the consolidated entity and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the consolidated entity and provides additional value to the executive.

The short-term incentives ('STI') program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPI's') being achieved. KPI's include shareholder value, asset performance, leadership contribution.

Consolidated entity performance and link to remuneration

The cash bonus and incentive payments are at the discretion of the Board.

Board is of the opinion that the continued improved results can be attributed in part to the adoption of performance based compensation and is satisfied that this improvement will continue to increase shareholder wealth if maintained over the coming years.

During the financial year ended 30 June 2024, the consolidated entity did not engage the services of remuneration consultants.

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Details of remuneration

Amounts of remuneration

Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables.

The key management personnel of the consolidated entity consisted of the directors of Omega Oil & Gas Limited and key members of the management team:

- Stephen Harrison
- Trevor Brown (appointed as Managing Director and CEO on 5 August 2024, engaged in advisory role from 1 July 2023)
- Quentin Flannery
- Michael Sandy
- Andrew Hackwood
- Trent Lockhart, Chief Financial Officer
- Lauren Bennett (resigned 21 September 2023, effective 31 October 2023)

	Short-term benefits			Post-employment benefits	Long-term benefits	Termination benefits	Share-based payments	Total
	Cash salary and fees	Cash bonus	Non-monetary	Super-annuation	Long service leave	Cash	Equity-settled*	
2024	\$	\$	\$	\$	\$	\$	\$	\$
<i>Non-Executive</i>								
<i>Directors:</i>								
Stephen Harrison	72,000	-	-	-	-	-	37,710	109,710
Quentin Flannery	48,000	-	-	-	-	-	22,626	70,626
Michael Sandy	48,000	-	-	-	-	-	22,626	70,626
Andrew Hackwood	48,000	-	-	-	-	-	-	48,000
<i>Executive</i>								
<i>Directors:</i>								
Lauren Bennett**	100,000	-	7,379	11,000	(3,323)	-	11,457	126,513
<i>Other Key Management Personnel:</i>								
Trevor Brown***	194,000	-	-	-	-	-	150,250	344,250
Trent Lockhart	220,840	-	(11,859)	24,200	787	-	-	233,968
	<u>730,840</u>	<u>-</u>	<u>(4,480)</u>	<u>35,200</u>	<u>(2,536)</u>	<u>-</u>	<u>244,669</u>	<u>1,003,693</u>

* Remuneration on equity-settled share-based payments comprises the proportion of the grant date fair value recognised during the financial year.

** Remuneration for Lauren Bennett reflects the period to 31 October 2023, the date of cessation as a member of key management. Ms. Bennett was contracted in an advisory capacity until 31 March 2024.

*** Trevor Brown operated under a service agreement during the financial year as an advisor and interim CEO. Mr. Brown was remunerated \$1,000 in consulting fees relating to the comparative period (not disclosed above), in which he was not deemed a member of key management. Equity settled share-based payments to Mr. Brown relate to 1,200,000 performance rights and 450,000 options granted during the financial year, not yet issued.

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	Short-term benefits			Post-employment benefits	Long-term benefits	Termination benefits	Share-based payments	Total
	Cash salary and fees	Cash bonus	Non-monetary	Super-annuation	Long service leave	Cash	Equity-settled*	
2023	\$	\$	\$	\$	\$	\$	\$	\$
<i>Non-Executive Directors:</i>								
Stephen Harrison	72,000	-	-	-	-	-	55,012	127,012
Quentin Flannery	48,000	-	-	-	-	-	33,007	81,007
Michael Sandy	48,400	-	-	-	-	-	33,007	81,407
Andrew Hackwood	18,000	-	-	-	-	-	-	18,000
<i>Executive Directors:</i>								
Lauren Bennett	225,000	58,175	23,621	30,450	2,666	-	30,180	370,092
<i>Other Key Management Personnel:</i>								
Trent Lockhart	24,004	-	1,595	2,511	38	-	-	28,148
Regie Estabillio	225,490	65,000	(24,455)	24,042	(657)	103,773	-	393,193
	660,894	123,175	761	57,003	2,047	103,773	151,206	1,098,859

Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name: Trevor Brown
Title: CEO
Term of agreement: 5 August 2024
Details: \$400,000 per annum excluding superannuation. 6 month notice period.

Name: Trevor Brown
Title: Advisor/Interim CEO
Term of agreement: 1 July 2023 to 4 August 2024
Details: \$15,000 per month consulting fee. Minimum term of 6 months.

Name: Trent Lockhart
Title: Chief Financial Officer
Agreement commenced: 23 May 2023
Details: \$220,000 per annum excluding superannuation. 6 month notice period.

Name: Lauren Bennett - resigned 21 September 2023
Title: Managing Director and Chief Executive Officer
Agreement commenced: 1 October 2021
Details: \$225,000 per annum excluding superannuation. 6 month notice period.
Effective 1 July 2023, \$300,000 per annum excluding superannuation.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares

There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2024.

Omega Oil & Gas Limited
Directors' report
30 June 2024

Options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Grant date	Expiry date	Exercise price	Fair value per option at grant date
03/05/2021*	21/10/2024	\$0.30	\$0.116
04/07/2022*	21/10/2025	\$0.30	\$0.139
04/07/2022	21/10/2026	\$0.30	\$0.154
04/07/2022	21/10/2027	\$0.30	\$0.165
27/11/2023**	27/11/2025	\$0.30	\$0.062

* Options have vested and are exercisable.

** Options are granted, but not yet issued.

Options granted carry no dividend or voting rights.

Performance rights

The terms and conditions of each grant of performance rights over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Grant date	Expiry date	Exercise price	Fair value per right at grant date
10/08/2022	21/10/2025	\$0.00	\$0.200
10/08/2022	21/10/2025	\$0.00	\$0.060
10/08/2022	21/10/2025	\$0.00	\$0.036
27/11/2023*	31/12/2024	\$0.25	\$0.118
27/11/2023*	31/12/2024	\$0.32	\$0.086

* Performance rights are granted, but not yet issued.

Performance rights granted carry no dividend or voting rights.

There were no performance rights over ordinary shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2024 that vested.

Additional information

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	30 June 2024
Share price at financial year end (\$)	0.19
Basic earnings per share (cents per share)	(0.91)
Diluted earnings per share (cents per share)	(0.91)

Omega Oil & Gas Limited
Directors' report
30 June 2024

Additional disclosures relating to key management personnel

Shareholding

The number of shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions	Disposals/ other	Balance at the end of the year
<i>Ordinary shares</i>					
<i>Directors</i>					
Stephen Harrison	1,244,898	-	-	-	1,244,898
Quentin Flannery	48,892,148	-	33,194,444	-	82,086,592
Michael Sandy	100,000	-	-	-	100,000
Andrew Hackwood	-	-	120,000	-	120,000
Lauren Bennett (resigned 31 October 2023)	1,322,716	-	-	(1,322,716)	-
	<u>51,559,762</u>	<u>-</u>	<u>33,314,444</u>	<u>(1,322,716)</u>	<u>83,551,490</u>

* 'Disposals/other' reflects cessation of being a director or key management personnel with the company.

Option holding

The number of options over ordinary shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
<i>Options over ordinary shares</i>					
<i>Directors</i>					
Stephen Harrison	750,000	-	-	-	750,000
Quentin Flannery	6,009,975	-	-	-	6,009,975
Michael Sandy	450,000	-	-	-	450,000
	<u>7,209,975</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>7,209,975</u>

Performance rights holding

The number of performance rights over ordinary shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Vested	Expired/ forfeited/ other	Balance at the end of the year
<i>Performance rights over ordinary shares</i>					
<i>Key Management Personnel</i>					
Lauren Bennett*	3,474,984	-	-	(3,474,984)	-
Trevor Brown**	-	1,200,000	-	-	1,200,000
	<u>3,474,984</u>	<u>1,200,000</u>	<u>-</u>	<u>(3,474,984)</u>	<u>1,200,000</u>

* 'Expired/forfeited/other' cessation of being a director or key management personnel with the company.

**Performance rights are granted, but not yet issued.

This concludes the remuneration report, which has been audited.

Omega Oil & Gas Limited
Directors' report
30 June 2024

Shares under option

Unissued ordinary shares of Omega Oil & Gas Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
03/05/2021	21/10/2024	\$0.30	11,119,950
04/07/2022	21/10/2025	\$0.30	550,000
04/07/2022	21/10/2026	\$0.30	550,000
04/07/2022	21/10/2027	\$0.30	550,000
21/10/2022	21/10/2024	\$0.30	2,500,000
02/11/2023	09/11/2025	\$0.30	10,000,000
27/11/2023*	27/11/2025	\$0.30	450,000
			<u>25,719,950</u>

* Options are granted, but not yet issued.

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the company or of any other body corporate.

Shares under performance rights

Unissued ordinary shares of Omega Oil & Gas Limited under performance rights at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under rights
10/08/2022	21/10/2025	\$0.00	3,474,985
27/11/2023*	31/12/2024	\$0.25	600,000
27/11/2023*	31/12/2024	\$0.32	600,000
			<u>4,674,985</u>

* Performance rights are granted, but not yet issued.

No person entitled to exercise the performance rights had or has any right by virtue of the performance right to participate in any share issue of the company or of any other body corporate.

Shares issued on the exercise of options

There were no ordinary shares of Omega Oil & Gas Limited issued on the exercise of options during the year ended 30 June 2024 and up to the date of this report.

Shares issued on the exercise of performance rights

There were no ordinary shares of Omega Oil & Gas Limited issued on the exercise of performance rights during the year ended 30 June 2024 and up to the date of this report.

Indemnity and insurance of officers

The company has indemnified the directors and executives of the company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the company paid a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

The company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

Omega Oil & Gas Limited
Directors' report
30 June 2024

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

Proceedings on behalf of the company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to 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 part of those proceedings.

Non-audit services

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 24 to the financial statements.

The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed in note 24 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and rewards.

Officers of the company who are former partners of UHY Haines Norton

There are no officers of the company who are former partners of UHY Haines Norton.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

Auditor

UHY Haines Norton continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



Stephen Harrison
Director

25 September 2024
Sydney

Auditor's Independence Declaration under Section 307C of the *Corporations Act 2001*

To the Directors of Omega Oil and Gas Limited

As auditor for the audit of Omega Oil and Gas Limited for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

- (i) no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Omega Oil and Gas Limited and the entities it controlled during the year.



Mark Nicholaeff
Audit Partner
Date: 25 September 2024



UHY Haines Norton
Chartered Accountants

Omega Oil & Gas Limited
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30 June 2024

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General information

The financial statements cover Omega Oil & Gas Limited as a consolidated entity. The financial statements are presented in Australian dollars, which is Omega Oil & Gas Limited's functional and presentation currency.

Omega Oil & Gas Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business are:

Registered office

Level 3A
243 Edward Street
Brisbane QLD 4000

Principal place of business

Level 3A
243 Edward Street
Brisbane QLD 4000

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 25 September 2024. The directors have the power to amend and reissue the financial statements.

Omega Oil & Gas Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2024

	Note	Consolidated 2024 \$	2023 \$
Revenue			
Revenue		-	78,454
Cost of sales		-	(40,396)
Gross profit		-	38,058
Other income	4	561,894	15,160
Expenses			
Administration expenses		(666,821)	(709,648)
Depreciation and amortisation expense	5	(126,042)	(52,482)
Employee benefits expense		(946,954)	(1,157,291)
Finance costs	5	(17,270)	(302,754)
Impairment of assets	11	-	(1,621,892)
Occupancy expenses		(35,627)	(66,854)
Other expenses		(16,321)	(221,993)
Professional fees		(707,955)	(1,107,558)
Share-based payment expense	33	(267,305)	(151,207)
Loss before income tax expense		(2,222,401)	(5,338,461)
Income tax expense	6	-	-
Loss after income tax expense for the year attributable to the owners of Omega Oil & Gas Limited	20	(2,222,401)	(5,338,461)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive loss for the year attributable to the owners of Omega Oil & Gas Limited		<u>(2,222,401)</u>	<u>(5,338,461)</u>
		Cents	Cents
Basic earnings per share	32	(0.91)	(4.60)
Diluted earnings per share	32	(0.91)	(4.60)

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Omega Oil & Gas Limited
Consolidated statement of financial position
As at 30 June 2024

	Note	Consolidated 2024 \$	2023 \$
Assets			
Current assets			
Cash and cash equivalents	7	17,279,900	2,154,670
R&D tax offset receivable	9	7,741,805	-
Other current assets	8	872,052	324,255
Other receivables	10	152,705	1,084,820
		<u>26,046,462</u>	<u>3,563,745</u>
Non-current assets classified as held for sale	11	-	1,868,292
Total current assets		<u>26,046,462</u>	<u>5,432,037</u>
Non-current assets			
Property, plant and equipment	12	1,411,165	39,683
Right-of-use assets		59,984	95,974
Exploration and evaluation	13	12,885,112	17,974,452
Well site properties in development	14	1,481,845	1,522,902
Other receivables	10	385,977	348,545
Total non-current assets		<u>16,224,083</u>	<u>19,981,556</u>
Total assets		<u>42,270,545</u>	<u>25,413,593</u>
Liabilities			
Current liabilities			
Trade and other payables	15	1,390,155	3,263,750
Lease liabilities		37,704	32,200
Employee benefits		50,634	61,000
Loan payable	16	-	132,060
Total current liabilities		<u>1,478,493</u>	<u>3,489,010</u>
Non-current liabilities			
Lease liabilities		28,206	62,816
Employee benefits		5,855	3,596
Provisions	17	1,893,971	1,823,490
Total non-current liabilities		<u>1,928,032</u>	<u>1,889,902</u>
Total liabilities		<u>3,406,525</u>	<u>5,378,912</u>
Net assets		<u>38,864,020</u>	<u>20,034,681</u>
Equity			
Issued capital	18	48,150,360	28,243,563
Reserves	19	1,796,150	651,207
Accumulated losses	20	(11,082,490)	(8,860,089)
Total equity		<u>38,864,020</u>	<u>20,034,681</u>

The above consolidated statement of financial position should be read in conjunction with the accompanying notes

Omega Oil & Gas Limited
Consolidated statement of changes in equity
For the year ended 30 June 2024

Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2022	5,280,388	-	(3,521,628)	1,758,760
Loss after income tax expense for the year	-	-	(5,338,461)	(5,338,461)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(5,338,461)	(5,338,461)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity, net of transaction costs (note 18)	22,963,175	-	-	22,963,175
Share-based payments reclassified to convertible notes payable (note 19)	-	151,207	-	151,207
Options issued to broker (note 19)	-	500,000	-	500,000
Balance at 30 June 2023	<u>28,243,563</u>	<u>651,207</u>	<u>(8,860,089)</u>	<u>20,034,681</u>
Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2023	28,243,563	651,207	(8,860,089)	20,034,681
Loss after income tax expense for the year	-	-	(2,222,401)	(2,222,401)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(2,222,401)	(2,222,401)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity, net of transaction costs (note 18)	19,906,797	-	-	19,906,797
Options issued to broker (note 19)	-	877,638	-	877,638
Options and performance rights issued to strategic advisor (note 19)	-	150,250	-	150,250
Vesting of options and performance rights issued in prior periods (note 19)	-	117,055	-	117,055
Balance at 30 June 2024	<u>48,150,360</u>	<u>1,796,150</u>	<u>(11,082,490)</u>	<u>38,864,020</u>

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

Omega Oil & Gas Limited
Consolidated statement of cash flows
For the year ended 30 June 2024

	Note	Consolidated	
		2024	2023
		\$	\$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		-	78,454
Payments to suppliers and employees (inclusive of GST)		<u>(2,247,837)</u>	<u>(3,905,803)</u>
		(2,247,837)	(3,827,349)
Interest received		497,754	7,105
Interest and other finance costs paid		(4,194)	(20,289)
Interest paid on lease liability		(7,463)	(3,094)
Deposit paid for financial surety on tenements held		(37,432)	(190,581)
Deposit paid for rental premises		<u>-</u>	<u>(3,624)</u>
Net cash used in operating activities	31	<u>(1,799,172)</u>	<u>(4,037,832)</u>
Cash flows from investing activities			
Payments for property, plant and equipment		(28,116)	(16,223)
Payments for exploration and evaluation		(4,300,782)	(12,592,458)
Payments for security deposits		-	-
Payments for well site development		-	(516,583)
Payments for assets held for sale		-	(2,507,448)
Proceeds from disposal of assets held for sale		<u>497,065</u>	<u>-</u>
Net cash used in investing activities		<u>(3,831,833)</u>	<u>(15,632,712)</u>
Cash flows from financing activities			
Proceeds from issue of shares	18	21,433,373	19,106,292
Proceeds from convertible notes		-	414,200
Share issue transaction costs		(644,938)	-
Repayment of lease liabilities		<u>(32,200)</u>	<u>(12,955)</u>
Net cash from financing activities		<u>20,756,235</u>	<u>19,507,537</u>
Net (decrease)/increase in cash and cash equivalents		15,125,230	(163,007)
Cash and cash equivalents at the beginning of the financial year		<u>2,154,670</u>	<u>2,317,677</u>
Cash and cash equivalents at the end of the financial year	7	<u><u>17,279,900</u></u>	<u><u>2,154,670</u></u>

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes

Omega Oil & Gas Limited
Notes to the consolidated financial statements
30 June 2024

Note 1. Material accounting policy information

The accounting policies that are material to the consolidated entity are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern

The consolidated financial statements have been prepared on a going concern basis, which contemplates the continuation of normal business operations and the realisation of assets and settlement of liabilities in the normal course of business.

During the year ended 30 June 2024, the consolidated entity incurred a net loss before tax of \$2,222,401 and had a net cash outflow from operating activities of \$1,799,172.

On 28 August 2024, the consolidated entity successfully raised \$6,500,000 through the issuance of 30,232,558 fully paid ordinary shares at \$0.215 per share across two tranches. The first tranche of 13,150,466 shares raised \$2,827,350 (before costs) and was received in August 2024 and September 2024. The second tranche of 17,082,092 shares raised \$3,672,650 (before costs) and is expected to be received in November 2024, pending shareholder approval. Conditional on shareholder approval, 436,416 fully paid ordinary shares are to be issued as part consideration for fundraising services to Prenzler Group Pty Ltd. These shares are in addition to a cash payment of \$202,341 (excluding GST), and they do not form part of the total shares placed in tranches 1 and 2.

Due to the successful completion of this capital raise, cash on hand and expected research and development tax incentive refund, the consolidated entity is confident that it has sufficient cash flow to fund its operations for at least 12 months from the date of signing the financial report for the year ended 30 June 2024 so that the consolidated entity can pay its debt, generated in the normal course of business if required, as and when they fall due.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 28.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Omega Oil & Gas Limited ('company' or 'parent entity') as at 30 June 2024 and the results of all subsidiaries for the year then ended. Omega Oil & Gas Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

Note 1. Material accounting policy information (continued)

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Revenue

Pre-production sales to customers

The consolidated entity generates revenue during the from pre-production sales of brent crude oil to customers.

Revenue is recognised when control of the product has passed to the customer based upon the agreed cost, insurance and freight ('CIF') terms. For pre-production sales, revenue is recognised at the time of collection from the well site.

Revenue is measured at the fair value of the consideration received or receivable. The consolidated entity recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity.

Other income

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Note 1. Material accounting policy information (continued)

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Other receivables

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Non-current assets or disposal groups classified as held for sale

Non-current assets and assets of disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continued use. They are measured at the lower of their carrying amount and fair value less costs of disposal. For non-current assets or assets of disposal groups to be classified as held for sale, they must be available for immediate sale in their present condition and their sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write down of the non-current assets and assets of disposal groups to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of a non-current assets and assets of disposal groups, but not in excess of any cumulative impairment loss previously recognised.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current assets. The liabilities of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current liabilities.

Property, plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Plant and equipment	3-15 years
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The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the consolidated entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Note 1. Material accounting policy information (continued)

Right-of-use assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

Exploration and evaluation assets

Exploration and evaluation expenditure in relation to separate areas of interest for which rights of tenure are current is carried forward as an asset in the statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploration activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves. Where a project or an area of interest has been abandoned, the expenditure incurred thereon is written off in the year in which the decision is made.

Exploration and evaluation costs have also been capitalised where they are the result of an acquisition from a third party. The opportunity to capitalise internal costs may arise when internal resources can be directly attributable to developing the exploration and evaluation assets. When a decision to proceed to development is made, the exploration and evaluation costs capitalised to that area are transferred to well site properties in development. No depreciation or amortisation is expensed during the exploration and evaluation phase. All costs subsequently incurred to develop a well site prior to the start of operations within the area of interest are capitalised. These costs include expenditure to develop new segments within the area of interest, to define further prospective assets in existing areas of interest, to expand the capacity of a well site and to maintain production.

The future recoverability of capitalised exploration and evaluation expenditure is dependent on a number of factors, including whether the consolidated entity decides to exploit the area itself, or, if not, whether it successfully recovers the related exploration and evaluation asset through sale.

Factors that could impact future recoverability include the level of reserves and resources, future technological changes, cost of drilling and production, production rates, future legal changes (including changes to environmental restoration obligations) and changes to commodity prices.

Research & Development tax concession

The consolidated entity is entitled to claim research and development tax incentive in Australia for the year ended 30 June 2023 and is expected to be entitled for the year ended 30 June 2024. The research and development incentive is calculated using the estimated eligible expenditure multiplied by 43.5%. Estimates of refundable amounts have been measured as a reduction in capitalised exploration and evaluation expenditure.

Well site properties in development

Development expenditure relates to costs incurred to access a mineral resource, the determination of technical feasibilities and conducting market studies. It represents those costs incurred after the technical and commercial viability of the identified project has been demonstrated and an identified mineral reserve or project is being prepared for production (but is not yet in production).

Development expenditure is capitalised as either a tangible or intangible asset depending on the nature of the costs incurred. Capitalisation of development expenditure ceases once the well site project is capable of commercial production, at which point it is transferred into the relevant category of Property, Plant and Equipment depending on the nature of the asset and depreciated over the useful life of the asset.

Note 1. Material accounting policy information (continued)

Development expenditure includes the direct costs of construction, pre-production costs, reclassified feasibility, exploration and evaluation assets (acquisition costs) and subsequent development expenditure on the reclassified project.

These costs are not amortised. The carrying value is assessed for indicators of impairment at least semi annually, or whenever the facts and circumstances suggest that the carrying amount of the asset may exceed the recoverable amount.

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets

The consolidated entity assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

Trade and other payables

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the consolidated entity's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Provisions

Provisions are recognised when the consolidated entity has a present (legal or constructive) obligation as a result of a past event, it is probable the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on high quality corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Defined contribution superannuation expense

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

Note 1. Material accounting policy information (continued)

Share-based payments

Equity-settled share-based compensation benefits are awards of shares, or options over shares provided to directors and other parties as part of their compensation for services.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the directors to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or director, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or director and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

If the fair value of equity instruments granted cannot be reliably measured at the measurement date, they are recorded at their intrinsic value. The intrinsic value is assessed at each reporting date, with movements in the intrinsic value being recognised in profit or loss. For a grant of share options, the share-based payment arrangement is settled when the options are exercised, are forfeited (e.g. upon cessation of employment) or lapse (e.g. at the end of the option's life).

Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Issued capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Note 1. Material accounting policy information (continued)

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Omega Oil & Gas Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Goods and Services Tax ('GST') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

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

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Share-based payment transactions

The consolidated entity 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 either the Binomial or Black-Scholes 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.

Fair value measurement hierarchy

The consolidated entity is required to classify all assets and liabilities, measured at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being: Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date; Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and Level 3: Unobservable inputs for the asset or liability. Considerable judgement is required to determine what is significant to fair value and therefore which category the asset or liability is placed in can be subjective.

The fair value of assets and liabilities classified as level 3 is determined by the use of valuation models. These include discounted cash flow analysis or the use of observable inputs that require significant adjustments based on unobservable inputs.

Note 2. Critical accounting judgements, estimates and assumptions (continued)

Estimation of useful lives of assets

The consolidated entity determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets

The consolidated entity assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

An impairment assessment was conducted on the held for sale asset to determine its recoverable amount. The recoverable amount represents the higher of the fair value less costs of disposal and the value-in-use in accordance with *AASB 136 Impairment of assets*. Fair value less costs of disposal has been selected as the appropriate measure due to the equipment's limited application to the current strategy.

Income tax

The consolidated entity is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The consolidated entity recognises liabilities for anticipated tax audit issues based on the consolidated entity's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Lease term

The lease term is a significant component in the measurement of both the right-of-use asset and lease liability. Judgement is exercised in determining whether there is reasonable certainty that an option to extend the lease or purchase the underlying asset will be exercised, or an option to terminate the lease will not be exercised, when ascertaining the periods to be included in the lease term. In determining the lease term, all facts and circumstances that create an economical incentive to exercise an extension option, or not to exercise a termination option, are considered at the lease commencement date. Factors considered may include the importance of the asset to the consolidated entity's operations; comparison of terms and conditions to prevailing market rates; incurrence of significant penalties; existence of significant leasehold improvements; and the costs and disruption to replace the asset. The consolidated entity reassesses whether it is reasonably certain to exercise an extension option, or not exercise a termination option, if there is a significant event or significant change in circumstances.

Incremental borrowing rate

Where the interest rate implicit in a lease cannot be readily determined, an incremental borrowing rate is estimated to discount future lease payments to measure the present value of the lease liability at the lease commencement date. Such a rate is based on what the consolidated entity estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset, with similar terms, security and economic environment.

Employee benefits provision

As discussed in note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

Well site rehabilitation provision

A provision has been made for the present value of anticipated costs for future rehabilitation and restoration of well sites. The provision includes future cost estimates associated with closure of the well sites. The calculation of this provision requires assumptions such as application of closure dates and cost estimates. The provision recognised for each site is periodically reviewed and updated based on the facts and circumstances available at the time. Changes to the estimated future costs for sites are recognised in the statement of financial position by adjusting the asset and the provision. Reductions in the provision that exceed the carrying amount of the asset will be recognised in profit or loss.

Note 2. Critical accounting judgements, estimates and assumptions (continued)

Exploration and evaluation costs

Exploration and evaluation costs have been capitalised on the basis that the consolidated entity will commence commercial production in the future, from which time the costs will be amortised in proportion to the depletion of the oil and gas resources. Key judgements are applied in considering costs to be capitalised, as costs are only capitalised that are expected to be recovered either through successful development or sale of the relevant well site interest. Factors that could impact the future commercial production at the well site include the level of reserves and resources, future technology changes, which could impact the cost of operations, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this determination is made.

Note 3. Operating segments

Identification of reportable operating segments

The consolidated entity is organised into 1 operating segment. The operating segment is based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources.

The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The information reported to the CODM is on a monthly basis.

Note 4. Other income

	Consolidated	
	2024	2023
	\$	\$
Interest income	<u>561,894</u>	<u>15,160</u>

Interest income includes \$66,532 of accrued interest generated by term deposits disclosed in note 7.

Omega Oil & Gas Limited
Notes to the consolidated financial statements
30 June 2024

Note 5. Expenses

Consolidated
2024 **2023**
\$ **\$**

Loss before income tax includes the following specific expenses:

Depreciation

Property, plant and equipment	23,998	4,725
Computer equipment	3,863	1,958

Total depreciation	27,861	6,683
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Amortisation

Buildings right-of-use assets	41,302	40,486
Rehabilitation asset	56,879	5,313

Total amortisation	98,181	45,799
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Total depreciation and amortisation	126,042	52,482
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Finance costs

Interest and finance charges paid/payable on premium funding arrangement (note 16)	4,198	9,786
Interest and finance charges paid/payable on lease liabilities	7,463	3,094
Finance costs recognised using the effective interest method on convertible notes payable	-	279,371
Transaction costs on derivative financial instrument	-	7,070
Bank fees	5,609	3,433

Finance costs expensed	17,270	302,754
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Superannuation expense

Defined contribution superannuation expense	73,238	65,123
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Note 6. Income tax expense

Consolidated
2024 **2023**
\$ **\$**

Numerical reconciliation of income tax expense and tax at the statutory rate

Loss before income tax expense	(2,222,401)	(5,338,461)
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Tax at the statutory tax rate of 25%	(555,600)	(1,334,615)
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Tax effect amounts which are not deductible/(taxable) in calculating taxable income:

Entertainment expenses	2,010	694
Share-based payments	66,826	37,802
Deductible exploration costs	17,620	-
Unrealised foreign exchange	212	-
Other deductible expenses	147,454	-

Temporary differences and tax losses not recognised	(321,478)	(1,296,119)
	321,478	1,296,119

Income tax expense	-	-
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Omega Oil & Gas Limited
Notes to the consolidated financial statements
30 June 2024

Note 6. Income tax expense (continued)

	Consolidated	
	2024	2023
	\$	\$
<i>Unrecognised deferred taxes</i>		
Unused tax losses	1,729,715	691,548
Unused tax credit benefit (research and development offsets carried forward)	216,176	-
Other deferred taxes, tax effected	(1,357,923)	(35,163)
Prior year under/over	(162,132)	-
	<u>425,836</u>	<u>656,385</u>

Note 7. Cash and cash equivalents

	Consolidated	
	2024	2023
	\$	\$
<i>Current assets</i>		
Cash at bank	1,279,900	2,154,670
Term deposits	16,000,000	-
	<u>17,279,900</u>	<u>2,154,670</u>

Term deposits totalling \$16,000,000 consist of:

- \$5,000,000 held for 3 months earning 4.83%pa, maturing 01/08/2024
- \$4,000,000 held for 2 months earning 4.64%pa, maturing 26/08/2024
- \$3,000,000 held for 2 months earning 4.64%pa, maturing 01/07/2024
- \$4,000,000 held for 3 months earning 4.83%pa, maturing 23/09/2024

Note 8. Other current assets

	Consolidated	
	2024	2023
	\$	\$
<i>Current assets</i>		
Prepayments	169,702	320,631
Rental premises deposits	3,624	3,624
Advance payments to suppliers	698,726	-
	<u>872,052</u>	<u>324,255</u>

Prepayments comprised of funds paid in advance for services yet to be received such as annual permits for tenements, general insurance, software licences and directors & officers insurance.

Note 9. R&D tax offset receivable

	Consolidated	
	2024	2023
	\$	\$
<i>Current assets</i>		
R&D tax offset receivable - 2023	6,819,975	-
R&D tax offset receivable - 2024	921,830	-
	<u>7,741,805</u>	<u>-</u>

Omega Oil & Gas Limited
Notes to the consolidated financial statements
30 June 2024

Note 9. R&D tax offset receivable (continued)

On 5 July 2024, the consolidated entity received a Notice of Registration from AusIndustry confirming the registration of the R&D activities. The total R&D Notional Deductions for the 2023 financial year was \$15,678,104 with consolidated entity being eligible for a 43.5% refundable tax offset equal to the company tax rate plus an 18.5% premium.

The R&D Tax Incentive offset claim is currently in the process of being reviewed by the ATO. The claim is also subject to subsequent ATO or AusIndustry eligibility review.

The registration of R&D activities for the 2024 financial year is yet to be completed, however the activities undertaken remain substantively unchanged from the 2023 financial year. Consequently, management deems it highly probable that the R&D tax offset will be granted for the 2024 financial year and therefore, a receivable has been recognised.

Note 10. Other receivables

	Consolidated	
	2024	2023
	\$	\$
<i>Current assets</i>		
Other receivables	72,276	133,494
GST receivable	80,429	951,326
	<u>152,705</u>	<u>1,084,820</u>
<i>Non-current assets</i>		
Other receivables	360,836	323,404
Security deposit	25,141	25,141
	<u>385,977</u>	<u>348,545</u>

Non-current other receivables

The consolidated entity holds funds in term deposits and with the Queensland Government for the purpose of funding financial surety on tenements held. These deposits are subject to regulatory restrictions and are therefore not available for general use by the consolidated entity. The term deposit of \$133,000 has an interest rate of 4.60% p.a. and matures on 1 June 2025. The consolidated entity intends to renew this deposit on maturity. The remaining \$227,836 is held with the Queensland Government and is not entitled to interest. These funds must be held in term deposits or with the Queensland Government until the tenement is either rehabilitated or relinquished.

Refer to note 22 for further information on financial instruments.

Note 11. Non-current assets classified as held for sale

	Consolidated	
	2024	2023
	\$	\$
<i>Current assets</i>		
Equipment held for sale	-	1,868,292

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial year are set out below:

Omega Oil & Gas Limited
Notes to the consolidated financial statements
30 June 2024

Note 11. Non-current assets classified as held for sale (continued)

Consolidated	Equipment held for sale \$
Balance at 1 July 2023	1,868,292
Equipment sold during the year	(497,065)
Fair value movement	-
Reclassification to Property, Plant & Equipment (note 12)	<u>(1,371,227)</u>
Balance at 30 June 2024	<u><u>-</u></u>

During the previous financial year, the consolidated entity purchased equipment for use in its drilling campaign. Subsequently, the consolidated entity refined its strategy and determined that the equipment was no longer optimal for use in its operations at the time. The equipment was classified as held for sale at 30 June 2023.

An impairment assessment was conducted on the held for sale asset to determine its recoverable amount at 30 June 2023. The recoverable amount represents the higher of the fair value less costs of disposal and the value-in-use in accordance with AASB 136 Impairment of assets. Fair value less costs of disposal has been selected as the appropriate measure due to the equipment's limited application to the current strategy. The held for sale asset was impaired to reflect the justifiable realisable value in accordance with the market conditions at the time.

For the year ending 30 June 2023, an impairment loss of \$1,621,892 was recognised in the statement of profit or loss relating to the held for sale asset. The impairment loss represented the difference between the carrying amount of the asset being \$3,490,184 and its fair value less costs of disposal of \$1,868,292. In the current period, \$497,065 of the held for sale assets were sold at their carrying value.

Management determined the impairment loss through comparison to a similar market transaction, sold at a fair value decrement from cost price of 38%. For prudence and to account for the specialised nature of the asset, management applied a further risk premium of 15% to the discounted price.

Equipment held for sale is a level 3 asset and has been valued using a combination of similar arm's length transactions and the estimates of directors and management to determine the recoverable amount.

At 30 June 2024, the casing was reassessed under the held for sale criteria in AASB 5 Non-Current Assets Held for Sale and Discontinued Operations and was concluded to no longer meet these criteria. Management determined that the remaining casing will be used in the drilling in the future, and hence, it has been reclassified as Property, Plant and Equipment.

Note 12. Property, plant and equipment

	Consolidated	
	2024	2023
	\$	\$
<i>Non-current assets</i>		
Plant and equipment - at cost	1,520,104	120,761
Less: Accumulated depreciation	<u>(111,875)</u>	<u>(87,877)</u>
	1,408,229	32,884
Computer equipment - at cost	8,757	8,757
Less: Accumulated depreciation	<u>(5,821)</u>	<u>(1,958)</u>
	2,936	6,799
	<u><u>1,411,165</u></u>	<u><u>39,683</u></u>

Omega Oil & Gas Limited
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Note 12. Property, plant and equipment (continued)

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Plant and equipment \$	Computer equipment \$	Total \$
Balance at 1 July 2022	86,737	8,757	95,494
Disposals	(21,024)	-	(21,024)
Transfer to Well site development rehabilitation asset (note 14)	(28,104)	-	(28,104)
Depreciation expense	(4,725)	(1,958)	(6,683)
Balance at 30 June 2023	32,884	6,799	39,683
Additions	28,116	-	28,116
Reclassification from Non-current assets classified as held for sale (note 11)	1,371,227	-	1,371,227
Depreciation expense	(23,998)	(3,863)	(27,861)
Balance at 30 June 2024	<u>1,408,229</u>	<u>2,936</u>	<u>1,411,165</u>

Note 13. Exploration and evaluation

	Consolidated 2024 \$	2023 \$
<i>Non-current assets</i>		
Exploration and evaluation - at cost	11,729,456	16,818,796
Exploration and evaluation rehabilitation asset	1,155,656	1,155,656
	<u>12,885,112</u>	<u>17,974,452</u>

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Exploration and evaluation - at cost \$	Exploration and evaluation rehabilitation asset \$	Total \$
Balance at 1 July 2022	2,341,006	-	2,341,006
Additions	-	1,155,656	1,155,656
Expenditure during the year	14,777,790	-	14,777,790
Transfers out to well site properties in development (note 14)	(300,000)	-	(300,000)
Balance at 30 June 2023	16,818,796	1,155,656	17,974,452
Expenditure during the year	2,652,465	-	2,652,465
Less: R&D tax offset receivable for prior year activities*	(6,819,975)	-	(6,819,975)
Less: R&D tax offset receivable for current year activities*	(921,830)	-	(921,830)
Balance at 30 June 2024	<u>11,729,456</u>	<u>1,155,656</u>	<u>12,885,112</u>

Omega Oil & Gas Limited
Notes to the consolidated financial statements
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Note 13. Exploration and evaluation (continued)

Recoverability of the carrying amount of exploration and evaluation assets is dependent on the successful development and commercial exploitation or sale of the respective areas of interest.

The consolidated entity performed an impairment indicators assessment as at 30 June 2024, with the assessment giving rise to no indicators of impairment.

*R&D offset is attributable to the R&D activities, which were captured in the Exploration and evaluation asset.

Note 14. Well site properties in development

	Consolidated	
	2024	2023
	\$	\$
<i>Non-current assets</i>		
Well site development assets - at cost	968,037	952,215
Well site development rehabilitation asset	576,000	576,000
Less: Accumulated amortisation	(62,192)	(5,313)
	513,808	570,687
	1,481,845	1,522,902

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Well site development assets - at cost \$	Well site development rehabilitation asset \$	Total \$
Balance at 1 July 2022	-	-	-
Additions	-	667,834	667,834
Reversal of prior year rehabilitation provision	-	(119,938)	(119,938)
Expenditure during the year	692,611	-	692,611
Inventories sold during the year	(40,396)	-	(40,396)
Transfer from property, plant and equipment	-	28,104	28,104
Transfer from exploration and evaluation assets	300,000	-	300,000
Amortisation expense	-	(5,313)	(5,313)
	952,215	570,687	1,522,902
Balance at 30 June 2023	952,215	570,687	1,522,902
Additions	15,822	-	15,822
Amortisation expense	-	(56,879)	(56,879)
	968,037	513,808	1,481,845
Balance at 30 June 2024	968,037	513,808	1,481,845

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Note 15. Trade and other payables

	Consolidated	
	2024	2023
	\$	\$
<i>Current liabilities</i>		
Trade payables	694,097	2,304,489
Other payables	8,381	123,721
Accrued expenses	687,677	835,540
	<u>1,390,155</u>	<u>3,263,750</u>

Note 16. Loan payable

	Consolidated	
	2024	2023
	\$	\$
<i>Current liabilities</i>		
Premium funding arrangement loan	<u>-</u>	<u>132,060</u>

The consolidated entity entered into a premium funding arrangement during the prior financial year, enabling insurance payments to be paid via instalments. The arrangement carried an interest rate of 3.28% per annum and matured on 19 September 2023.

Note 17. Provisions

	Consolidated	
	2024	2023
	\$	\$
<i>Non-current liabilities</i>		
Well site rehabilitation provision - exploration and evaluation assets	1,201,478	1,155,656
Well site rehabilitation provision - well site development assets	692,493	667,834
	<u>1,893,971</u>	<u>1,823,490</u>

Well site rehabilitation provision

The provision represents the present value of estimated costs of the remediation work that will be required to comply with environmental and legal obligations.

Note 18. Issued capital

	Consolidated			
	2024	2023	2024	2023
	Shares	Shares	\$	\$
Ordinary shares	<u>283,901,327</u>	<u>163,528,977</u>	<u>48,150,360</u>	<u>28,243,563</u>

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30 June 2024

Note 18. Issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance	1 July 2022	35,000,000		5,280,388
Issue of ordinary shares from Initial Public Offering ('IPO')	25 October 2022	75,350,000	\$0.20	15,070,000
Issue of ordinary shares to broker	25 October 2022	2,500,000	\$0.20	500,000
Convertible notes conversion to ordinary shares upon IPO	25 October 2022	26,149,375	\$0.20	4,183,900
Issue of ordinary shares to Tri-Star E&P Pty Ltd	23 January 2023	20,849,906	\$0.20	4,169,981
Issue of ordinary shares to Tri-Star E&P Pty Ltd	27 March 2023	3,679,696	\$0.20	735,939
Transaction costs and interest expense on convertible notes, reclassified to issued capital on conversion		-		172,983
Costs of capital raising		-		(1,869,628)
Balance	30 June 2023	163,528,977		28,243,563
Issue of ordinary shares via a placement (tranche 1)	15 August 2023	23,896,315	\$0.18	4,301,337
Issue of ordinary shares to a broker as part consideration for the broker fundraising fee	9 November 2023	1,298,058	\$0.18	233,650
Issue of ordinary shares via a placement (tranche 2)	14 November 2023	95,177,977	\$0.18	17,132,036
Costs of capital raising		-		(1,760,226)
Balance	30 June 2024	<u>283,901,327</u>		<u>48,150,360</u>

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back

There is no current on-market share buy-back.

Capital risk management

The consolidated entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current company's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The consolidated entity is subject to certain financing arrangements covenants and meeting these is given priority in all capital risk management decisions. There have been no events of default on the financing arrangements during the financial year.

Omega Oil & Gas Limited
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Note 19. Reserves

	Consolidated	
	2024	2023
	\$	\$
Share-based payments reserve	<u>1,796,150</u>	<u>651,207</u>

Share-based payments reserve

The reserve is used to recognise the value of equity benefits provided to directors and management as part of their remuneration, and other parties as part of their compensation for services.

Movements in reserves

Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	Share-based payment reserve \$
Balance at 1 July 2022	-
Options issued to Broker in connection with IPO	500,000
Options issued to Directors in connection with IPO	121,027
Performance rights issued to Management in connection with IPO	<u>30,180</u>
Balance at 30 June 2023	651,207
Options issued to Broker	877,638
Options and performance rights issued to strategic advisor	150,250
Vesting of options and performance rights issued in prior periods	<u>117,055</u>
Balance at 30 June 2024	<u><u>1,796,150</u></u>

Note 20. Accumulated losses

	Consolidated	
	2024	2023
	\$	\$
Accumulated losses at the beginning of the financial year	(8,860,089)	(3,521,628)
Loss after income tax expense for the year	<u>(2,222,401)</u>	<u>(5,338,461)</u>
Accumulated losses at the end of the financial year	<u><u>(11,082,490)</u></u>	<u><u>(8,860,089)</u></u>

Note 21. Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Note 22. Financial instruments

Financial risk management objectives

The consolidated entity's financial assets consist primarily of deposits held with banks and therefore, it is exposed to market risk (interest rate risk), credit risk and liquidity risk.

Market risk

Interest rate risk

The consolidated entity's only interest rate risk arises from deposits held with Australian regulated financial institutions. No borrowings are owing at period end. The consolidated entity is not deemed to have material exposure to interest rate risk.

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Note 22. Financial instruments (continued)

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity.

The consolidated entity does not have any material credit risk exposure to any single receivable or group of receivables under financial instruments entered into by the entity, other than deposits with Australian regulated banks.

Liquidity risk

Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Remaining contractual maturities

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

	Weighted average interest rate %	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
Consolidated - 2024						
Non-derivatives						
<i>Non-interest bearing</i>						
Trade payables		694,097	-	-	-	694,097
Accrued expenses		687,677	-	-	-	687,677
Other payables		8,381	-	-	-	8,381
<i>Interest-bearing - variable</i>						
Lease liability	8.90%	37,704	28,206	-	-	65,910
Total non-derivatives		1,427,859	28,206	-	-	1,456,065
Consolidated - 2023						
Non-derivatives						
<i>Non-interest bearing</i>						
Trade payables		2,304,489	-	-	-	2,304,489
Accrued expenses		835,540	-	-	-	835,540
Other payables		123,721	-	-	-	123,721
<i>Interest-bearing - variable</i>						
Lease liability	8.90%	39,662	42,081	29,155	-	110,898
Loan payable	3.28%	127,866	-	-	-	127,866
Total non-derivatives		3,431,278	42,081	29,155	-	3,502,514

Fair value of financial instruments

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

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Notes to the consolidated financial statements
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Note 23. Key management personnel disclosures

Directors

The following persons were directors of Omega Oil & Gas Limited during the financial year:

Stephen Harrison	
Trevor Brown	(appointed as Managing Director and CEO on 5 August 2024, engaged in advisory role from 1 July 2023)
Quentin Flannery	
Michael Sandy	
Andrew Hackwood	
Lauren Bennett	(resigned 21 September 2023, effective 31 October 2023)

Other key management personnel

The following person also had the authority and responsibility for planning, directing and controlling the major activities of the consolidated entity, directly or indirectly, during the financial year:

Trent Lockhart	(Chief Financial Officer)
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Compensation

The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated	
	2024	2023
	\$	\$
Short-term employee benefits	726,360	784,830
Post-employment benefits	35,200	57,003
Long-term benefits	(2,536)	2,047
Termination benefits	-	103,773
Share-based payment	244,669	151,206
	<u>1,003,693</u>	<u>1,098,859</u>

Annual leave has been reclassified from 'Other long-term benefits' to 'Short-term employee benefits' in the comparative period to align with expected usage of the benefit.

Note 24. Remuneration of auditors

During the financial period the following fees were paid or payable for services provided by UHY Haines Norton, the auditor of the company:

	Consolidated	
	2024	2023
	\$	\$
<i>Audit services - UHY Haines Norton</i>		
Audit of the financial statements	43,000	38,000
Review of the interim financial statements	24,000	22,000
	<u>67,000</u>	<u>60,000</u>
<i>Other services - UHY Haines Norton</i>		
Independent accountant review in connection with the IPO	-	43,266
	<u>-</u>	<u>43,266</u>

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Note 25. Contingent liabilities

The consolidated entity has a contingent liability with Tag Oil Ltd, the previous owner of Cypress Petroleum Pty Ltd ('Cypress'), to receive a 3% gross overriding royalty on future production from all liquids produced from the permits under Cypress' control. This contingent liability arose upon the acquisition of Cypress (30 October 2020) and the amount of the obligation cannot be measured with sufficient reliability so as to give rise to a provision. At 30 June 2024, \$6,232 royalties payable has been accrued relating to sales of pre-production oil.

Other than the above, the consolidated entity has no further contingent liabilities at 30 June 2024.

Note 26. Commitments

At 30 June 2024, capital commitments are \$1,039,923 (30 June 2023: nil). The commitments relate to an upcoming project and fall within one year.

Note 27. Related party transactions

Parent entity

Omega Oil & Gas Limited is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 29.

Key management personnel

Disclosures relating to key management personnel are set out in note 23 and the remuneration report included in the directors' report.

Transactions with related parties

The following transactions occurred with related parties:

	Consolidated	
	2024	2023
	\$	\$
<i>Expenses relating to goods and services:</i>		
Office premises rental and administrative staff support from Ilwella Pty Ltd*	11,968	42,000
Consulting fees expensed for entity with significant influence, Tri-Star E&P Pty Ltd**	410,787	98,565

*Quentin Flannery (Director) is a Director of Ilwella Pty Ltd, an entity with significant influence over the consolidated entity. The service relates to an office lease which is conducted on an arms' length basis.

** Tri-Star E&P Pty Ltd holds 19.81% of ordinary shares in the company at 30 June 2024 and Andrew Hackwood (Director) is an employee of Tri-Star E&P Pty Ltd.

Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	Consolidated	
	2024	2023
	\$	\$
<i>Current payables:</i>		
Accrued fees payable to Tri-Star E&P Pty Ltd	203,601	98,565

There were no trade receivables from related parties at the current and previous reporting date.

Loans and other payables to/from related parties

There were no loans or other payables to or from related parties at the current and previous reporting date.

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Note 27. Related party transactions (continued)

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

Note 28. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2024	2023
	\$	\$
Loss after income tax	<u>(2,369,343)</u>	<u>(5,284,670)</u>
Total comprehensive loss	<u>(2,369,343)</u>	<u>(5,284,670)</u>

Statement of financial position

	Parent	
	2024	2023
	\$	\$
Total current assets	<u>26,046,462</u>	<u>5,621,103</u>
Total assets	<u>42,123,603</u>	<u>23,719,747</u>
Total current liabilities	<u>1,478,493</u>	<u>3,469,311</u>
Total liabilities	<u>3,406,525</u>	<u>3,538,816</u>
Equity		
Issued capital	48,150,360	28,243,563
Share-based payments reserve	1,796,150	651,207
Accumulated losses	<u>(11,229,432)</u>	<u>(8,713,839)</u>
Total equity	<u><u>38,717,078</u></u>	<u><u>20,180,931</u></u>

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2024.

Contingent liabilities

The parent entity had no contingent liabilities other than as disclosed for the consolidated entity (note 25) as at 30 June 2024.

Capital commitments - property, plant and equipment

The parent entity had capital commitments of \$1,039,923 as at 30 June 2024 (30 June 2023: nil).

Material accounting policy information

The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 1, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Omega Oil & Gas Limited
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Note 29. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiary in accordance with the accounting policy described in note 1:

Name	Principal place of business / Country of incorporation	Ownership interest	
		2024 %	2023 %
Cypress Petroleum Pty Limited	Australia	100.00%	100.00%

Note 30. Events after the reporting period

On 7 July 2024, the company's Research and Development Tax Incentive ('R&DTI') application for 2022/23 was registered by AusIndustry. The application relates to certain activities in its fracture stimulation hydrocarbon recovery program at its Canyon Gas Project in Queensland's Taroom Trough. The 2022/23 expenditure was related to studies and the drilling of the Canyon-1 and Canyon-2 vertical wells. Essential information was gained from these activities to enable the design of a multi-stage fracture stimulation program, which is to be implemented in a dedicated horizontal well.

The anticipated refundable R&D Tax Incentive offset of \$6,819,975 has been included as an "other receivable" in the accounts and is expected to be received following processing by the ATO. An additional \$921,830 has been included for the 2024 financial year as an "other receivable" due to management's expectation of also receiving the refund for the current year.

On 19 July 2024, the Queensland Resource Minister's Delegate, under section 90(1) of the Petroleum and Gas (Production and Safety) Act 2004, approved the consolidated entity's applications for Potential Commercial Areas PCA 342 and PCA 343 over the entirety of the 1,056 square kilometre area of ATP 2037 and ATP 2038. A PCA is a special designation of an area of an ATP to enable the evaluation of potential production and market opportunities for a known petroleum resource. It is a form of retention tenure that allows additional time to progress to a production licence (Petroleum Lease). The PCAs contain Evaluation Plans that include geological and commercial activities with a total estimated cost of \$5.5 million over the 15-year term of the PCAs.

On 5 August 2024, the company announced that it had appointed Trevor Brown as the company's Chief Executive Officer. The company will issue 5,000,000 performance rights to Mr. Brown in 5 tranches for nil consideration. Each tranche has a series of vesting conditions which must be satisfied by 30 June 2025 or 30 June 2026.

On 28 August 2024, the consolidated entity successfully raised \$6,500,000 through the issuance of 30,232,558 fully paid ordinary shares at \$0.215 per share across two tranches. The first tranche of 13,150,466 shares raised \$2,827,350 (before costs) and was received in August 2024 and September 2024. The second tranche of 17,082,092 shares raised \$3,672,650 (before costs) and is expected to be received in November 2024, pending shareholder approval. Conditional on shareholder approval, 436,416 fully paid ordinary shares are to be issued as part consideration for fundraising services to Prenzler Group Pty Ltd. These shares are in addition to a cash payment of \$202,341 (excluding GST), and they do not form part of the total shares placed in tranches 1 and 2.

The consolidated entity will apply the funds raised from the Placement towards future exploration and evaluation expenditure.

On 23 September 2024, the company announced it had spudded the Canyon-1H horizontal well. The Canyon-1H horizontal well program consists of re-entering the Canyon-1 vertical well and drilling a new horizontal section up to a maximum length of 1,100m long. Canyon-1H horizontal well aims to test whether a potentially economic flow rate can be achieved from the highly prospective Canyon Sandstone at the base of the Permian Kianga Formation. After analysing and integrating the results of the well, the design of the planned multi-stage hydraulic fracture stimulation, flowback and well testing program will be finalised.

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

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Note 31. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2024	2023
	\$	\$
Loss after income tax expense for the year	(2,222,401)	(5,338,461)
<i>Adjustments for:</i>		
Depreciation and amortisation	126,042	52,482
Share-based payments	267,305	151,207
Impairment of casings	-	1,621,892
Finance costs recognised using the effective interest method on convertible notes payable	-	279,371
Transaction costs on derivative financial instrument	-	7,070
Change in operating assets and liabilities:		
Increase in other receivables	(20,540)	(990,243)
Decrease/(increase) in other assets	150,929	(320,045)
(Decrease)/increase in trade and other payables	(302,374)	645,843
Increase/(decrease) in provisions	201,867	(146,948)
Net cash used in operating activities	<u>(1,799,172)</u>	<u>(4,037,832)</u>

Note 32. Loss per share

	Consolidated	
	2024	2023
	\$	\$
Loss after income tax attributable to the owners of Omega Oil & Gas Limited	<u>(2,222,401)</u>	<u>(5,338,461)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>245,025,753</u>	<u>115,997,891</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>245,025,753</u>	<u>115,997,891</u>
	Cents	Cents
Basic earnings per share	(0.91)	(4.60)
Diluted earnings per share	(0.91)	(4.60)

Potential ordinary shares are treated as dilutive only when their conversion to ordinary shares would decrease earnings per share or increase loss per share from continuing operations. Options and performance rights outstanding would decrease the loss per share reported above and hence, have been treated as antidilutive.

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Note 33. Share-based payments

During the period, the following options were issued:

- On 9 November 2023, 10,000,000 options were granted to Prenzler Group Pty Ltd as capital raising costs with an exercisable price of \$0.30, expiring 2 years from issue. These vested immediately on grant date.

- On 27 November 2023, 450,000 options were granted to Trevor Brown Advisory as share-based payment expenses with an exercisable price of \$0.30, expiring 2 years from issue. These vested immediately on grant date.

During the period, the following performance rights were issued:

- On 27 November 2023, 600,000 performance rights were granted to Trevor Brown Advisory as share-based payment expenses with an exercisable price of \$0.25, expiring on 31 December 2024. These will vest upon the 30-day VWAP of the company's share price being \$0.27.

- On 27 November 2023, 600,000 performance rights were granted to Trevor Brown Advisory as share-based payment expenses with an exercisable price of \$0.32, expiring on 31 December 2024. These will vest upon the 30-day VWAP of the company's share price being \$0.36.

Options outstanding valued using the intrinsic value method:

- On 3 May 2021, 11,119,950 options were granted to the founding Directors, Quentin Flannery (via Ilwella Pty Ltd) and Luke Donovan (via Lizarb Pty Ltd) to remunerate them for sourcing the exploration and evaluation assets and time involved in their Directorship of the company pre-IPO, with no performance or service conditions attached. These options have been valued using the intrinsic value method, as the fair value of the equity instruments could not be measured reliably at grant date. At the grant date, the uncertainty surrounding the IPO price and number of ordinary shares on issue after IPO gave rise to no reliable measurement method. In the current period, the options remain out-of-the-money. Therefore, the value of the options is nil (2023: nil).

Set out below are summaries of options granted under the plan:

2024

Grant date	Expiry date	Exercise price	Balance at the start of the period	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the period
03/05/2021	21/10/2024	\$0.30	11,119,950	-	-	-	11,119,950
04/07/2022	21/10/2025	\$0.30	550,000	-	-	-	550,000
04/07/2022	21/10/2026	\$0.30	550,000	-	-	-	550,000
04/07/2022	21/10/2027	\$0.30	550,000	-	-	-	550,000
21/10/2022	21/10/2024	\$0.30	2,500,000	-	-	-	2,500,000
09/11/2023	09/11/2025	\$0.30	-	10,000,000	-	-	10,000,000
27/11/2023	27/11/2025	\$0.30	-	450,000	-	-	450,000
			<u>15,269,950</u>	<u>10,450,000</u>	<u>-</u>	<u>-</u>	<u>25,719,950</u>

Weighted average exercise price \$0.30 \$0.30 \$0.00 \$0.00 \$0.30

2023

Grant date	Expiry date	Exercise price	Balance at the start of the period	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the period
03/05/2021	21/10/2024	\$0.30	11,119,950	-	-	-	11,119,950
04/07/2022	21/10/2025	\$0.30	-	550,000	-	-	550,000
04/07/2022	21/10/2026	\$0.30	-	550,000	-	-	550,000
04/07/2022	21/10/2027	\$0.30	-	550,000	-	-	550,000
21/10/2022	21/10/2024	\$0.30	-	2,500,000	-	-	2,500,000
			<u>11,119,950</u>	<u>4,150,000</u>	<u>-</u>	<u>-</u>	<u>15,269,950</u>

Weighted average exercise price \$0.30 \$0.30 \$0.00 \$0.00 \$0.30

Omega Oil & Gas Limited
Notes to the consolidated financial statements
30 June 2024

Note 33. Share-based payments (continued)

Set out below are the options exercisable at the end of the financial year:

The weighted average remaining contractual life of options outstanding at the end of the financial year was 1.96 years (2023: 1.54 years).

Set out below are summaries of performance rights granted under the plan:

2024

Grant date	Expiry date	Exercise price	Balance at the start of the period	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the period
10/08/2022	25/10/2025	\$0.00	1,389,993	-	-	-	1,389,993
10/08/2022	25/10/2025	\$0.00	1,389,993	-	-	-	1,389,993
10/08/2022	25/10/2025	\$0.00	694,996	-	-	-	694,996
27/11/2023	31/12/2024	\$0.25	-	600,000	-	-	600,000
27/11/2023	31/12/2024	\$0.32	-	600,000	-	-	600,000
			<u>3,474,982</u>	<u>1,200,000</u>	<u>-</u>	<u>-</u>	<u>4,674,982</u>

Weighted average exercise price \$0.00 \$0.07 \$0.00 \$0.00 \$0.07

2023

Grant date	Expiry date	Exercise price	Balance at the start of the period	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the period
10/08/2022	25/10/2025	\$0.00	-	2,779,988	-	(1,389,994)	1,389,994
10/08/2022	25/10/2025	\$0.00	-	2,779,988	-	(1,389,994)	1,389,994
10/08/2022	25/10/2025	\$0.00	-	1,389,993	-	(694,996)	694,997
			<u>-</u>	<u>6,949,969</u>	<u>-</u>	<u>(3,474,984)</u>	<u>3,474,985</u>

Weighted average exercise price \$0.00 \$0.00 \$0.00 \$0.00 \$0.00

The weighted average remaining contractual life of performance rights outstanding at the end of the financial year was 1.49 years (2023: 2.32 years).

For the options and performance rights granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
09/11/2023	09/11/2025	\$0.22	\$0.30	85.98%	-	4.37%	\$0.088
27/11/2023	27/11/2025	\$0.18	\$0.30	85.98%	-	4.28%	\$0.062
27/11/2023	31/12/2024	\$0.18	\$0.25	85.98%	-	4.19%	\$0.118
27/11/2023	31/12/2024	\$0.18	\$0.32	85.98%	-	4.19%	\$0.086

Share-based payments during the year are comprised of:

- Options issued to broker recognised as costs of capital raising - \$877,638.
- Options and performance rights issued to strategic advisor as share-based payments expense - \$150,250.
- Vesting of options and performance rights issued in prior periods - \$117,055.

550,000 options issued to Directors became exercisable on 25 October 2023.

Omega Oil & Gas Limited
Consolidated entity disclosure statement
As at 30 June 2024

Entity name	Entity type	Place formed / Country of incorporation	Ownership interest %	Tax residency
Omega Oil & Gas Limited	Body Corporate	Australia		Australia
<i>Controlled entities of Omega Oil & Gas Limited:</i>				
Cypress Petroleum Pty Limited	Body Corporate	Australia	100.00%	Australia

Omega Oil & Gas Limited
Directors' declaration
30 June 2024

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2024 and of its performance for the financial year ended on that date;
- there are reasonable grounds to believe that the consolidated entity will be able to pay its debts as and when they become due and payable.
- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



Stephen Harrison
Director

25 September 2024
Sydney

INDEPENDENT AUDITOR'S REPORT

To the Members of Omega Oil and Gas Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Omega Oil and Gas Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies, the consolidated entity disclosure statement 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 30 June 2024 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 auditor independence requirements of 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* (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 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 year. 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.

We have determined the matters described below to be the key audit matters to be communicated in our report.

EXPLORATION AND EVALUATION ASSETS

Why a key audit matter	How our audit addressed the risk
<p>As at 30 June 2024, the carrying amount of exploration and evaluation assets at Canyon 1 and Canyon 2 was \$12.5 million after the R&D tax incentive offset of \$7.7 million (30 June 2023: \$18 million).</p> <p>This was considered a key audit matter as “commercial viability” is the key determining factor for the accounting treatment of exploration and evaluation expenditures, and in determining whether any impairment indicators exist.</p> <p>▶</p>	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> • Discussed with management at what stage the exploration was at for Canyon 1 and Canyon 2, and the plan for ongoing E&E activities. • Enquired of management if the outcome of the drilling of the new wells has been determined. • Obtained a representation from management confirming the status of the project and whether the technical feasibility and commercial viability have been demonstrated. • Obtained evidence that the Group has current rights to the tenure of its interest at these wells. • Obtained the list of exploration and evaluation expenditures incurred during the year and performed vouching to the supporting documents. • Reviewed the nature of the expenditures to ascertain that these costs related to exploration activities. • Discussed with management the accounting policies for capitalising or expensing its exploration and evaluation expenditures. • Assessed the accounting recognition of the R&D tax incentive relating to exploration and evaluation assets.

- Considered the Group’s view of the impairment indicators and assessed if management’s assessment was reasonable.
- Assessed whether the accounting treatment is in line with Australian Accounting Standards.
- Assessed the reasonability and completeness of the Group’s financial statements disclosures

IMPAIRMENT OF DEVELOPMENT ASSETS

Why a key audit matter

As at 30 June 2024, the Group’s balance sheet included Development assets asset of \$1.5 million (30 June 2023: \$1.5 million). The assessment of the existence of impairment indicators and testing for impairment of Development assets is an audit risk given the material amount of the asset

How our audit addressed the risk

Our procedures included, amongst others:

- Discussed with management the current status of the development assets and business plan for PL17.
- Noted the Group's view whether there were impairment indicators and whether to test impairment in detail.
- Obtained evidence that the Group has the current right to the tenure of its interest in PL17.
- Obtained the valuation report prepared by an independent external geologist.
- Held discussions with the geologist about their independence, and the methodologies applied in their valuation report.
- Assessed the independence and competence of the geologist.
- Checked the referenced information relating to current farm-out deals which were used in the valuation report to the published sources.
- Obtained and reviewed management's discounted cash flows calculation supporting the recoverability of development assets.

- Assessed the key forecast assumptions, including discount rates, production quantity, oil price, operational costs.
- Compared the valuation amount, net present value of these assets to the book value, to assess if there is impairment.
- Assessed the reasonability and completeness of the Group's financial statements disclosures.

► **DECOMMISSIONING LIABILITIES**

Why a key audit matter

How our audit addressed the risk

There is inherent uncertainty in the estimation of decommissioning costs and the scope for subjectivity in judgments made by the Group in determining their remediation work that will be required to comply with the Group's environmental and legal obligations.

There is a risk that decommissioning costs may be understated.

Our procedures included, amongst others:

- Obtained the decommissioning provision calculation prepared by management and reviewed the reasonability of the calculation.
- Enquired of management whether the methodology and assumptions adopted are consistent with the prior period.
- Enquired of management whether exploration works during the year resulted in additional decommissioning provisions.
- Enquired whether management has updated their provision calculation to reflect the increased decommissioning provisions.
- Obtained the review memorandum prepared by an independent external petroleum engineer and documented his conclusion on the reasonableness of the rehabilitation calculation.
- Assessed the independence and competence of the engineer.
- Assessed the reasonability and completeness of the Group's financial statements disclosures.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2024, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

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:

- a) the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 (other than the consolidated entity disclosure statement); and
- b) the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001, and

for such internal control as the directors determine is necessary to enable the preparation of:

- i) the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- ii) the consolidated entity disclosure statement that is true and correct and is free of 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 have 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.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 9 to 14 of the directors' report for the year ended 30 June 2024.

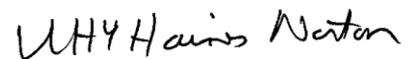
In our opinion, the Remuneration Report of Omega Oil and Gas Limited for the year ended 30 June 2024, complies with section 300A of the *Corporations Act 2001*.

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.



Mark Nicholaeff
Partner
Sydney
Date: 25 September 2024



UHY Haines Norton
Chartered Accountants

Omega Oil & Gas Limited
Shareholder information
30 June 2024

The shareholder information set out below was applicable as at 11 September 2024.

Corporate governance statement

The company's corporate governance statement is located at the company's website:

<https://omegaoilandgas.com.au/>

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

	Ordinary shares		Options and rights over ordinary shares	
	Number of holders	% of total shares issued	Number of holders	% of total shares issued
1 to 1,000	20	-	-	-
1,001 to 5,000	144	0.17	1	0.02
5,001 to 10,000	93	0.25	-	-
10,001 to 100,000	279	3.81	3	0.64
100,001 and over	147	95.77	16	99.34
	<u>683</u>	<u>100.00</u>	<u>20</u>	<u>100.00</u>
Holding less than a marketable parcel at \$0.28 per share	<u>25</u>	<u>-</u>	<u>-</u>	<u>-</u>

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	61,228,462	20.61
TRI-STAR GROUP INVESTMENTS PTY LTD	56,238,049	18.93
ILWELLA PTY LTD	20,711,532	6.97
BNP PARIBAS NOMS PTY LTD	13,354,674	4.50
BNP PARIBAS NOMINEES PTY LTD IB AU NOMS {RETAILCLIENT}	11,586,572	3.90
UBS NOMINEES PTY LTD	10,312,510	3.47
STRATA INVESTMENT HOLDINGS PLC	9,048,775	3.05
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	8,600,116	2.90
CITICORP NOMINEES PTY LIMITED	7,539,535	2.54
SHADBOLT FUTURE FUND (TOTTENHAM) PTY LTD	6,150,000	2.07
JAF CAPITAL PTY LTD	4,909,999	1.65
BLAMNCO TRADING PTY LTD	4,248,670	1.43
CHEMBANK PTY LIMITED {CABAC SUPER FUND A/C}	4,208,201	1.42
MR PHILIP ROY PALMISANO	3,000,000	1.01
MR EDWARD MALOUF	2,482,558	0.84
JAF CAPITAL PTY LTD	2,313,553	0.78
JOMALCO PTY LTD	2,150,000	0.72
AYERS CAPITAL PTY LTD	2,018,047	0.68
JAMPHO PTY LTD	2,000,000	0.67
DR KONG JUNG AU YONG	1,872,884	0.63
	<u>233,974,137</u>	<u>78.77</u>

Omega Oil & Gas Limited
Shareholder information
30 June 2024

Unquoted equity securities

	Number on issue	Number of holders
Options and rights over ordinary shares issued	28,744,934	28

The following person holds 20% or more of unquoted equity securities:

Unlisted options exercisable at \$0.30 expiring 21 October 2024: 13,619,950 options, held by:

- Ilwella Pty Ltd: 5,559,975 options (40.82%)
- Lizarb Pty Ltd {Campos Pty Ltd}: 5,559,975 options (40.82%)

Unlisted options exercisable at \$0.30 expiring 21 October 2025: 550,000 options, held by:

- Stephen Harrison: 250,000 options (45.45%)
- Michael Sandy: 150,000 options (27.27%)
- Offelbar Pty Ltd: 150,000 options (27.27%)

Unlisted options exercisable at \$0.30 expiring 21 October 2026: 550,000 options, held by:

- Stephen Harrison: 250,000 options (45.45%)
- Michael Sandy: 150,000 options (27.27%)
- Offelbar Pty Ltd: 150,000 options (27.27%)

Unlisted options exercisable at \$0.30 expiring 21 October 2027: 550,000 options, held by:

- Stephen Harrison: 250,000 options (45.45%)
- Michael Sandy: 150,000 options (27.27%)
- Offelbar Pty Ltd: 150,000 options (27.27%)

Unlisted options exercisable at \$0.30 expiring 9 November 2025: 10,000,000 options, held by:

- Jaf Capital Pty Ltd: 6,470,000 options (64.70%)

Unlisted performance rights: 3,474,984 performance rights (note 33), held by:

- Lauren Bennett

Substantial holders

Substantial holders in the company are set out below:

	Number held	Ordinary shares % of total shares issued
ILWELLA PTY LTD	82,336,592	27.72
TRI-STAR GROUP INVESTMENTS PTY LTD	56,238,049	18.93

Voting rights

The voting rights attached to ordinary shares are set out below:

Ordinary shares

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

There are no other classes of equity securities.

Omega Oil & Gas Limited
Shareholder information
30 June 2024

Restricted securities

Of the 187,425,292 shares on issue:

- 10,604,837 shares are escrowed until 21 October 2024.

Of the 15,269,950 options on issue:

- 15,269,950 options are escrowed until 21 October 2024.

Of the 3,474,984 performance rights on issue:

- 3,474,984 performance rights are escrowed until 21 October 2024.

On-market buy back

There is no current on-market buyback.

Use of funds

Since admission to the ASX on 21 October 2022, the company has used its cash in a way that is consistent with its business objective.

Annual General Meeting

The company advises that the Annual General Meeting (AGM) of the company is scheduled for 29 October 2024. Details of the meeting will be provided at a later date. Further to Listing Rule 3.13.1 and Listing Rule 14.3, nomination for election of directors at the AGM must be received not less than 35 business days before the meeting, being no later than 11 September 2024.