

# FULL YEAR STATUTORY ACCOUNTS 2020



**PANCONTINENTAL**



The Directors of Pancontinental Oil & Gas NL ("Pancontinental" or the "Company") submit their report for the year ended 30 June 2020.

## DIRECTORS

The names and details of the company's Directors in office during the financial year and until the date of this report are as follows. Directors were in office for this entire period unless otherwise stated.

### Names, qualifications, experience and special responsibilities



**Henry David Kennedy** MA (Geology), SEG (Non-Executive Chairman)

Mr Kennedy is a Geologist with a long history in Australian and New Zealand oil and gas companies. During his time as a technical director he was instrumental in the formation and development of a number of successful listed companies. These companies were involved in numerous discoveries in Western Australia and New Zealand. At Pancontinental, Mr Kennedy has used his wide knowledge base to assist with the strategic direction of the company. Mr Kennedy has been a director of Pancontinental since August 1999.

In March 2020, Mr Kennedy retired as a Non-Executive Director of Norwest Energy NL. (Director since April 1997).



**Ernest Anthony Myers** CPA (CEO & Executive Director)

Mr Myers, an Accountant by profession, has held senior management and executive roles within a number of ASX listed companies. During his career he has been instrumental in the capital raisings and financial management of these companies. He has played a key role in managing the Group's African portfolio. Mr Myers joined Pancontinental in March 2004, was appointed Executive Director in January 2009 and Chief Executive Officer in November 2018.

Mr Myers is currently also Non-Executive Chairman of Norwest Energy NL (since November 2018).



**Roy Barry Rushworth**, BSc (Non-Executive Director)

Mr Rushworth is a Geologist who brings extensive experience in petroleum exploration to the Company. Commencing with positions in exploration operations, his career then extended to the role of Chief Geologist and Exploration Manager for an Australian listed company. A number of oil and gas discoveries were made by the company during that time. More recently, Mr Rushworth has been responsible for identifying, negotiating and acquiring international new venture opportunities in Malta, Kenya, Morocco and Namibia.

Mr Rushworth has been a director of Pancontinental since August 2005.



**Marie Michele Malaxos** BE, Dip Bus, GAICD (Non-Executive Director)

Ms Malaxos has been a professional executive in the resources sector for over 25 years, with involvement in all aspects of the development and operation of oil and gas fields including commercial and budget control, technical management and approval, stakeholder liaison, environmental management, health and safety management and assessment of assets for sale and purchase.

Ms Malaxos was appointed to the Board of Pancontinental Oil & Gas NL as a Non-Executive Director in July 2017.



**Vesna Petrovic**, BComm, CPA (Executive Director & Company Secretary)

Mrs Petrovic is an Accountant who holds a Bachelor of Commerce, Major in Accounting and Business Law and has completed the Graduate Diploma in Applied Corporate Governance from the Governance Institute of Australia.

Roles in accounting and finance of numerous publicly listed entities, particularly those involved in Africa have provided Mrs Petrovic a base from which to contribute to the accounting and governance functions at Pancontinental.

Mrs Petrovic was appointed Company Secretary in April 2010, Executive Director in December 2016, Alternate for Mr Kennedy in July 2017 and reappointed Executive Director in September 2018.

## FORMER DIRECTOR

**John Douglas Begg** BSc

Mr Begg joined the Board as Executive Director and Chief Executive Officer in July 2017, Non-Executive Director in October 2018 and resigned in August 2019.



## DIRECTORS' INTERESTS

The relevant interest of each Director in the shares and options of the Company as at 30 June 2020 is as follows:

	Ordinary Shares	Options over Ordinary Shares
Henry David Kennedy	411,768,269	-
Ernest Anthony Myers	2,900,715	20,000,000
Vesna Petrovic	-	20,000,000
Roy Barry Rushworth	134,335,610	20,000,000
Marie Michele Malaxos	39,000,000	78,926,829*
John Douglas Begg (resigned 5 August 2019)	97,200,026	91,853,660**

\*Post financial year end 39,463,414 unlisted options held by Ms Malaxos expired.

\*\* Post financial year end 12,926,830 unlisted options held by Mr Begg expired.

## DIRECTORS' MEETINGS

The numbers of meetings of Directors (including meetings of committees of Directors) held during the year and the number of meetings attended by each Director were as follows:

	Directors' Meetings
<b>Number of meetings held:</b>	2
<b>Number of meetings attended:</b>	
Henry David Kennedy	2
Ernest Anthony Myers	2
Vesna Petrovic	2
Roy Barry Rushworth	2
Marie Michele Malaxos	2
John Douglas Begg (resigned 5 August 2019)	0

### Notes

The Directors discussed and agreed various matters throughout the financial year which were resolved by circular resolution. All of the Company's committees are carried out by the full Board other than the Audit Committee for which Mr Myers, Mrs Petrovic and Ms Malaxos are members. The Audit Committee met twice during the financial year with all members present.



## CORPORATE INFORMATION

### Corporate structure

Pancontinental Oil & Gas NL (ACN 003 029 543) is a no liability company incorporated and domiciled in Australia. The Company's registered office is at Level 1, 10 Ord Street, West Perth WA 6005.

### Nature of operations and principal activities

The principal activity during the year of entities within the consolidated entity was exploration for oil and gas.

Business drivers are the key inputs and activities that drive the operational and financial results of a business. For the Company in the exploration stage, business drivers include the management of working capital and sensible capital investment decisions as well as technical excellence in sourcing, assessing and providing guidance for projects which will create value for the entity and its shareholders.

There have been no significant changes in the nature of those activities during the year.

### Objectives

Objectives of the group include:

- Continue exploration on the company's current portfolio of permits;
- Extract value from the Company's asset base;
- Seek new ventures suitable for inclusion in the group's asset structure;
- Manage risks involved in the exploration industry; and
- Maintain liquidity.

The group's targets and strategies for meeting the above objectives include:

- Approve work programmes best suited for exploration success which are within the Company's financial capacity;
- Consider strategic alliances through joint ventures to minimise risks to the group;
- Focus on cost cutting in all non-essential areas; and
- Review appropriate fundraising proposals.

## Cents

### Earnings (loss) per share

Basic earnings (loss) per share (0.08)

Diluted earnings (loss) per share (0.08)

The main contributing factor to the Earnings per Share result this financial year was the write off of exploration carrying balances. Operating expenditure has been reduced by \$549,484 compared to last year (not including non-cash items). Management has worked diligently to cease all discretionary and non-essential expenditure as well as seeking reductions wherever possible.

### Employees

The consolidated entity had three (3) employees as at 30 June 2020, (2019: three (3)). The consolidated entity employs the services of specialised consultants where and when needed.

## OPERATING AND FINANCIAL REVIEW

### Projects

#### Namibia PEL 87 – Offshore [75% interest]

PEL 87 is the newer of the Company's two Namibian assets, it was awarded to the Company and its co-venturers in December 2017. The National Petroleum Corporation of Namibia as well as local company Custos Investments (Pty) Ltd are parties to the Joint Venture.

The PEL 87 Joint Venture licenced 2D seismic data and relevant drilling and processing reports to assist with initial studies, mapping and general assessment of the licence area. As a result of this assessment an interesting Turbidite Fan complex of Aptian Age has been uncovered. The fan complex is encased in sealing shales and holds a number of leads based on Pancontinental's interpretation.

The structure is 2,400km<sup>2</sup> and approximately 300m thick, located directly on Mature Oil Source. Technical modelling has indicated high quality seals and independent closures. The Joint Venture is working on gaining a deeper understanding of this structure and the hydrocarbons that may be present.

With a solid 75% interest in the licence, Pancontinental has room to move and as such has compiled a farmout



package for prospective farminees. The impact of the COVID-19 pandemic has been felt internationally and as such companies have had to limit the number of transactions that they can participate in and tighten their budgets. While this has had an effect on the farmout efforts, companies in the industry have nonetheless still indicated an interest in Namibia.

## **Namibia PEL 37 – Offshore [20% interest]**

The PEL 37 Joint Venture was formed by Pancontinental during 2011. Over the years, the Company has brought in joint venture partners and completed a number of exploration programmes ending with the drilling of the Cormorant-1 well in 2018. This was the final phase of the exploration licence commitments prior to expiry.

The Joint Venture has secured an additional year's extension from the Ministry of Mines and Energy which will enable the partners to assess the most appropriate steps going forward.

Post year end, the Company announced that Pancontinental Namibia has increased its joint venture percentage from 30% to 42.85% (66.67% Pancontinental, 33.33% Africa Energy Corp.)

The increased percentage is due to the assigned interest from exiting partners ONGC Videsh Limited. Pancontinental believes the increased interest has come at a good time with offshore exploration in Namibia heating up through a number of drilling programmes planned in the next 12-18 months.

## **Queensland Australia ATP 920 & 924 [20-25% earning interest]**

During 2019, Australian assets were added to the Company's exploration portfolio. This was achieved by the Company farming in to the Meeba Project, Onshore Queensland. Entry into the two Authorities to Prospect – 920 and the Ace Area of 924 provides Pancontinental with the possibility of near term drilling activity. The Authorities to Prospect were renewed recently and the joint venture now has until 2023 to explore these areas.

Key Petroleum, the operator of the ATP's continues to monitor the conditions within Queensland and is planning Heritage Surveys around the proposed Ace well location in the Cooper Eromanga Basin. These surveys will have to be coordinated outside of access restrictions associated with the COVID-19 pandemic.

## **Kenya L6 [0%]**

During the financial year Pancontinental settled a long standing dispute over cash calls in the Kenya L6 joint venture by the payment of US \$150,000. This payment was the final step in exiting the Kenyan licence.

## **Corporate**

### **COVID-19 Pandemic**

Pancontinental's timely response to the COVID-19 pandemic can be evidenced in the Statement of Comprehensive Income (and further detail in COVID-19 section below). During the financial year, the Company reduced all non-essential expenditure and continued with advised procedures to guard against the pandemic. The Company is run on a low overhead basis, even more so now with the COVID-19 pandemic.

The CEO and Non-Executive Directors reduced their salary and fees by 50%. The Executive Director and remaining staff member also reduced their salaries by 25%. Consultancy engagements remain suspended.

These measures will remain in place for the foreseeable future.

### **Former CEO and Executive Director**

Former CEO and Executive Director John Begg stepped down from the role on 15 November 2018 and resigned from the Company on 5 August 2019.

### **New Ventures**

The Company has focussed resources to evaluate a number of interesting opportunities which could complement Pancontinental's current portfolio of exploration assets. The Company is mindful that any new venture must be the right fit and add value for its shareholders. In addition, the impact of the project on climate change is also assessed. As such, Pancontinental is carefully assessing projects to select the most suitable for the Company.

### **Group Overview**

Pancontinental Oil and Gas NL was incorporated in 1985 and listed on the Australian Securities Exchange in 1986. The Pancontinental group is comprised of the parent company along with four subsidiary companies.

### **Dynamics of the Business**

The company continues to look for new opportunities, in Africa and elsewhere compatible with its strengths. Whilst the company is committed to further developing existing projects, emerging opportunities are reviewed



on a timely basis.

## Performance Indicators

The Board closely monitors and discusses the group's operating plans, financial budget and overall performance as well as the company's share price.

The underlying drivers which contribute to the company's performance and that can be managed internally include a disciplined approach to reducing the group's non-essential costs and allocating funds to those areas which will add shareholder value. The company's share price is used as a performance indicator however, the share price is not entirely indicative of a company's performance and can be influenced by factors outside the control of Management and the Board such as market conditions.

## Operating Results for the Year

Summarised operating results are as follows:

	<b>2020</b>	
	<b>Revenues</b>	<b>Results</b>
	<b>\$</b>	<b>\$</b>
Non-segment and unallocated revenues and results	56,903	(4,463,850)
Consolidated entity revenues and results from ordinary activities before income tax expense	56,903	(4,463,850)

The main contributing factor to the results this financial year was the write off of exploration expenditure. Operating expenditure is down \$549,484 on last year (not including non-cash items). Management has worked diligently to cease all discretionary and non-essential expenditure as well as seeking reductions wherever possible.

## Shareholder Returns

The group is in the exploration phase and so returns to Shareholders are primarily measured through capital growth.

	<b>2020</b>	<b>2019</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>
Profit /(Loss) attributable to owners of the company	<b>(4,463,850)</b>	(1,633,481)	(6,263,751)	(4,981,475)	(5,472,381)
Basic earnings per share (cents)	<b>(0.08)</b>	(0.03)	(0.12)	(0.26)	(0.40)
Share price	<b>\$0.001</b>	\$0.002	\$0.004	\$0.002	\$0.003





## Risk Management

Risk management is the process by which an organisation identifies, analyses, responds, gathers information about and monitors strategic risks that could actually or potentially impact the organisation's ability to achieve its mission and objectives. The Board and Management assess risk as part of the ordinary course of business activities such as strategic planning, promotion, budgets, mergers and acquisitions, strategic partnerships, legislative changes and conducting business abroad.

The Board is responsible for ensuring that risks and opportunities are identified on a timely basis and that the group's objectives and activities are aligned with the risks and opportunities identified by the Board.

The group believes that it is crucial for all Board members to be a part of this process and as such the Board has not established a separate risk management committee. The Board has a number of mechanisms in place to ensure that its objectives and activities are aligned with the risks identified. These include the following:

- Implementation of operating plans and cash flow budgets by Management and Board monitoring of progress against these budgets.
- Ongoing analysis of business risks specific to the upstream oil and gas industry. Examples of such risk include:
  - Oil and gas price volatility as well as currency fluctuations in the Australian and United States dollars. The state of the oil and gas industry is affected by the price. Although the Company is not in production and there is not a material business risk in that regard, the Company's operations are affected due to exploration budgets and overall activity in the exploration sector;
  - Currently most of Pancontinental's assets are managed by Joint Venture Operators who are responsible for the day to day operations of the permits. As such, regular review of the Joint Venture activities is crucial in safeguarding the assets of the Company;
  - Conducting business in foreign jurisdictions carries with it a risk of change in business, legal, tax, accounting, political, environmental and technical practices for example, which may have a material effect on the Company;
  - Climate change risk. Certain research has shown that the global climate is changing and may continue to change. Extreme weather events such as flooding and drought are thought to be increasing in severity and frequency. As such, this affects the planning and day to day running of businesses and industry. Pancontinental will consider climate change risk in its everyday business decisions and how it can adapt to changing conditions believed to be caused by climate change;
  - Extraordinary events such as the 2020 COVID-19 pandemic. The Company may be affected by future events similar to those experienced during the current financial year when the COVID-19 pandemic affected lives and businesses worldwide. The Company must be prepared to act quickly should a similar situation arise.
- The group has advised each Director, Manager and Consultant that they must comply with a set of ethical standards maintaining appropriate core company values and objectives. Such standards ensure shareholder value is delivered and maintained. Standards cover legal compliance, conflict resolution, privileged information and fair dealing.
- The Board provides Shareholders with information using a Continuous Disclosure Policy which includes identifying matters which have a material effect on the underlying security price. ASX announcements, the web page of the company and other media resources are used to convey such information. The Board encourages full participation by Shareholders at the AGM and Shareholders are requested to vote on Board and Executive remuneration aggregates as well as Employee Incentive Schemes.

The Company's Board prevents the occurrence of risks by undertaking regular reviews of the Group's business practices to identify potential risks. Techniques used for identifying risks include:

- Evaluating each function of the business and identifying anything that could have a negative impact on the Group's operations;
- Reviewing records to identify previous issues that could have a current impact;
- Considering any external risks that could affect the Group; and
- Consulting with employees and independent contractors to identify risks and in turn implementing risk prevention measures.

Once potential risks have been identified, managing risks involves developing cost effective options on how to best to deal with the risks. Risks can be:





- Avoided – by changing business processes or equipment to achieve a similar outcome with less risk;
- Reduced – if a risk can't be avoided the Group can reduce its likelihood and consequence. This could include staff training, documenting procedures and policies, complying with legislation, maintaining equipment, practicing emergency procedures, keeping records safely secured and contingency planning;
- Transferred – transfer some or all of the risk to another party through contracting, insurance, partnerships or joint ventures; and
- Accepted – this may be the only option.

The continued monitoring of risk within the group is directed at evaluating:

- The effectiveness and efficiency of operations;
- The reliability of financial and management internal processes and reporting; and
- Compliance with laws and regulations

to enable the group to safeguard its assets.

## Climate Change

Pancontinental acknowledges the developing interest of our stakeholders in climate change and the potential risks that may arise.

Climate change risk, as defined by the Task Force on Climate-related Financial Disclosures ("TCFD") falls into two main categories; risks related to the transition to a lower-carbon economy and risks related to the physical impacts of climate change:

**1. Transition risks** – transitioning to a lower-carbon economy may entail extensive policy, legal, technology and market changes to address mitigation and adaption requirements related to climate change.

**2. Physical risks** – physical risks resulting from climate change can be acute or chronic. Acute physical risks refer to those that are event-driven, including increased severity of extreme weather events, such as cyclones or floods. Chronic physical risks refer to longer-term shifts in climate patterns.

The G20 Financial Stability Board established the TCFD which is an industry-led task force that has published recommendations for financial report preparers to assist in providing investors the most relevant climate change disclosures. The company has utilised the publication as a guide in providing our stakeholders with the appropriate information in this regard.

Key climate change risks that the company believes are relevant to its business operations are:

### 1. Transition risks:

- Transition changes may affect regulatory bodies in the countries Pancontinental holds exploration properties, which may delay approval of documents, in turn delaying planned work programmes;
- Transitioning to a low carbon economy may bring with it costs for new technology, training, property, plant and equipment and general operating costs; and
- During the transition phase companies in the industry may also utilise their capital reserves to invest in low carbon alternatives, leaving less of a budget for farmans and other asset deals within the industry.

### 2. Physical risks:

- Extreme weather events may affect exploration activities on the ground with delays having the potential to have a financial impact on the company and its operations;
- Damage to property caused by floods or the like may lead to the early write off of certain assets; and
- Physical climate change events may have an impact on staffing levels both at corporate and operational levels.

Measures for tackling both the long and short term risks of climate change are still evolving, not only in Australia but internationally. Going forward it will be important for climate change risk to be considered in all business decisions particularly during the due diligence stages of new ventures. Pancontinental will continue to use the recommendations of the TCFD as a reference for climate change related matters.



## COVID-19

There were no direct material impacts of COVID-19 on the Financial Statements for the year ended 30 June 2020 and the Directors consider that the going concern basis for the consolidated entity is still appropriate. However, the impact of the pandemic was felt with cost cutting measures implemented immediately as well as recommended social distancing and hygiene practices. The Company continues to monitor the situation both locally and internationally due to the uncertainty that the global pandemic has brought to businesses and industry worldwide.

As the global COVID-19 pandemic outbreak evolved, Pancontinental's management aligned its work practices with the recommendations of the World Health Organisation as well as State and Federal Department of Health's requirements. The Company continues to monitor global activity and take the advice of relevant government and global agencies.

Pancontinental acknowledged the extraordinary circumstances presented by COVID-19, and in line with market and economic conditions responded with cost saving measures to ensure that the Company emerges from these uncertain times in the best possible position.

Pancontinental has set as its priorities the health and safety of its Staff and Directors as well as the conservation of its asset base and the continuation of its projects on a reduced basis.

The Company believes that the economic and social impact of COVID-19 will be felt for several years, and low oil prices may also continue for some time.

## Key Responses

- **50% reduction** – CEO and Non-Executive Director fees
- **25% reduction** - Executive Director and Staff salaries
- Suspension of consultancy engagements
- Detailed budgetary review and where possible reduction of corporate and exploration expenditure

## Personnel

Pancontinental has followed regulatory requirements concerning physical interactions in its workplace and the Company has eliminated all non-essential travel for its personnel. Personnel are encouraged to take advantage of digital communications and flexible work locations whenever possible.

The Company's CEO Ernie Myers and the Non-Executive Directors have volunteered a 50% reduction in their salary and fees, while the Executive Director and the additional staff member have taken a voluntary 25% reduction in their salaries. The Company's Directors and Staff are continuing appropriately with their duties to maintain operation of the Company.

The ASX has advised that reporting requirements and timelines for listed entities should continue to be adhered to, as such the Company is ensuring that all of its regulatory obligations are met.

## Exploration Activities

The Company is continuing to carry out the reporting and work requirements in its exploration projects. Other non-essential activities and expenditure have been reduced. The Company continues to gather information on possible high-value new-entry projects that it could commence in due course.

## Corporate

To prepare and manage the business throughout this period and take the necessary steps to minimise the risk of exposure, the Company has undertaken a detailed corporate budgetary review and has ceased all discretionary and non-essential expenditure. The Company has also approached various service providers to negotiate terms which are appropriate in this economic climate. These measures have proven successful and this is evident in the Statement of Comprehensive Income where the cost savings are as follows:

	2020	2019
Operating loss	(4,515,916)	(6,935,453)
Add back non-cash	3,577,952	5,448,005
	(937,964)	(1,487,448)
<b>Cost Saving</b>	<b>549,484</b>	



## Investments for Future Performance

The Board is continually assessing the Company's assets and considering how it could position itself to execute its growth strategy which is aimed at enhancing shareholder value while utilising the expertise and experience of its Board and personnel.

During the financial year, the Company divested its interest in Kenya L6 to concentrate on its high impact assets in Namibia; PEL 37 and PEL 87, as well as the recently acquired permits in the Cooper Basin, Queensland, Australia.

Board and management believe that these steps are the correct path for execution of its growth strategy for the Company. The Namibian assets are longer term, higher return assets while the Australian assets provide diversification for the portfolio and bring near term activity.

## Review of Financial Condition

### Capital Structure

The Company's current capital structure is as follows:

Share Capital	Number of shares	\$
Balance at end of financial year	5,406,715,498	110,534,109
Option Reserve	Number of options	\$
Balance at end of financial year	322,207,319	676,227

### Treasury policy

The Board has not considered it necessary to establish a separate treasury function because of the size and scope of the group's activities.

### Liquidity and Funding

During the financial year, the Company utilised existing cash reserves without fundraising or changes to its current capital structure.

## SHARE OPTIONS

### Unissued shares

As at 30 June 2020 there were 322,207,319 ordinary shares under options. Refer to the notes for further details on the options outstanding.

All options were granted in previous financial years. No options have been granted since the end of the previous financial year. 100,000,000 unlisted options, exercisable at \$0.005 have expired during the year and 52,390,244 unlisted options, exercisable at \$0.004 after year end.

### Shares issued as a result of the exercise of Options

There were no shares issued as a result of the exercise of options during the financial year.

## SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

No significant changes in the state of affairs of the company occurred during the financial year.

### SIGNIFICANT EVENTS AFTER THE BALANCE DATE

After financial year end 52,390,244 unlisted options, exercisable at \$0.004 each expired.

There were no other significant events after balance date.

## LIKELY DEVELOPMENTS AND EXPECTED RESULTS

The economic entity expects to maintain the present status and level of operations and hence currently there are no likely developments in the entity's operations.

## ENVIRONMENTAL REGULATION AND PERFORMANCE

Pancontinental is committed to complying with any requirement for environmental management in any jurisdiction and country that it operates.



Currently most of Pancontinental's assets are managed by Joint Venture Operators who are responsible for the day to day operations of the permits. As such, regular review of the Joint Venture activities is crucial in safeguarding the assets of the Company. Technical and financial executives review the work programmes and budgets in place to ensure compliance with approved documents. Updates on operational activities are provided by the Joint Venture partners on a regular basis and will include any environmental operational issues if applicable.

## **INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS**

Since the end of the previous financial year the company has paid insurance premiums in respect of Directors' and officers' liability and legal expenses insurance contracts. The Directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the Directors and Officers and legal expenses insurance contracts as such disclosure is prohibited under the terms of the contract. The premiums were paid in respect of the following officers of the company and its controlled entities:

HD Kennedy, EA Myers, V Petrovic, RB Rushworth, MM Malaxos and JD Begg (resigned 5 August 2019).

## **REMUNERATION REPORT (Audited)**

This report outlines the remuneration arrangements in place for Directors and Executives of Pancontinental Oil & Gas NL ("the company").

### **Remuneration philosophy**

A description of the remuneration structures in place are as follows:

The Non-Executive Directors receive a fixed fee for their services. If additional duties are performed by the Non-Executive Directors they are remunerated at market rates. The Chief Executive Officer receives a fixed fee for his respective executive services. Executive Directors are paid a salary. Directors do not receive any termination or retirement benefits.

### **Remuneration committee**

The full Board carries out the role of the Remuneration Committee.

### **Remuneration structure**

In accordance with best practice corporate governance, the structure of Non-Executive and Executive remuneration is separate and distinct.

### **Non-Executive Director remuneration**

#### Objective

The Board seeks to set aggregate remuneration at a level which provides the company with the ability to attract and retain Directors of the highest calibre, whilst incurring a cost which is acceptable to Shareholders.

#### Structure

The Constitution and the ASX Listing Rules specify that the aggregate fees of Non-Executive Directors shall be determined from time to time by a general meeting. An amount not exceeding the amount determined is then divided between the Directors as agreed. The latest determination was at the Annual General Meeting held on 29 November 2007 when Shareholders approved an aggregate remuneration of \$400,000 per year. The amount of aggregate remuneration sought to be approved by Shareholders and the manner in which it is apportioned amongst Directors is reviewed annually. The Board considers advice from external sources as well as the fees paid to Non-Executive Directors of comparable companies when undertaking reviews. The Non-Executive Directors of the Company can participate in Employee Option Incentive Schemes with Shareholder approval. The remuneration of Executive and Non-Executive Directors for the period ending 30 June 2020 is detailed in Table 1 of this report.

### **Senior Management and Executive Director remuneration**

#### Objective

The Board seeks to set aggregate remuneration at a level which provides the company with the ability to attract and retain Executives of the highest calibre, whilst incurring a cost which is acceptable to Shareholders.

#### Structure

In determining the level and make up of Executive remuneration, the Board may take independent advice from external sources when necessary.



The Chief Executive Officer, Mr Myers receives a salary of \$200,000 per annum (reduced during the year to \$100,000) for his respective executive services. The Company and Mr Myers do not currently have a contract between them for the CEO and Executive Director position. Mr Myers was reappointed Executive Director and appointed Chief Executive Officer on 15 November 2018.

The Board regularly reviews compensation levels to take into account market-related factors such as cost of living changes, any change to the scope of the role performed and any other relevant factors of influence.

## Fixed remuneration

### Objective

The level of fixed Directors' fees is set so as to provide a base level which is both appropriate to the position and is competitive in the market.

### Structure

Fixed primary remuneration is paid on a cash basis and there are no fringe benefits or other costs incurred by the company.

**Table 1: Director remuneration for the year ended 30 June 2020**

	Primary benefits Salary & Fees	Consulting	Equity Options (Issued)	Other	Total	Value of options as proportion of Revenue
<b>Henry David Kennedy</b> (Non-Executive Chairman)						
2020	43,750	-	-	-	43,750	0.0%
2019	50,000	-	-	-	50,000	0.0%
<b>Ernest Anthony Myers <sup>1</sup></b> (CEO & Executive Director) (reappointed Executive Director and appointed CEO 15 November 2018)						
2020	175,006	-	-	-	175,006	0.0%
2019	160,003	14,523	-	-	174,526	0.0%
<b>Vesna Petrovic <sup>2</sup></b> (Executive Director & Company Secretary) (reappointed 5 September 2018)						
2020	140,625	-	-	-	140,625	0.0%
2019	125,000	-	-	-	125,000	0.0%
<b>Roy Barry Rushworth</b> (Non-Executive Director)						
2020	35,000	46,978 <sup>3</sup>	-	-	81,978	0.0%
2019	40,000	258,340 <sup>3</sup>	-	-	298,340	0.0%
<b>Marie Michele Malaxos</b> (Non-Executive Director)						
2020	34,997	12,000	-	-	46,997	0.0%
2019	39,996	43,000	-	-	82,996	0.0%
<b>John Douglas Begg <sup>4</sup></b> (resigned 5 August 2019)						
2020	3,548	-	-	-	3,548	0.0%
2019	159,516	-	-	-	159,516	0.0%
<b>Total Current Year Remuneration</b>	<b>432,926</b>	<b>58,978</b>	<b>-</b>	<b>-</b>	<b>491,904</b>	

During the current financial year the Company's CEO Ernie Myers and the Non-Executive Directors have volunteered a 50% reduction in their salary and fees, while the Executive Director has taken a voluntary 25% reduction in their salaries.

1. Mr Myers was appointed as CEO and reappointed as Executive Director 15 November 2018.
2. Mrs Petrovic was reappointed to the Board 5 September 2018.
3. Mr Rushworth's consulting fees relate primarily to farmout endeavours on the Company's African projects.
4. Mr Begg stepped down as CEO on 30 September 2018 and resigned as a director 5 August 2019.



## Options granted as part of Director remuneration for the year ended 30 June 2020 (as approved by Shareholders)

There were no options granted as part of Director remuneration for the years ended 30 June 2020 or 30 June 2019.

Over the past five years options granted as part of Director and Management remuneration have been valued using an appropriate option pricing model, in which the option exercise price, the current level and volatility of the underlying share price, the risk-free interest rate, expected dividends on the underlying shares, the current market price of the underlying shares and the expected life of the options are taken into account. See following table for further details.

### Fair values of options:

The fair value of each option is estimated on the date of grant using an appropriate option pricing model.

	2020	2019	2018	2017	2016
Expected volatility	-	-	125%	120%	-
Risk-free interest rate	-	-	2.03%	1.79%	-
Expected life of option	-	-	4 years	3 years	-

## Movement in Option holdings of specified Directors

### 2020

	Balance at beginning of period	Granted as Remuneration	Options (Exercised)/ (Expired)	Net Change Other	Balance at end of period
	1 July 2019				30 June 2020
<b>Specified Directors</b>					
Henry David Kennedy	-	-	-	-	-
Ernest Anthony Myers	20,000,000	-	-	-	20,000,000
Vesna Petrovic	20,000,000	-	-	-	20,000,000
Roy Barry Rushworth	20,000,000	-	-	-	20,000,000
Marie Michele Malaxos	78,926,829	-	-	-	78,926,829
John Douglas Begg (resigned 5 August 2019)	91,853,660	-	-	-	91,853,660
<b>Total</b>	230,780,489	-	-	-	230,780,489

### 2019

	Balance at beginning of period	Granted as Remuneration	Options (Exercised)/ (Expired)	Net Change Other	Balance at end of period
	1 July 2018				30 June 2019
<b>Specified Directors</b>					
Henry David Kennedy	-	-	-	-	-
Ernest Anthony Myers	20,000,000	-	-	-	20,000,000
Vesna Petrovic	20,000,000	-	-	-	20,000,000
Roy Barry Rushworth	20,000,000	-	-	-	20,000,000
Marie Michele Malaxos	78,926,829	-	-	-	78,926,829
John Douglas Begg (resigned 5 August 2019)	157,853,660	-	(66,000,000) <sup>1</sup>	-	91,853,660
<b>Total</b>	296,780,489	-	(66,000,000)	-	230,780,489

1. Mr Begg exercised 66,000,000 Class A options over ordinary shares during the year. The exercise price was \$0.004.



## Total number of options:

	Number of options	Grant Date	Vesting Date	Expiry Date	Exercise Price	Weighted Average Fair Value
Class A	52,390,244	Jul-Aug 17	Jul-Aug 17	24 Jul 20	\$0.004	\$0.002
Class C	78,926,830*	Jul-Aug 17	18 Jul 17	24 Jul 22	\$0.006	\$0.002
Class D	118,390,245*	Jul-Aug 17	-	24 Jul 22	\$0.006	\$0.002
Director	60,000,000	12 Dec 17	12 Dec 17	11 Dec 21	\$0.006	\$0.002
Employee	12,500,000	12 Dec 17	12 Dec 17	11 Dec 21	\$0.006	\$0.002

\* Class C options vested when the Company completed the capital raising contemplated by the terms of the agreement under which the Company agreed to acquire the shares in former subsidiary Bombora Natural Energy Pty Ltd.

\*\* Class D options vest when the Company is notified of the discovery of gas or oil testing to surface at potential commercial rates at any of the projects in which Bombora Natural Energy Pty Ltd (or any of its subsidiaries) brought to Pancontinental.

During the current financial year 100,000,000 unlisted options, exercisable at \$0.005 expired.

## Company Performance

Company performance can be reflected in the movement of the company's share price over time. As the company is in an exploration phase, returns to Shareholders will primarily come through share price appreciation. The Board's strategy in achieving this aim is to acquire early stage projects which can attract quality joint venture partners.

The company has developed skills in the acquisition of quality projects and has also built strategic alliances with other companies to further develop its project portfolio.

## Consequences of Performance on Shareholder Wealth

In considering the Group's performance and benefits for shareholder wealth, the remuneration committee have regard to the following indices in respect of the current financial year and the previous four financial years.

Return on Equity	2020	2019	2018	2017	2016
Share price at 30 June	<b>\$0.001</b>	\$0.002	\$0.004	\$0.002	\$0.003
Average equity	<b>5,140,416</b>	7,500,025	6,998,599	8,756,452	11,954,797
Net Profit /(Loss)	<b>(4,463,850)</b>	(1,633,481)	(6,263,751)	(4,981,475)	(5,472,381)
Return on Equity in %	<b>(86.84)%</b>	(21.78)%	(89.50)%	(56.89)%	(45.78)%

## END OF REMUNERATION REPORT

## ROUNDING

The amounts contained in this report and in the financial report have been rounded to the nearest \$1 (where rounding is applicable) under the option available to the company under ASIC Class Order 2016/191. The company is an entity to which the Class Order applies.

## AUDITOR'S INDEPENDENCE DECLARATION

The auditor independence declaration is set out on the following page and reviews part of the Directors' Report for the year ended 30 June 2020.

## NON-AUDIT SERVICES

Rothsay did not receive any payment for non-audit services during the year.

Signed in accordance with a resolution of the Directors.

EA Myers  
Director

Perth 30 September 2020





Level 1, Lincoln House, 4 Ventnor Avenue, West Perth WA 6005  
P.O. Box 8716, Perth Business Centre WA 6849  
Phone (08) 9486 7094 [www.rothsayresources.com.au](http://www.rothsayresources.com.au)

The Directors  
Pancontinental Oil and Gas NL  
Level 1  
10 Ord Street  
West Perth WA 6005

Dear Directors

In accordance with Section 307C of the *Corporations Act 2001* (the "Act") I hereby declare that to the best of my knowledge and belief there have been:

- (i) no contraventions of the auditor independence requirements of the Act in relation to the audit of the 30 June 2020 financial statements; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the review.

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

Daniel Dalla CA (Lead auditor)  
Partner  
Rothsay Auditing

Dated 30 September 2020



# Corporate Governance Statement



The Company's 2020 Corporate Governance Statement is presented below and can also be accessed at <http://pancon.com.au/about-us/corporate-governance/>. The Statement has been approved by the Board of Pancontinental Oil & Gas NL and is current as at 30 June 2020.

Pancontinental's Corporate Governance Statement outlines the Company's governance practices throughout the financial year and the extent of the Company's compliance, as at 30 June 2020 with the ASX Corporate Governance Council's third edition of Corporate Governance Principles and Recommendations. ASX has published a fourth edition of the Corporate Governance Principles and Recommendations which take effect for financial years commencing on or after 1 January 2020. Pancontinental is working through the new amendments and assessing how best to integrate the recommendations in the Company's current corporate governance framework.

The Company will regularly review its current practices to ensure they evolve with good practice methods recommended by regulatory bodies while taking into account factors such as the size, nature and activities of the Company.

Corporate Governance Council Recommendation followed by Pancontinental Oil & Gas NL Corporate Governance Comments	
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT	
<b>1.1</b>	<p>A listed entity should disclose:</p> <ul style="list-style-type: none"> <li>(a) the respective roles and responsibilities of its board and management; and</li> <li>(b) those matters expressly reserved to the board and those delegated to management.</li> </ul> <p>Adopted - Pancontinental has adopted a Board Charter which can be found on the Company's website at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a>. The Charter outlines the roles and responsibilities of Board and Management including the responsibilities for not only the Board as a whole but also the Chairman, Chief Executive Officer and Non-Executive / Independent Directors.</p> <p>The Charter contains a list of responsibilities for the Board which cannot be directly delegated to Senior Management, however day-to-day activities required to fulfil those responsibilities may be assigned to Senior Management.</p>
<b>1.2</b>	<p>A listed entity should:</p> <ul style="list-style-type: none"> <li>(a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and</li> <li>(b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.</li> </ul> <p>Adopted – The Company's Nomination Committee Charter which has been disclosed on the Pancontinental website <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a> outlines the role of the Nomination Committee including the oversight of the Company's selection and appointment practices for Directors.</p> <p>As part of its Corporate Governance Manual the Company has also adopted a Policy and Procedure for Selection and (Re)Appointment of Directors which can be found at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a>. The Policy and Procedure outlines the process for the evaluation and appointment of new Board members, as well as listing information that is required to be provided to Shareholders so that they may make an informed decision regarding the election of a proposed candidate.</p> <p>The Nomination Committee Charter empowers the Directors to engage external consultants such as Employment Screening Australia who are a CrimTrac accredited information agent that adheres to the Australian Standard AS 4811-2006 Employment Screening.</p>
<b>1.3</b>	<p>A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.</p> <p>Adopted – Each Director is in possession of a written agreement setting out the terms of their appointment including their right to independent professional advice if required to fulfil their capacity as Director other than Mr Myers and Mrs Petrovic who were reappointed as Executive Directors during the last financial year. In addition to their executive roles, Mr Myers is also CEO and Mrs Petrovic, Company Secretary.</p> <p>Material terms of any employment, service or consultancy agreement are disclosed.</p>



1.4	<p>The Company Secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.</p> <p>Adopted – The Company Secretary is accountable to the Board through the Chairman on matters relating to the proper functioning of the Board.</p> <p>The Company Secretary completes and circulates board papers, records minutes of the business discussed at Board Meetings and communicates with the Board on: governance matters, application of the Company’s Constitution, the ASX Listing Rules and other relevant laws. They are a point of reference between the Board and Management.</p>												
1.5	<p>A listed entity should:</p> <p>(a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity’s progress in achieving them;</p> <p>(b) disclose that policy or a summary of it; and</p> <p>(c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity’s diversity policy and its progress towards achieving them and either:</p> <p>1. the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined “senior executive” for these purposes); or</p> <p>2. if the entity is a “relevant employer” under the Workplace Gender Equality Act, the entity’s most recent “Gender Equality Indicators”, as defined in and published under that Act.</p> <p>Adopted – Pancontinental has formally adopted a Diversity Policy which can be found at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a></p> <p><b>Diversity – Board Composition</b></p> <p>The mix of skills and diversity for which the Company is looking to achieve in membership of the Board is one that is as diverse as practical given the size and scope of the Company’s operations. In considering new member appointments, the Board evaluates the candidate’s ability to actively participate in Board matters by exercising sensible business judgement and committing the time required to fulfil the role effectively so that the Company can move towards achieving its strategic goals.</p> <p><b>Diversity – Measurable Objectives</b></p> <p>The main objectives with regard to diversity include:</p> <ul style="list-style-type: none"><li>• The Company’s composition of Board, Executive, Management and Employees to be as diverse as practicable;</li><li>• To provide equal opportunities for all positions within the Group and continue the Group’s commitment to employment based on merit;</li><li>• Periodic review of the Group’s workforce structure and assessment of where and how improvements can be implemented incorporating greater diversity.</li></ul> <p>The above objectives set by the Company with regard to diversity have been met, as described below:</p> <ul style="list-style-type: none"><li>• Blend of skills – wide range of backgrounds; geology, petroleum exploration, engineering, finance and corporate experience;</li><li>• Cultural backgrounds – Australian and European;</li><li>• Gender – both male and female; and</li><li>• Age – the age range spans over 40 years.</li></ul> <p><b>Diversity – Annual Reporting</b></p> <table><tr><th></th><th>2020</th><th>2019</th></tr><tr><td>Board &amp; Company Secretary</td><td>40%</td><td>33%</td></tr><tr><td>Employees</td><td>100%</td><td>100%</td></tr><tr><td><b>Total Workforce</b></td><td><b>50%</b></td><td><b>43%</b></td></tr></table>		2020	2019	Board & Company Secretary	40%	33%	Employees	100%	100%	<b>Total Workforce</b>	<b>50%</b>	<b>43%</b>
	2020	2019											
Board & Company Secretary	40%	33%											
Employees	100%	100%											
<b>Total Workforce</b>	<b>50%</b>	<b>43%</b>											



	The Australian Government's Workplace Gender Equality Agency periodically releases statistics with regard to the gender composition of the Australian workforce by industry. With reference to its latest data, Pancontinental far exceeds the industry average of 14.5% of women.
<b>1.6</b>	<p>A listed entity should:</p> <ul style="list-style-type: none"> <li>a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</li> <li>b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.</li> </ul>
	<p>Adopted – The Company's website includes a policy with regard to the Process for Performance Evaluation which can be found at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a></p> <p>During the reporting period a formal evaluation of the Board and its members was not carried out however the composition of the Board, its suitability to carry out the Company's objectives and remuneration levels are reviewed on an as required basis.</p>
<b>1.7</b>	<p>A listed entity should:</p> <ul style="list-style-type: none"> <li>a) have and disclose a process for periodically evaluating the performance of its senior executives; and</li> <li>b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.</li> </ul>
	<p>Adopted – The Company's website includes a policy with regard to the process for performance evaluation which can be found at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a></p> <p>With regard to the current financial reporting period, a formal evaluation of the performance of Senior Executives was not carried out as the suitability and size of the Company's workforce is reviewed by the Board on an as required basis.</p>



## PRINCIPLE 2 - STRUCTURE THE BOARD TO ADD VALUE

- 2.1** The board of a listed entity should:
- (a) have a nomination committee which:
    - (1) has at least three members, a majority of whom are independent directors; and
    - (2) is chaired by an independent director, and disclose:
      - (3) the charter of the committee;
      - (4) the members of the committee; and
      - (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
  - (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.

Not Adopted – The full Board fulfils the role of the Nomination Committee.

The Board considers those matters that would ordinarily be the responsibility of a Nomination Committee and no separate meetings were held as the Nomination Committee during the year. The Board has adopted a Nomination Committee Charter which is disclosed on the Company's website at <http://pancon.com.au/about-us/corporate-governance/>. The Charter as well as the Company's Policy and Procedure for Selection and (Re) Appointment of Directors <http://pancon.com.au/about-us/corporate-governance/> and Succession Plan Policy are applied when convening to discuss Nomination Committee matters.

In assessing the Company's diversity objectives, the composition of the Board is considered with regard to blend of skills, experience, independence and diversity. The Directors consider that the current Board has the appropriate balance to successfully carry out the duties required of them as Officers of the Company.

- 2.2** A listed entity should have and disclose a Board Skills Matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.

Adopted – The Board is seeking Directors who collectively have the skills, knowledge and experience to govern and direct the Company effectively. The below table shows the key skills and experience the Board as a whole possess.

Board Expertise		Board Experience	
Commercial	•	Capital Raisings	•
Compliance	•	Company Promotion	•
Corporate	•	Financial Management	•
Ethics	•	Former Board Experience	•
Exploration	•	International Business	•
Finance	•	Listed Company Management	•
Geology	•	Mergers & Acquisitions	•
Governance	•	Mineral Exploration	•
Risk	•	Mineral Production	•
Strategy	•	Oil & Gas Exploration	•

Details of each of the Director's qualifications are set out in the Directors' Report. All of the Directors have substantial industry experience and consider themselves to be financially literate. Mr Myers and Mrs Petrovic are qualified accountants and therefore meets the tests of financial expertise.



	Pancontinental acknowledges that the skills, knowledge and experience required on the Board will change as the Organisation evolves however under the current circumstances, the mix of expertise and experience identified above is beneficial in meeting the current challenges faced by the Group.																												
2.3	<p>A listed entity should disclose:</p> <p>(a) the names of the directors considered by the board to be independent directors;</p> <p>(b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and</p> <p>(c) the length of service of each director.</p> <p>Adopted – see table below.</p> <table><tr><th>Director</th><th>Position</th><th>Tenure</th><th>Independent</th></tr><tr><td>HD Kennedy</td><td>Non-Executive Chairman</td><td>21 years</td><td>No - Substantial Shareholder</td></tr><tr><td>EA Myers</td><td>CEO and Executive Director</td><td>11 years</td><td>No – Executive Director</td></tr><tr><td>V Petrovic</td><td>Executive Director and Company Secretary</td><td>2 year</td><td>No - Executive Director</td></tr><tr><td>RB Rushworth</td><td>Non-Executive Director</td><td>15 years</td><td>No – Provides Executive Services</td></tr><tr><td>MM Malaxos</td><td>Non-Executive Director</td><td>3 years</td><td>No – Provides Executive Services</td></tr><tr><td>JD Begg (resigned 5 August 2019)</td><td>CEO and Executive Director (to Nov 18) Non-Executive Director to 5 Aug 19 when he resigned.</td><td>3 years</td><td>No – Provided Executive Services</td></tr></table> <p>In considering the independence of Directors, the Board refers to the criteria for independence as set out in Box 2.3 of the ASX Corporate Governance Council’s third edition of Corporate Governance Principles and Recommendations. To the extent that it is necessary for the Board to consider issues of materiality, the Board refers to the thresholds for qualitative and quantitative materiality as adopted by the Board and contained in the Board Charter, which is disclosed on the Company’s website.</p> <p>Box 2.3’s independence criteria has been applied in the above table and although no Directors are considered to be independent, the Board believes its current composition is in line with the long term interests of Shareholders. The Board also acknowledges the need for independent judgement on all Board decisions, irrespective of each individual Director’s independence and as such has implemented a Policy on Independent Professional Advice.</p>	Director	Position	Tenure	Independent	HD Kennedy	Non-Executive Chairman	21 years	No - Substantial Shareholder	EA Myers	CEO and Executive Director	11 years	No – Executive Director	V Petrovic	Executive Director and Company Secretary	2 year	No - Executive Director	RB Rushworth	Non-Executive Director	15 years	No – Provides Executive Services	MM Malaxos	Non-Executive Director	3 years	No – Provides Executive Services	JD Begg (resigned 5 August 2019)	CEO and Executive Director (to Nov 18) Non-Executive Director to 5 Aug 19 when he resigned.	3 years	No – Provided Executive Services
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JD Begg (resigned 5 August 2019)	CEO and Executive Director (to Nov 18) Non-Executive Director to 5 Aug 19 when he resigned.	3 years	No – Provided Executive Services																										
2.4	<p>A majority of the board of a listed entity should be independent directors.</p> <p>Not Adopted – No Director is considered to be independent.</p> <p>The Board acknowledges Recommendation 2.4 in that the majority of the Board of a listed entity should be independent Directors, however the Board is of the belief that each area of expertise required for a Company of Pancontinental’s size is well represented and that there are long term benefits to be gained from the current combination of Directors’ skills, experience and expertise.</p> <p>Although the Board of Directors are able to exercise objective business judgement, a Policy on Independent Professional Advice has been implemented to assist if required. If a Director considers it necessary to obtain professional advice to properly discharge the responsibility for their office as a Director, then the Company will pay reasonable expenses associated with obtaining such advice.</p>																												
2.5	<p>The Chair of the Board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.</p> <p>Not Adopted – As recommended, the Chairman and the CEO are not the same person, however the Chairman of the Board is Mr Kennedy, who is not independent by virtue of this substantial shareholding in the Company.</p>																												



	Leadership of the Board rests with the Chairman who oversees its operation ensuring that it is run effectively. The Board believes Mr Kennedy's interests are aligned with the long term interests of Shareholders and given his extensive experience and qualifications, believes Mr Kennedy is the most appropriate Director to carry out the role of the Chairman.
<b>2.6</b>	A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.
	<p>Adopted – The Company has devised an Induction Programme for new Directors, Executives and Employees.</p> <p>The goal of the Induction Programme is to assist new Directors in participating fully and actively in Board decision making at the earliest opportunity by providing them with the necessary Company knowledge as well as information pertaining to the industry within which it operates. A Directors' Pack is made available which includes key information on Board Members, Board Charters, Duties Imposed on Directors of Public Companies, Directors' Disclosure Obligations, Declaration of Interest Forms and Overall Responsibility amongst other Policies and Procedures implemented by the Company.</p> <p>New Directors are given the opportunity to review the Company's operations and meet with key Executives in the Exploration, Geology, Finance and Corporate areas.</p> <p>Professional development opportunities arise when there are new corporate, legal, tax, accounting or geological developments within Australia or in overseas countries where the Company operates. The Board is briefed by Management on any new standards or matters of interest that are relevant in the Company continuing its business effectively. In addition, a number of professional bodies with which the Company is associated run regular seminars or conferences at which attendance is encouraged.</p>
<b>PRINCIPLE 3 – ACT ETHICALLY AND RESPONSIBLY</b>	
<b>3.1</b>	<p>A listed entity should:</p> <p>(a) have a code of conduct for its directors, senior executives and employees; and</p> <p>(b) disclose that code or a summary of it.</p>





Adopted – A summary of the Company's Code of Conduct can be found at <http://pancon.com.au/about-us/corporate-governance/>

The Company's Code of Conduct sets out the principles and standards which the Board, Management and employees of the Company are encouraged to strive towards when dealing with each other, Shareholders, Stakeholders and the broader community.

The Code of Conduct covers the Company's core values and beliefs including the following:

- Integrity and Honesty
- Responsibility to Shareholders
- Respect for the Law
- Conflicts of Interest
- Protection of Assets
- Confidential Information
- Employment Practices
- Responsibility to the Community
- Responsibility to the Individual
- Obligations Relative to Fair Trading and Dealing
- Financial and other Inducements
- Compliance with the Code of Conduct

In addition, a Whistleblower Policy forms part of the Company's Corporate Governance Manual. The Policy covers the following:

- Reporting and Investigating Officers
- Reporting Responsibility
- No Retaliation
- Reporting Violations
- Accounting and Auditing Matters
- Acting in Good Faith
- Confidentiality
- Handling of Reported Violations

The Policy was adopted so that any concerns regarding contraventions of the Code of Conduct could be addressed in a safe and formal manner without fear of reprisal.



PRINCIPLE 4 – SAFEGUARD INTEGRITY IN CORPORATE REPORTING	
4.1	<p>The board of a listed entity should:</p> <p>(a) have an Audit Committee which:</p> <ul style="list-style-type: none"> <li>(1) has at least three members, all of whom are Non-Executive Directors and a majority of whom are Independent Directors; and</li> <li>(2) is chaired by an Independent Director, who is not the chair of the board, and disclose:</li> <li>(3) the charter of the committee;</li> <li>(4) the relevant qualifications and experience of the members of the committee; and</li> <li>(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</li> </ul> <p>(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.</p>
	<p>Not Adopted – Mr Myers, Ms Malaxos and Mrs Petrovic are members of the Audit Committee. Although the Company has an Audit Committee, not all of the members are Non-Executive Directors and there is no Independent Director on the Committee.</p> <p>Two meetings were held as the Audit Committee during the year and recommendations were presented to the Board. The Board has adopted an Audit Committee Charter which is disclosed on the Company's website at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a>. The Charter as well as the Company's Procedure for the Selection, Appointment and Rotation of External Auditor <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a> is applied when convening to discuss Audit Committee matters.</p> <p>An External Auditor is appointed to independently verify and safeguard the integrity of the Company's corporate reporting, in addition when discussing Audit Committee matters, the Board reviews annual action points such as:</p> <ul style="list-style-type: none"> <li>• Review of financial statements</li> <li>• Assess Management's selection of accounting policies and principles</li> <li>• Consider the external audit report and whether it is consistent with the Board's information and knowledge</li> <li>• Consider the Company's internal controls</li> <li>• Assess if the external audit report is adequate for Shareholder needs</li> <li>• Discuss any significant findings with the External Auditor</li> <li>• Confirm the independence of the External Auditor</li> <li>• Ensure that the External Auditor is requested to attend the Annual General Meeting</li> </ul> <p>The Board in conjunction Management's input, review the suitability of existing audit arrangements and the scope of the audit on a periodic basis. The Board is responsible for the appointment of a new external auditor should a vacancy arise, however the appointment must be ratified by Shareholders at the next Annual General Meeting.</p> <p>The Board of Directors also review the current circumstances in light of Section 324D (1) and (2) of the Corporations Act 2001 which stipulates that an individual may not play a significant role in the audit of a listed entity for more than five out of seven successive financial years.</p>
4.2	<p>The Board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.</p>
	<p>Adopted – A Directors' Declaration under Subsection 295(4) of the Corporations Act 2001 is only made after each person who performs:</p> <ul style="list-style-type: none"> <li>a) A Chief Executive Officer function; or</li> <li>b) A Chief Financial Officer function</li> </ul> <p>in relation to the Company, has given the Directors a declaration whether, in their opinion:</p>



	<p>a) The financial records of the Company for the financial year have been properly maintained in accordance with Section 286 of the Corporations Act 2001;</p> <p>b) The financial statements and notes for the financial year comply with the accounting standards;</p> <p>c) The financial statements and notes for the financial year give a true and fair view;</p> <p>d) Any other matters that are prescribed by the regulations in relation to the financial statements and notes for the financial year are satisfied.</p> <p>In addition, that the opinion has been formed on the basis of a sound system of risk management and internal controls which is operating effectively.</p> <p>The declaration is made:</p> <p>a) In writing;</p> <p>b) Specifying the date the declaration is made;</p> <p>c) Specifying the capacity in which the person is making the declaration; and</p> <p>d) Signed by the person making the declaration.</p>
4.3	<p>A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.</p>
	<p>Adopted – During Annual General Meeting planning, the External Auditors are consulted to ensure that they are available to attend the meeting and answer questions from Shareholders with regard to the conduct of the audit and the Auditor's Report.</p>
<b>PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE</b>	
5.1	<p>A listed entity should:</p> <p>(a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and</p> <p>(b) disclose that policy or a summary of it.</p>
	<p>Adopted – A summary of the Company's Policy on ASX Listing Rule Compliance can be found at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a></p> <p>As a Company listed on the Australian Securities Exchange, Pancontinental is obliged to disclose certain information under a continuous disclosure regime to keep the market informed of events and developments as they occur. The Company promotes timely and balanced disclosure of all material matters concerning the Company. All Investors should have equal and timely access to material information. The Company has adopted certain procedures to ensure that it complies with its continuous disclosure obligations and has appointed a Responsible Officer for ensuring the procedures are complied with.</p> <p>The Policy sets out details with regards to:</p> <ul style="list-style-type: none"> <li>• The Responsible Officer</li> <li>• Types of information that needs to be disclosed</li> <li>• The concept of timely announcements</li> <li>• Board Notification – informing the Board and ongoing monitoring</li> <li>• Avoiding a false market</li> <li>• Safeguarding confidentiality of corporate information to avoid premature disclosure</li> <li>• Media contact and comment</li> <li>• External communications such as analyst briefings and responses to Shareholder questions</li> <li>• Reporting</li> <li>• Required actions in the case of non-compliance</li> <li>• Updating compliance procedures</li> <li>• Guide to drafting company announcements</li> </ul>
<b>PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS</b>	
6.1	<p>A listed entity should provide information about itself and its governance to investors via its website.</p>
	<p>Adopted – The Company's website includes a Corporate Governance landing page which can be found at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a></p>



	<p>The Corporate Governance page shows an introduction to the Corporate Governance of the Company by referring to the Corporate Governance Manual adopted, in addition, Investors can find Board Charters as well as an extract of Policies and Procedures included in the manual.</p> <p>Links to the Investor Centre can also be opened from the Corporate Governance page where ASX releases, the Company's share price, financial reports and company presentations can be accessed. Subscriptions to the Company's mailing list can also be submitted from this page.</p> <p>Furthermore, general and detailed project information is available for the Investor's perusal from the Corporate Governance page.</p>
6.2	<p>A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.</p>
	<p>Adopted – The Company has adopted a Shareholder Communication Policy which can be found on the Company's website at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a></p> <p>The Policy aims to ensure that Shareholders are informed of all major developments affecting the Company and that there are means available to facilitate two-way communication. If Investors have a greater understanding of the business they are able to make informed investment decisions.</p> <p>Information is communicated to Investors by:</p> <ul style="list-style-type: none"> <li>• Company announcements</li> <li>• Information briefings to media and analysts</li> <li>• Notices of Meeting and explanatory material</li> <li>• Financial information including annual reports</li> <li>• Website updates</li> <li>• Board and Management addresses and presentations at meetings</li> </ul> <p>Investors can express their views or present queries to the Company by:</p> <ul style="list-style-type: none"> <li>• Utilising the Contact Us section of the website <a href="http://pancon.com.au/contact-us">http://pancon.com.au/contact-us</a> to send direct communications to the Company</li> <li>• The Contact Us section <a href="http://pancon.com.au/contact-us">http://pancon.com.au/contact-us</a> as well as any ASX or media updates include the contact details of the Company such as address and telephone number. These details can be used to initiate written or verbal contact with the Company</li> <li>• The Company provides Shareholders with a Notice of Meeting detailing matters such as the agenda, location and time of the meeting so that Shareholders can make arrangements to attend and speak to Company representatives. Notices of Meeting are available on the ASX platform under the code PCL or the Company website so that Investors who are not currently Shareholders can also attend the meeting</li> </ul>
6.3	<p>A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.</p>
	<p>Adopted – The Company has adopted a Shareholder Communication Policy which can be found on the Company's website at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a></p> <p>The Policy covers the Company's belief that general meetings are an effective means of communicating with Shareholders. The Company provides information in the Notice of Meeting that is presented in a clear, concise and effective manner. Meetings are held during business hours, at a central location convenient for the largest number of Investors to attend. Shareholders are encouraged to attend and take note of the Chairman's address as well as vote on the resolutions presented to the meeting. Upon completion of formal matters, the Chief Executive Officer provides attendees with an update of activities via a company presentation. This provides Investors with an opportunity to ask questions, express their views or just meet the Company representatives.</p>
6.4	<p>A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.</p>
	<p>Adopted – Security holders have the option of receiving communications from the Company and its Share Registry electronically. The Contact Us section of the Company's website <a href="http://pancon.com.au/contact-us">http://pancon.com.au/contact-us</a> provides an opportunity for security holders to send communications to the Company electronically. The website has been specifically designed so that it is user friendly on all devices from laptops to phones.</p> <p>Electronic communication is not only cost effective, it provides Investors with real time updates on the activities of the Company.</p>



	<p>The Company's website provides a tab where Stakeholders can join the Company's mailing list which will enable them to receive electronic communication each time the Company lodges an announcement on the ASX or provides a media update.</p> <p>Advanced Share Registry and the Company review and monitor opportunities to increase the use of electronic communication with its Shareholders.</p>
<b>PRINCIPLE 7 – RECOGNISE AND MANAGE RISK</b>	
7.1	<p>The Board of a listed entity should:</p> <p>(a) have a committee or committees to oversee risk, each of which:</p> <ul style="list-style-type: none"> <li>(1) has at least three members, a majority of whom are independent directors; and</li> <li>(2) is chaired by an independent director, and disclose:</li> <li>(3) the charter of the committee;</li> <li>(4) the members of the committee; and</li> <li>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</li> </ul> <p>(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.</p>
	<p>Not Adopted - The full Board fulfils the role of the Risk Committee.</p> <p>The Board considers those matters that would ordinarily be the responsibility of a Risk Committee and no separate meetings were held as the Risk Committee during the year. The Company's Risk Management Policy (a summary of which can be found at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a>) is applied when reviewing and discussing risk management matters.</p> <p>In managing risk, it is the Company's practice to take advantage of potential opportunities while managing potential adverse effects. The Company's Risk Management Policy sets out the Company's risk management system and processes as well as the Company's Risk Profile.</p> <p>The Policy covers the following risk related points and is used as a means to assess the Company's risk management structure:</p> <ul style="list-style-type: none"> <li>• The role of the Board and delegated responsibility – ultimate responsibility rests with the Board, however day to day management of risk is the responsibility of the CEO with the assistance of Senior Management</li> <li>• The role of the CEO and accountabilities</li> <li>• Authority of the CEO</li> <li>• Risk Profile</li> <li>• Audit Committee Charter</li> <li>• Regular budgeting and financial reporting</li> <li>• Clear limits and authorities for expenditure levels</li> <li>• Procedures for compliance with continuous disclosure obligations under the Listing Rules</li> <li>• Procedures to assist with establishing and administering corporate governance systems and disclosure requirements</li> <li>• Responsibility to Stakeholders</li> <li>• Continuous improvement</li> </ul>
7.2	<p>The Board or a committee of the Board should:</p> <p>(a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>
	<p>Adopted – The Board and Management assess risk as part of the ordinary course of business activities such as strategic planning, promotion, budgets, mergers and acquisitions, strategic partnerships, legislative changes and conducting business abroad. Each Board Meeting is used as a platform for the review and assessment of the Company's risk profile.</p>
7.3	<p>A listed entity should disclose:</p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.</p>



	<p>Adopted – The Company discloses that it does not have an internal audit function.</p> <p>The Company's risk management system is overseen by Management who ensure that the identification, monitoring and response of business risks.</p> <p>The Board reviews Management's assessment of the efficiency of the system and according to the Risk Management Policy is required to satisfy itself that Management has developed and implemented a sound system of risk management and internal control.</p>
7.4	<p>A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.</p>
	<p>Adopted – The Company values economic, environmental and social sustainability in areas within which it operates.</p> <p>The Company has adopted a Corporate Governance Manual which sets out the policies and procedures in place which apply to the Board, Management, Employees and the entire business. The policies and procedures are designed to assist in identifying relevant risks and having processes in place to mitigate if not eliminate the risk.</p> <ul style="list-style-type: none"> <li>• Economic sustainability refers to the ability of a listed entity to continue operating at a particular level of economic production over the long term.</li> <li>• Environmental sustainability refers to the ability of a listed entity to continue operating in a manner that does not compromise the health of the ecosystems in which it operates over the long term.</li> <li>• Social sustainability is the ability of a listed entity to continue operating in a manner that meets accepted social norms and needs over the long term.</li> </ul> <p>Risks identified that may have a material effect on the Company include:</p> <ul style="list-style-type: none"> <li>• Oil and gas price volatility as well as currency fluctuations in the Australian and United States dollars. The state of the oil and gas industry is affected by the price. Although the Company is not in production and there is not a material business risk in that regard, the Company's operations are affected due to exploration budgets and overall activity in the exploration sector;</li> <li>• Currently most of Pancontinental's assets are managed by Joint Venture Operators who are responsible for the day to day operations of the permits. As such, regular review of the Joint Venture activities is crucial in safeguarding the assets of the Company. Technical and financial Executives review the work programmes and budgets in place to ensure compliance with approved documents. Updates on operational activities are provided by the Joint Venture partners on a regular basis and will include any environmental operational issues if applicable;</li> <li>• Conducting business in foreign jurisdictions carries with it a risk of change in business, legal, tax, accounting, political, environmental and technical practices for example, which may have a material effect on the Company. Pancontinental monitors joint venture partners working in those jurisdictions as well as local news developments to ensure that if a risk presents itself the Company is well equipped with sufficient time to decide on a course of action;</li> <li>• The Company is committed to providing all Employees, Executives and Directors with a safe and productive work environment. There are environmental and location risks that the Company may face, however the Corporate Governance Manual and the procedures and policies within it should assist in assessing the best course of action to mitigate or eliminate the risk;</li> <li>• Climate change risk. Certain research has shown that the global climate is changing and may continue to change. Extreme weather events such as flooding and drought are thought to be increasing in severity and frequency. As such, this affects the planning and day to day running of businesses and industry. Pancontinental should consider climate change risk in its everyday business decisions and how it can adapt to changing conditions believed to be caused by climate change;</li> <li>• Extraordinary events such as the 2020 COVID-19 pandemic. The Company may be affected by future events similar to those experienced during the current financial year when the COVID-19 pandemic affected lives and businesses worldwide. The Company must be prepared to act quickly should a similar situation arise; and</li> <li>• For expenditure that the Company has control of, it will endeavour to use sustainable and ethically sourced products that have little or no impact on the environment.</li> </ul>





PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY	
8.1	<p>The Board of a listed entity should:</p> <p>(a) have a remuneration committee which:</p> <ul style="list-style-type: none"> <li>(1) has at least three members, a majority of whom are independent directors; and</li> <li>(2) is chaired by an independent director, and disclose:</li> <li>(3) the charter of the committee;</li> <li>(4) the members of the committee; and</li> <li>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</li> </ul> <p>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.</p>
	<p>Not Adopted – The full Board fulfils the role of the Remuneration Committee.</p> <p>The Board considers those matters that would ordinarily be the responsibility of a Remuneration Committee and no separate meetings were held as the Remuneration Committee during the year. The Board has adopted a Remuneration Committee Charter which is disclosed on the Company's website at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a>. The Charter as well as the Company's Remuneration Policy is applied when convening to discuss Remuneration Committee matters.</p> <p>Emoluments of Directors and Senior Executives are set by reference to payments made by other companies of a similar size and industry, and by reference to the skills and experience of the Directors and Executives. Details of the nature and amount of emoluments of each Director of the Company are disclosed annually in the Company's annual report.</p> <p>Should circumstances arise where the Board needs assistance on a remuneration matter, the Board after requisite approval may engage a remuneration consultant to ensure the level of remuneration in the Company is appropriate for its size, level of activity and industry.</p>
8.2	<p>A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.</p>
	<p>Adopted - The Company has adopted a Remuneration Committee Charter which can be found on the Company's website at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a>. The Charter separately discloses the processes regarding the remuneration of Non-Executive Directors and the remuneration of Executive Directors and other Senior Executives.</p> <p><u>Executive Remuneration</u></p> <p>In considering the level of remuneration for Executives, the matters that are taken into account include:</p> <ul style="list-style-type: none"> <li>• Remuneration which motivates Executives to pursue the long term growth and success of the Company within an appropriate control framework;</li> <li>• A clear correlation between performance and remuneration;</li> <li>• Align the interests of key leadership with the long term interests of the Company's Shareholder; and</li> <li>• Prohibit Executives from entering into transactions which limit the economic risk of participating in unvested entitlement.</li> </ul> <p><u>Non-Executive Remuneration</u></p> <p>Matters of consideration include:</p> <ul style="list-style-type: none"> <li>• Fees paid to Non-Executive Directors are within the aggregate amount approved by Shareholders;</li> <li>• Non-Executive Directors to be remunerated by way of fees;</li> <li>• Non-Executive Directors are not provided with retirement benefits other than statutory superannuation; and</li> <li>• Non-Executive Directors are not entitled to participate in equity-based remuneration schemes designed for Executives without due consideration and appropriate disclosure to the Company Shareholders.</li> </ul>





8.3	<p>A listed entity which has an equity-based remuneration scheme should:</p> <ul style="list-style-type: none"><li>(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and</li><li>(b) disclose that policy or a summary of it.</li></ul>
	<p>Adopted - The Company has adopted a Policy for Trading in Company Securities which can be found on the Company's website at <a href="http://pancon.com.au/about-us/corporate-governance/">http://pancon.com.au/about-us/corporate-governance/</a></p> <p>Directors, Officers and Employees who wish to trade in Company securities must first have regard to the statutory provisions of the Corporations Act 2001 dealing with insider trading, in conjunction with the Company's Policy for Trading in Company Securities. The policy has been developed so that all Company employees and representatives are clear as to their obligations with regard to trading while in possession of insider information.</p>

# Statement of Comprehensive Income



YEAR ENDED 30 JUNE 2020	Notes	CONSOLIDATED	
		2020	2019
		\$	\$
<b>OPERATING ACTIVITIES</b>			
Depreciation expenses	2, 6	(10,298)	(14,371)
Salaries, fees and benefits		(520,133)	(761,428)
Audit fees		(38,500)	(35,308)
Generative exploration expenditure and write off	2	(3,567,654)	(5,433,634)
Annual report costs		(8,868)	(8,869)
ASX fees		(32,530)	(39,278)
Insurance		(123,272)	(77,583)
Legal fees		(678)	(61,380)
Share registry costs		(12,879)	(22,109)
Rent and outgoings		(90,781)	(96,891)
Office expenses		(8,870)	(77,334)
Travel		(9,534)	(22,807)
Corporate advisory		(60,000)	(120,000)
Other expenses		(31,919)	(164,461)
<b>TOTAL OPERATING ACTIVITIES</b>		<b>(4,515,916)</b>	<b>(6,935,453)</b>
<b>FINANCING ACTIVITIES</b>			
Financing income		56,903	88,954
Financing expense		(4,837)	(169,848)
<b>TOTAL FINANCING ACTIVITIES</b>		<b>52,066</b>	<b>(80,894)</b>
<b>PROFIT/(LOSS) BEFORE INCOME TAX</b>		<b>(4,463,850)</b>	<b>(7,016,347)</b>
Income tax expense	3	-	-
<b>PROFIT/(LOSS) FOR THE PERIOD</b>		<b>(4,463,850)</b>	<b>(7,016,347)</b>
<b>OTHER COMPREHENSIVE INCOME/(LOSS)</b>			
Sale of investments	5(c+d)	-	7,073,866
Provision for loss on investments	5(b)	-	(1,691,000)
<b>TOTAL OTHER COMPREHENSIVE INCOME/(LOSS)</b>		<b>-</b>	<b>5,382,866</b>
<b>TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD</b>		<b>(4,463,850)</b>	<b>(1,633,481)</b>
Comprehensive income / (loss) attributable to:			
Owners of the Company		(3,445,537)	(288,846)
Non-controlling interest	5(d)	(1,018,313)	(1,344,635)
		<b>(4,463,850)</b>	<b>(1,633,481)</b>
Basic earnings per share (cents per share)	15	(0.08)	(0.03)
Diluted earnings per share (cents per share)		(0.08)	(0.03)

The Statement of Comprehensive Income is to be read in conjunction with the Notes to the Financial Statements.

# Statement of Financial Position



AT 30 JUNE 2020	Notes	CONSOLIDATED	
		2020	2019
		\$	\$
<b>CURRENT ASSETS</b>			
Cash assets		<b>567,361</b>	2,014,369
Trade and other receivables	4	<b>126,837</b>	118,922
<b>TOTAL CURRENT ASSETS</b>		<b>694,198</b>	2,133,291
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	6	<b>26,683</b>	39,434
Deferred exploration, evaluation and development costs	7	<b>2,801,177</b>	6,195,305
<b>TOTAL NON-CURRENT ASSETS</b>		<b>2,827,860</b>	6,234,739
<b>TOTAL ASSETS</b>		<b>3,522,058</b>	8,368,030
<b>CURRENT LIABILITIES</b>			
Trade and other payables	8	<b>113,900</b>	298,513
<b>TOTAL CURRENT LIABILITIES</b>		<b>113,900</b>	298,513
<b>NON-CURRENT LIABILITIES</b>			
Provision for employee entitlements		<b>23,107</b>	24,909
Non-controlling interest loan in subsidiary	5(d)	<b>476,560</b>	672,267
<b>TOTAL CURRENT LIABILITIES</b>		<b>499,667</b>	697,176
<b>TOTAL LIABILITIES</b>		<b>613,567</b>	995,689
<b>NET ASSETS</b>		<b>2,908,491</b>	7,372,341
<b>EQUITY</b>			
Contributed equity	9(a)	<b>110,534,109</b>	110,534,109
Reserves	10	<b>676,227</b>	776,227
Accumulated losses	10	<b>(108,301,845)</b>	(103,937,995)
<b>TOTAL EQUITY</b>		<b>2,908,491</b>	7,372,341
Capital and reserves attributable to owners of PCL		<b>4,413,615</b>	7,859,153
Non-controlling interest	5(d)	<b>(1,505,124)</b>	(486,812)
		<b>2,908,491</b>	7,372,341

The Statement of Financial Position is to be read in conjunction with the Notes to the Financial Statements.

# Statement of Changes in Equity



## AT YEAR ENDED 30 JUNE 2020

Consolidated	Share Capital	Retained Earnings	Option Reserve	Total Equity
	\$	\$	\$	\$
<b>Balance at 1 July 2019</b>	<b>110,534,109</b>	<b>(103,937,995)</b>	<b>776,227</b>	<b>7,372,341</b>
<b>Profit or loss</b>	-	<b>(4,463,850)</b>	-	<b>(4,463,850)</b>
<b>Other comprehensive income/(loss)</b>	-	-	-	-
<b>Shares issued (net of costs)</b>	-	-	-	-
<b>Share option &amp; reserve movements</b>	-	<b>100,000</b>	<b>(100,000)</b>	-
<b>Disposal of subsidiaries (net of costs)</b>	-	-	-	-
<b>Balance at 30 June 2020</b>	<b>110,534,109</b>	<b>(108,301,845)</b>	<b>676,227</b>	<b>2,908,491</b>
Balance at 1 July 2018	109,803,650	(103,168,266)	992,324	7,627,708
Profit or loss	-	(1,633,481)	-	(1,633,481)
Other comprehensive income/(loss)	-	-	-	-
Shares issued (net of costs)	575,423	-	-	575,423
Share option & reserve movements	-	216,097	(216,097)	-
Disposal of subsidiaries (net of costs)	155,036	647,655	-	802,691
Balance at 30 June 2019	110,534,109	(103,937,995)	776,227	7,372,341

The above Statement of Changes in Equity is to be read in conjunction with the Notes to the Financial Statements.

# Statement of Cashflows



YEAR ENDED 30 JUNE 2020	Notes	CONSOLIDATED	
		2020	2019
		\$	\$
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Payments to suppliers and employees		(1,120,989)	(1,597,184)
Expenditure on exploration interests		(604,793)	(3,543,201)
Refund of PEL 37 joint venture expenditure		396,425	-
Government incentives		41,040	-
<b>NET CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES</b>	11(a)	<b>(1,288,317)</b>	<b>(5,140,385)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchase of property, plant and equipment		-	(3,617)
Settlement and exit from Kenya L6		(216,031)	-
Investment in Gasfields Limited		-	(160,000)
Proceeds from sale of part interest in subsidiary	5(c+d)	-	7,650,477
<b>NET CASH FLOWS FROM/(USED IN) INVESTING ACTIVITIES</b>		<b>(216,031)</b>	<b>7,486,860</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Interest received		1,769	8,696
Convertible note and interest repayment		-	(1,760,038)
Proceeds from issues of ordinary shares		-	579,707
<b>NET CASH FLOWS FROM/(USED IN) FINANCING ACTIVITIES</b>		<b>1,769</b>	<b>(1,171,635)</b>
<b>NET INCREASE/(DECREASE) IN CASH HELD</b>		<b>(1,502,579)</b>	<b>1,174,840</b>
Add opening cash brought forward		2,014,369	755,661
Effects of exchange rate changes		55,571	83,868
<b>CLOSING CASH CARRIED FORWARD</b>	11(b)	<b>567,361</b>	<b>2,014,369</b>

The above Statement of Cash Flows is to be read in conjunction with the Notes to the Financial Statements.



## 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This financial report was authorised for issue by the Directors on 30 September 2020.

### Statement of Compliance

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards ("AASBs"), including Australian interpretations adopted by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001. The consolidated financial report of the consolidated entity and company also complies with IFRSs and interpretations adopted by the International Accounting Standards Board.

### Basis of preparation

The report has been prepared on the basis of historical costs and except where stated does not take into account changing money values or current valuation of non-current assets. The accounting policies adopted are consistent with those of the previous year. The following specific accounting policies have been consistently applied, unless otherwise stated.

#### (a) Income Tax

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, and any adjustment to tax payable in respect of prior years.

Deferred tax is provided using the balance sheet liability method, providing for temporary difference between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

#### (b) Exploration Expenses

Exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that the costs are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage which permits reasonable assessment of the economically recoverable reserves.

Accumulated costs in relation to an abandoned area are written off in full against operating results in the year in which the decision to abandon the area is made. When production commences the accumulated costs for the relevant area of interest are classified as development costs and amortised over the life of the project area according to the rate of depletion of the economically recoverable reserves.

Where independent valuations of areas of interest have been obtained, the valuations are brought to account. Subsequent expenditure on re-valued areas of interest is accounted for in accordance with the above principles. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

As at the end of the financial year, the Directors considered that the carrying value of the oil and gas exploration interests of the consolidated entity was as shown in the Statement of Financial Position and no further impairments arises other than that already recognised.

#### (c) Principles of consolidation

The consolidated financial statements are those of the consolidated entity, comprising Pancontinental Oil & Gas NL (the parent entity) and all entities which Pancontinental Oil & Gas NL controlled from time to time during the year and at balance date.

Information from the financial statements of subsidiaries is included from the date the parent company obtains control until such time as control ceases. Where there is loss of control of a subsidiary, the consolidated financial statements include the results for the part of the reporting period during which the parent company has control.

All intercompany balances and transactions, including unrealised profits arising from intra-group transactions,



have been eliminated in full.

## **(d) Foreign currencies**

### *Translation of foreign currency transactions*

Transactions in foreign currencies of entities within the consolidated entity are converted to local currency at the rate of exchange ruling at the date of the transaction.

Foreign currency monetary items that are outstanding at the reporting date (other than monetary items arising under foreign currency contracts where the exchange rate for that monetary item is fixed in the contract) are translated using the spot rate at the end of the financial year.

A monetary item arising under a foreign currency contract outstanding at the reporting date where the exchange rate for the monetary item is fixed in the contract is translated at the exchange rate fixed in the contract.

All resulting exchange differences arising on settlement or re-statement are recognised as revenues and expenses for the financial year. Any gains or costs on entering a hedge are deferred and amortised over the life of the contract.

## **(e) Cash and cash equivalents**

For the purposes of the Statement of Cash Flows, cash includes cash on hand and in banks, and money market investments readily convertible to cash within two working days, net of outstanding bank overdrafts.

Interest expense is charged as an expense as it accrues.

## **(f) Receivables**

Trade receivables are recognised and carried at original invoice amount less a provision for any uncollectible debts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written-off as incurred.

Receivables from related parties are recognised and carried at the nominal amount due. Bills of exchange and promissory notes are measured at the lower of cost and net realisable value.

## **(g) Investments**

Investments in controlled entities are carried in the company's financial statements at the lower of cost and recoverable amount.

## **(h) Recoverable Amount**

The carrying amounts of non-current assets valued on the cost basis, other than exploration and evaluation expenditure carried forward are reviewed to determine whether they are in excess of their recoverable amount at reporting date. If the carrying amount of a non-current asset exceeds its recoverable amount, the asset is written down to the lower amount. The write down is expensed in the reporting period in which it occurs.

## **(i) Property, plant and equipment**

### *Cost and valuation*

Property, plant and equipment is measured at cost.

### *Depreciation*

Depreciation is provided on a diminishing value basis on all property, plant and equipment.

Major depreciation rates are:

	2020	2019
Plant and equipment:	30%	30%

## **(j) Joint ventures**

Interests in the joint venture operations are brought to account by including in the respective classifications, the share of individual assets employed and share of liabilities and expenses incurred.

In the company's financial statements, investments in joint venture operations were carried at the lower of cost and recoverable amount.

## **(k) Going concern**

The Directors consider that the going concern basis for the consolidated entity is appropriate and recognise





that additional funding is required to ensure the consolidated entity can continue its operations beyond the twelve month period from the date of this financial report and to fund the continued development of the consolidated entity's exploration assets. This basis has been determined after consideration of the following factors:

- The ability to issue additional share capital under the Corporations Act 2001, if required, by a share purchase plan, share placement or rights issue;
- The option of farming out all or part of the consolidated entity's exploration projects and;
- The ability, if required to dispose of interests in exploration assets.

Accordingly, the Directors believe that the consolidated entity will obtain sufficient cash inflows to enable it to continue as a going concern and that it is appropriate to adopt that basis of accounting in the preparation of the financial statements.

## **(l) Payables**

Liabilities for trade creditors and other amounts are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the consolidated entity.

Payables to related parties are carried at the principal amount.

Deferred cash settlements are recognised at the present value of the outstanding consideration payable on the acquisition of an asset discounted at prevailing commercial borrowing rates.

## **(m) Provisions**

Provisions are recognised when the economic entity has a legal, equitable or constructive obligation to make a future sacrifice of economic benefits to other entities as a result of past transactions or other past events, it is probable that a future sacrifice of economic benefits will be required and a reliable estimate can be made of the amount of the obligation.

## **(n) Contributed equity**

Issued and paid up capital is recognised at the fair value of the consideration received by the company.

Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

## **(o) Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the entity and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

### *Rendering of Services*

Where the contract outcome can be reliably measured, control of the right to be compensated for the services and the stage of completion can be reliably measured. Stage of completion is measured by reference to the labour hours incurred to date as a percentage of total estimated labour hours for each contract.

Where the contract outcome cannot be reliably measured, revenue is recognised only to the extent that costs have been incurred.

### *Interest Revenue*

Control of the right to receive the interest payment. Interest revenue is recognised as it accrues, taking into account the effective yield on the financial asset.

## **(p) Taxes**

Tax-effect accounting is applied using the income statement liability method whereby income tax is regarded as an expense and is calculated on the accounting profit after allowing for permanent differences. To the extent timing differences occur between the time items are recognised in the financial statements and when items are taken into account in determining taxable income, the net related taxation benefit or liability, calculated at current rates, is disclosed as a future income tax benefit or a provision for deferred income tax. The net future income tax benefit relating to tax losses and timing differences is not carried forward as an asset unless the benefit is virtually certain of being realised.

Where assets are revalued no provision for potential capital gains tax has been made.

### *Goods and Services Tax (GST)*

Revenues, expenses and assets are recognised net of the amount of GST except:



- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Statement of Financial Position. Cash flows are included in the Statement of Cash Flows on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority, are classified as operating cash flows.

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

## **(q) Employee benefits**

Provision is made for employee benefits accumulated as a result of employees rendering services up to the reporting date. These benefits include wages and salaries, annual leave, sick leave and long service leave.

Liabilities arising in respect of wages and salaries, annual leave, sick leave and any other employee benefits expected to be settled within twelve months of the reporting date are measured at their nominal amounts based on remuneration rates which are expected to be paid when the liability is settled.

Employee benefit expenses and revenues arising in respect of the following categories:

- wages and salaries, non-monetary benefits, annual leave, long service leave, sick leave and other leave benefits; and
- other types of employee benefits

are charged against profits on a net basis in their respective categories.

## **(r) Earnings per share**

Basic EPS is calculated as net profit attributable to members, adjusted to exclude costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted EPS is calculated as net profit attributable to members, adjusted for:

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

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

## **(s) Comparatives**

Where necessary, comparatives have been reclassified and repositioned for consistency with current year disclosures.

## **(t) Financial Instruments**

See financial instruments note for compliance notes with AASB 7, financial instruments: disclosures.

## **(u) New accounting standards and interpretations**

The financial report is presented in Australian dollars which is the company's functional currency. A number of new standards, amendments to standards and interpretations are effective for the current annual report period; however, none have been applied in preparing these consolidated financial statements. The standards are not expected to have a material impact on the accounting policies or consolidated financial statements of the group.



## 2. DEPRECIATION AND WRITE OFF

	<b>CONSOLIDATED</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
<b>Expenses</b>		
Depreciation of non-current assets:		
Office furniture and equipment	<b>10,298</b>	14,371
Generative exploration and write off:		
Exploration and evaluation costs	<b>3,567,654</b>	5,433,634

## 3. INCOME TAX

	<b>CONSOLIDATED</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
<b>(a) Income Tax (Benefit)/Expense</b>		
The prima facie tax, using tax rates applicable in the country of operation, on profit and extraordinary items differs from the income tax provided in the financial statements as follows:		
Prima facie tax on profit from ordinary activities	<b>(1,339,155)</b>	(490,044)
Tax effect of permanent differences:		
Other items (net)	<b>(152,762)</b>	(201,715)
Amount not brought to account as a carried forward future income tax benefit	<b>1,491,917</b>	691,760
Income tax expense attributable to ordinary activities	-	-

## (b) Future Income Tax Benefit not taken into account

The potential future income tax benefit calculated at 30% in respect of:

Adjustments to carry forward tax losses	-	-
Tax Losses not brought to account	<b>6,630,862</b>	6,582,418
Total	<b>* 6,630,862</b>	6,582,418

This future income tax benefit will only be obtained if:

- (a) future assessable income is derived of a nature and of an amount sufficient to enable the benefit to be realised;
- (b) the conditions for deductibility imposed by tax legislation continue to be complied with; and
- (c) no changes in tax legislation adversely affect the consolidated entity in realising the benefit.

The recognition and utilisation of losses is subject to the loss recoupment rules being satisfied.

\*The potential future income tax benefit was calculated by multiplying the current tax rate of 30% by the Group's carry forward losses at 30 June 2020 of \$22,102,874.

## 4. RECEIVABLES (CURRENT)

	<b>CONSOLIDATED</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
Trade receivables & prepayments	<b>126,837</b>	118,922
Total	<b>126,837</b>	118,922



## (a) Terms and conditions

- (i) Trade debtors are non-interest bearing and generally on 30 day terms.
- (ii) Sundry debtors and other receivables are non-interest bearing and have repayment terms between 30 and 90 days.

## 5. INTERESTS IN SUBSIDIARIES & INVESTMENTS

### 5. (a) Interests in Subsidiaries

Name	Country of incorporation	Percentage of equity interest held by the consolidated entity		Investment	
		2020 %	2019 %	2020 \$	2019 \$
<b>Pancontinental Namibia Pty Ltd**</b>	Australia	<b>66.67</b>	66.67	<b>20</b>	20
Provision for diminution in value of investment				<b>(20)</b>	(20)
Loan to Pancontinental Namibia Pty Ltd				<b>3,943,221</b>	4,334,633
Provision for loss on loan to Pancontinental Namibia Pty Ltd				<b>(3,943,221)</b>	(1,460,582)
<b>Pancontinental Orange Pty Ltd**</b>	Australia	<b>100</b>	100	<b>20</b>	20
Provision for diminution in value of investment				<b>(20)</b>	(20)
Loan to Pancontinental Orange Pty Ltd				<b>2,987,250</b>	2,598,261
Provision for loss on loan to Pancontinental Orange Pty Ltd				<b>(238,290)</b>	(996)
<b>Afrex Ltd *</b>	Saint Lucia	<b>100</b>	100	<b>10,584,107</b>	10,584,107
Provision for diminution in value of investment				<b>(10,584,107)</b>	(10,584,107)
Loan to Afrex Ltd				<b>6,936,799</b>	6,823,705
Provision for loss on loan to Afrex Ltd				<b>(6,936,799)</b>	(6,797,613)
<b>Pancontinental Cooper Pty Ltd</b>	Australia	<b>100</b>	-	<b>1</b>	-
Provision for diminution in value of investment				<b>(1)</b>	-
Loan to Pancontinental Cooper Pty Ltd				<b>161,204</b>	-
Provision for loss on loan to Pancontinental Cooper Pty Ltd				<b>(810)</b>	-
<b>Total</b>				<b>2,909,354</b>	5,497,408

\*Indicates companies not audited by Rothsay Chartered Accountants.

\*\*Australian entities audited by Rothsay, branch operation audited by Ernst & Young Namibia.

### 5. (b) Interests in Investments – Gasfields Limited

A provision for loss on investment in Gasfields shares was created during the 2019 financial year for the whole investment of \$1,691,000 due to Gasfields being suspended from the Australian Securities Exchange ("ASX"). As at 30 June 2020, Gasfields has been delisted from the ASX and as such the below balances have been eliminated.

Gasfields Limited number of shares	1,010,555,555
	\$
Gasfields Limited shares - At cost	1,691,000
Gasfields Limited shares - Provision for loss on investment	(1,691,000)
Balance as at 30 June 2020	-



## 5. (c) Other Comprehensive Income items related to Interests in Subsidiaries

	2020	2019	2019 TOTAL
Africa Energy investment in Pancontinental Namibia Pty Ltd	-	7,650,477	
Disposal of subsidiaries – Bombora group	-	(574,724)	
Other	-	(1,887)	7,073,866
Provision for loss on investment in Gasfields Limited	-	(1,691,000)	(1,691,000)
Balance as at 30 June	-	5,382,866	5,382,866

## 5. (d) Part Disposal of Subsidiary & Non-Controlling Interest– Pancontinental Namibia Pty Ltd

In September 2017, the Group disposed of 33.33% of the ownership interest in Pancontinental Namibia Pty Ltd to Africa Energy Corp. Following the disposal, the Group still controls the subsidiary and retains 66.67% of the ownership interest. The transaction has been accounted for as an equity transaction with a non-controlling interest ("NCI") resulting in the balances as shown in the financial statements.

## 6. PROPERTY, PLANT AND EQUIPMENT

	CONSOLIDATED	
	2020	2019
	\$	\$
Office equipment		
At cost	108,776	112,769
Less: Accumulated depreciation	(82,093)	(73,335)
Total written down value of Office equipment	26,683	39,434

### Reconciliations

Reconciliations of the carrying amounts of property, plant and equipment

Office equipment		
Carrying amount opening balance	39,434	90,043
Additions	-	3,617
Disposals	(2,453)	(39,855)
Depreciation expense	(10,298)	(14,371)
Total written down amount	26,683	39,434

## 7. DEFERRED EXPLORATION, EVALUATION AND DEVELOPMENT COSTS

	CONSOLIDATED	
	2020	2019
	\$	\$
Exploration, evaluation and development costs carried forward		
Pre-production, exploration and evaluation phases:		
Carrying amount at 1 July	6,195,305	8,799,541
Expenditure & acquisitions during the year	552,132	4,089,709
Exploration expenditure written off	(3,567,654)	(5,433,634)
Refund of exploration expenditure	(594,637)	-
Settlement & exit from Kenya L6	216,031	-
Sale of former subsidiary assets*	-	(1,260,311)
Carrying amount at 30 June	2,801,177	6,195,305

\*Bombora Natural Energy Pty Ltd

The ultimate recoupment of costs carried forward for exploration and evaluation phases is dependent on the successful development and commercial exploitation or sale of the respective petroleum areas.

# Notes to the Financial Statements



## 8. TRADE and OTHER PAYABLES (CURRENT)

	<b>CONSOLIDATED</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
Trade creditors, accruals and provisions	<b>113,900</b>	298,513
Total	<b>113,900</b>	298,513

## 9. CONTRIBUTED EQUITY

	<b>CONSOLIDATED</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
<b>(a) Issued and paid up capital</b>		
Ordinary shares fully paid	<b>110,534,109</b>	110,534,109
Total	<b>110,534,109</b>	110,534,109

## (b) Movements in shares on issue

	<b>2020</b>		<b>2019</b>	
	<b>Number of shares</b>	<b>\$</b>	<b>Number of shares</b>	<b>\$</b>
Beginning of the financial year	<b>5,406,715,498</b>	<b>110,534,109</b>	5,261,788,668	109,803,650
Issued during the year:				
– Acq /disp of subsidiaries (net of costs)	-	-	-	155,036
– Exercise of options	-	-	144,926,830*	575,423
End of the financial year	<b>5,406,715,498</b>	<b>110,534,109</b>	5,406,715,498	110,534,109

\* 144,926,830 options were exercised during the 2019 financial year at \$0.004 which added \$575,423 to cash reserves.

## 10. RESERVES AND ACCUMULATED LOSSES

	<b>CONSOLIDATED</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
<b>Reserves</b>		
Beginning of the financial year	<b>776,227</b>	992,324
Options exercised	-	(216,097)
Options expired	<b>(100,000)</b>	-
End of the financial year	<b>676,227</b>	776,227

After the June 2020 financial year end 52,390,244 unlisted options, exercisable at \$0.004 each expired.

## Accumulated losses

Beginning of the financial year	<b>(103,937,995)</b>	(103,168,266)
Net loss	<b>(4,463,850)</b>	(1,633,481)
Share options exercised	-	216,097
Share options expired	<b>100,000</b>	-
Acq /disposal of subsidiaries	-	647,655
Total available for appropriation	<b>(108,301,845)</b>	(103,937,995)
End of the financial year	<b>(108,301,845)</b>	(103,937,995)



## 11. STATEMENT OF CASH FLOWS

	CONSOLIDATED	
	2020	2019
	\$	\$
<b>(a) Reconciliation of the net loss after tax to the net cash flows from operations</b>		
Net loss	(4,463,850)	(1,633,481)
<b>Non-Cash Items, Non-Operating Items</b>		
Depreciation of non-current assets	10,298	14,371
Financing income	(56,903)	(88,954)
Financing expense	4,837	169,848
Sale of investments	-	(7,650,477)
Disposal of subsidiary	-	576,611
Provision for loss on investments	-	1,691,000
<b>Changes in assets and liabilities</b>		
(Increase)/decrease in trade and other receivables	(7,915)	(5,600)
(Increase)/decrease in property, plant & equipment	12,751	50,609
(Increase)/decrease in exploration, evaluation & development	3,394,128	2,604,236
(Decrease)/increase in trade and other payables	(184,613)	(54,723)
(Decrease)/increase in financial liabilities	-	(1,600,000)
(Decrease)/increase in non-current liabilities	(197,509)	519,553
Other non-cash	200,459	266,622
Net cash flow from operating activities	(1,288,317)	(5,140,385)
<b>(b) Reconciliation of cash</b>		
Cash balance comprises:		
– cash assets	567,361	2,014,369
Closing cash balance	567,361	2,014,369

## 12. EXPENDITURE COMMITMENTS

	CONSOLIDATED	
	2020	2019
	\$	\$
<b>Capital expenditure commitments</b>		
Estimated capital expenditure contracted for at reporting date, but not provided for, payable:		
not later than one year	-	800,000
later than one year and not later than five years	-	3,700,000
later than five years	-	-
Total	-	4,500,000

## 13. EMPLOYEE BENEFITS

### Employee Share Scheme

Information with respect to the number of options under the employee share incentive scheme is as follows:

	2020		2019	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Balance at beginning of year	72,500,000	0.006	72,500,000	0.006
– issued	-	-	-	-
– expired	-	-	-	-
Balance at end of year	72,500,000		72,500,000	

### Options held at the end of the reporting period

There were an additional 249,707,319 options held by the Company as at 30 June 2020, these options were not issued under the Employee Share Scheme.





## 14. SUBSEQUENT EVENTS

After financial year end 52,390,244 unlisted options, exercisable at \$0.004 each expired. There were no other significant events after balance date.

## 15. EARNINGS PER SHARE

	<b>CONSOLIDATED</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
The following reflects the income and share data used in the calculations of basic and diluted earnings per share:		
Net profit	<b>(4,463,850)</b>	(1,633,481)
<b>Adjustments:</b>		
Earnings used in calculating basic and diluted earnings per share	<b>(4,463,850)</b>	(1,633,481)
	<b>Number of shares</b>	Number of shares
Weighted average number of ordinary shares used in calculating basic earnings per share	<b>5,406,715,498</b>	5,374,950,713
<b>Effect of dilutive securities:</b>		
Share options	-	-
Adjusted weighted average number of ordinary shares used in calculating diluted earnings per share	<b>5,406,715,498</b>	5,374,950,713

## 16. AUDITORS' REMUNERATION

	<b>CONSOLIDATED</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
Amounts received or due and receivable by Rothsay for:		
– an audit or review of the financial report of the entity and any other entity in the consolidated entity	<b>38,500</b>	29,500
– other services in relation to the entity and any other entity in the consolidated entity	-	-
Amounts received or due and receivable by Ernst and Young Namibia for:		
– an audit or review of the financial report of a controlled entity	-	5,808
– other services in relation to the entity	-	-
	<b>38,500</b>	35,308

## 17. DIRECTOR AND EXECUTIVE DISCLOSURES

### (a) Details of Specified Directors and Specified Executives as at 30 June 2020

#### (i) Specified Directors **for the current financial year**

Henry David Kennedy	Non-Executive Chairman
Ernest Anthony Myers	Executive Director, CEO
Vesna Petrovic	Executive Director, Company Secretary
Roy Barry Rushworth	Non-Executive Director
Marie Michele Malaxos	Non-Executive Director
John Douglas Begg	Former Executive Director, CEO (resigned 5 August 2019)

#### (ii) Specified Executives **for the current financial year**

N/A

Fees paid for Non-Executive Directors, last voted upon by Shareholders at the 2007 AGM, is not to exceed \$400,000 per annum and is set with reference to fees paid to other Non-Executive Directors of comparable



companies.

Non-Executive Directors did throughout the year provide services in addition to their Non-Executive Director roles and as such invoiced the Company for those services.

Non-Executive and Executive Directors do not receive performance related remuneration but they are eligible to participate in Employee Option Schemes approved by Shareholders.

Directors do not receive any termination or retirement benefits.

## (b) Remuneration of Specified Directors /Officers

	Salary & Fees	Primary Consult- ing	Non Mone- tary benefits	Post Employment Super- annuat- ion	Retire- ment benefits	Equity Options	Other	Total
<b>Specified Directors/Officers</b>								
Henry David Kennedy								
2020	43,750	-	-	-	-	-	-	43,750
2019	50,000	-	-	-	-	-	-	50,000
Ernest Anthony Myers <sup>1</sup>								
2020	175,006	-	-	-	-	-	-	175,006
2019	160,003	14,523	-	-	-	-	-	174,526
Vesna Petrovic <sup>2</sup>								
2020	140,625	-	-	-	-	-	-	140,625
2019	125,000	-	-	-	-	-	-	125,000
Roy Barry Rushworth								
2020	35,000	46,978 <sup>3</sup>	-	-	-	-	-	81,978
2019	40,000	258,340 <sup>3</sup>	-	-	-	-	-	298,340
Marie Michele Malaxos								
2020	34,997	12,000	-	-	-	-	-	46,997
2019	39,996	43,000	-	-	-	-	-	82,996
John Douglas Begg (resigned 5 August 2019) <sup>4</sup>								
2020	3,548	-	-	-	-	-	-	3,548
2019	159,516	-	-	-	-	-	-	159,516
<b>Total Remuneration: Specified Directors /Officers</b>								
2020	432,926	58,978	-	-	-	-	-	491,904
2019	574,515	315,863	-	-	-	-	-	890,378

During the current financial year the Company's CEO Ernie Myers and the Non-Executive Directors have volunteered a 50% reduction in their salary and fees, while the Executive Director has taken a voluntary 25% reduction in their salaries.

1. Mr Myers was appointed as CEO and reappointed as Executive Director 15 November 2018.
2. Mrs Petrovic was reappointed to the Board 5 September 2018.
3. Mr Rushworth's consulting fees relate primarily to farmout endeavours on the Company's African projects.
4. Mr Begg stepped down as CEO on 30 September 2018 and resigned as a director on 5 August 2019.

## (c) Directors' remuneration options: Granted and vested during the 2019 and 2020 financial years

There were no remuneration options granted to Directors during the financial years ending 30 June 2019 and 2020.



## (d) Option holdings of specified Directors and specified Executives

### 2020

	Balance at beginning of period 1 July 2019	Granted as Remuneration	Options (Exercised)/ (Expired)	Net Change Other	Balance at end of period 30 June 2020
<b>Specified Directors</b>					
Henry David Kennedy	-	-	-	-	-
Ernest Anthony Myers	20,000,000	-	-	-	20,000,000
Vesna Petrovic	20,000,000	-	-	-	20,000,000
Roy Barry Rushworth	20,000,000	-	-	-	20,000,000
Marie Michele Malaxos	78,926,829	-	-	-	*78,926,829
John Douglas Begg (resigned 5 August 2019)	91,853,660	-	-	-	**91,853,660
<b>Total</b>	230,780,489	-	-	-	230,780,489

\*Post financial year end 39,463,414 unlisted options held by Ms Malaxos expired.

\*\* Post financial year end 12,926,830 unlisted options held by Mr Begg expired.

### 2019

	Balance at beginning of period 1 July 2018	Granted as Remuneration	Options (Exercised)/ (Expired)	Net Change Other	Balance at end of period 30 June 2019
<b>Specified Directors</b>					
Henry David Kennedy	-	-	-	-	-
Ernest Anthony Myers	20,000,000	-	-	-	20,000,000
Vesna Petrovic	20,000,000	-	-	-	20,000,000
Roy Barry Rushworth	20,000,000	-	-	-	20,000,000
Marie Michele Malaxos	78,926,829	-	-	-	78,926,829
John Douglas Begg (resigned 5 August 2019)	157,853,660	-	(66,000,000) <sup>1</sup>	-	91,853,660
<b>Total</b>	296,780,489	-	(66,000,000)	-	230,780,489

1. Mr Begg exercised 66,000,000 Class A options over ordinary shares during the year. The exercise price was \$0.004.

## (e) Shareholdings of Specified Directors and Specified Executives

### 2020

	Balance 1 July 2019	Acquisitions (Disposals)	Balance 30 June 2020
Ordinary Shares held in Pancontinental Oil & Gas NL			
<b>Specified Directors</b>			
Henry David Kennedy	411,768,269	-	411,768,269
Ernest Anthony Myers	2,900,715	-	2,900,715
Roy Barry Rushworth	134,335,610	-	134,335,610
Marie Michele Malaxos	39,000,000	-	39,000,000
Vesna Petrovic	-	-	-
John Douglas Begg (resigned 5 August 2019)	192,200,026	(95,000,000)	97,200,026
<b>Total</b>	780,204,620	(95,000,000)	685,204,620

### 2019

	Balance 1 July 2018	Acquisitions (Disposals)	Balance 30 June 2019
Ordinary Shares held in Pancontinental Oil & Gas NL			
<b>Specified Directors</b>			
Henry David Kennedy	411,768,269	-	411,768,269
Ernest Anthony Myers	2,900,715	-	2,900,715

# Notes to the Financial Statements



Roy Barry Rushworth	134,335,610	-	134,335,610
Marie Michele Malaxos	39,000,000	-	39,000,000
Vesna Petrovic	-	-	-
John Douglas Begg (resigned 5 August 2019)	187,200,026	5,000,000	192,200,026
<b>Total</b>	<b>775,204,620</b>	<b>5,000,000</b>	<b>780,204,620</b>

## 18. SEGMENT INFORMATION

### Segment accounting policies

The group has adopted AASB 8 *Operating Segments* which requires operating segments to be identified on the basis of internal reports about components of the group that are reviewed by the chief operating decision-maker in order to allocate resources to the segment and to assess its performance.

The Board of Pancontinental reviews internal reports prepared as consolidated financial statements and strategic decisions of the group are determined upon analysis of these internal reports. During the period the group operated predominately in one business segment, being the oil and gas sector. Accordingly, under the management approach outlined only one operating sector has been identified and no further disclosures are required in the notes to the consolidated financial statements.



## 19. FINANCIAL INSTRUMENTS

### Financial risk management

#### Overview:

The Company and Group have exposure to the following risks from their use of financial instruments:

- (a) credit risk
- (b) liquidity risk
- (c) market risk

This note presents information about the Company's and Group's exposure to each of the above risks, their objectives, policies and processes for measuring and managing risk, and the management of capital.

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

#### (a) Credit risk:

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. In this industry, it arises principally from the receivables of joint venture re-charges and recuperations of cost. For the group in this financial year, it arises primarily from trade debtors, receivables due from subsidiaries, GST and VAT refunds, prepayments and bonds.

##### (i) Trade and other receivables:

The Group operates predominantly in the oil and gas exploration sector; it does not ordinarily have material trade receivables and is therefore not ordinarily exposed to credit risk in relation to trade receivables.

##### (ii) Loans to subsidiaries:

The Company has provided funding to its subsidiaries by way of loans. Repayment of these loans will occur through future business activities of each respective entity.

### Exposure to credit risk

The carrying amount of the Company's and Group's financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

Consolidated	Note	Carrying amount	
		2020	2019
		\$	\$
Trade and other receivables	4	126,837	118,922
Cash and cash equivalents		567,361	2,014,369
<b>Total</b>		<b>694,198</b>	<b>2,133,291</b>

The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

### Impairment losses:

There are no material receivables past due for the Company or Group as at 30 June 2020, (2019: nil).



An impairment write down in respect of inter-Group loans and shares was recognised during the current year from an analysis of the subsidiaries respective financial positions. The total impairment write down recognised through impairment of loans to subsidiaries and shares held in subsidiaries during the current period was \$2,859,929 (2019: \$1,846,213).

Whilst the loans were not payable at 30 June 2020 a provision for impairment based on the subsidiaries financial position was carried forward from previous periods. The balance of this provision may vary due to performance of a subsidiary in a given year.

A provision for loss on investment in Gasfields Limited ("Gasfields") shares was created during the 2019 financial year for the whole investment of \$1,691,000 due to Gasfields being suspended from the Australian Securities Exchange ("ASX"). During the current financial year Gasfields was delisted from the ASX and as such the investment was categorised as a credit risk rather than equity price risk.

## (b) Liquidity risk:

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

The group manages liquidity risk by maintaining adequate cash reserves through continuously monitoring forecasts and actual cash flows.

Consolidated	Contractual cashflows		
	< 1 year	1-5 years	> 5 years
	\$	\$	\$
Trade and other payables - Current	(113,900)	-	-
Provisions - Non Current	-	-	(23,107)
Other payables - Non Current	-	-	(476,550)
<b>Total</b>	<b>(113,900)</b>	<b>-</b>	<b>(499,657)</b>

## (c) Market risk:

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

### (i) Currency risk:

The Group is from time to time exposed to currency risk on investments, and foreign currency denominated purchases in a currency other than the respective functional currencies of group entities, primarily the Australian dollar (AUD). The other material currency that these transactions are denominated in is the (USD).

The group has not entered into any derivative financial instruments to hedge such transactions and anticipated future receipts or payments that are denominated in a foreign currency.

# Notes to the Financial Statements



## Exposure to currency risk:

The group's exposure to foreign currency risk at balance date was as follows, based on notional amounts:

AUD	30 June 2020			30 June 2019		
	AUD	USD	Total	AUD	USD	Total
Cash & cash equivalents	54,000 <sup>1</sup>	513,361	567,361	130,510 <sup>2</sup>	1,883,859	2,014,369
Trade & other receivables	126,837	-	126,837	118,922	-	118,922
Trade and other payables	(613,567)	-	(613,567)	(995,689)	-	(995,689)
<b>Net balance sheet exposure</b>	<b>(432,730)</b>	<b>513,361</b>	<b>80,631</b>	<b>(746,257)</b>	<b>1,883,859</b>	<b>1,137,602</b>

1. 5,378.03 Namibian dollars which is the equivalent of \$451.46 is included in the AUD balance as it is immaterial to the currency risk.

2. 8,279.21 Namibian dollars which is the equivalent of \$840.15 is included in the AUD balance as it is immaterial to the currency risk.

The following significant exchange rates applied during the year:

	Average rate		Reporting date spot rate	
	2020	2019	2020	2019
AUD : USD	0.688	0.715	0.688	0.710

## Sensitivity analysis:

A 10 percent strengthening of the Australian dollar against the USD at 30 June would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for 2019.

Effect in AUD	Consolidated	
	Equity	Profit or loss
<b>30 June 2020</b>		
10% strengthening	57,040	57,040
<b>30 June 2019</b>		
10% strengthening	209,318	209,318

A 10 percent weakening of the Australian dollar against the USD at 30 June would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

The sensitivity analysis only had an effect on the equity or profit and loss of the Company in relation to the USD bank account.



# Notes to the Financial Statements



## Interest rate risk:

At balance date the Group had exposure to interest rate risk, through its cash and equivalents held within financial institution.

	Consolidated Carrying Amount	
	30 June 2020	30 June 2019
<b>Variable rate instruments</b>		
Cash and cash equivalents	567,361	2,014,369

## Fair value sensitivity analysis for fixed rate instruments:

The company and group do not account for any fixed rate financial assets at fair value through profit or loss. Therefore, a change in interest rates at reporting date would not affect profit or loss or equity.

## Fair values:

The fair values of financial assets and liabilities, together with the carrying amounts shown in the balance sheet, are as follows:

Consolidated	30 June 2020		30 June 2019	
	Carrying amount	Fair value	Carrying amount	Fair value
Trade and other receivables	126,837	126,837	118,922	118,922
Cash and cash equivalents	567,361	567,361	2,014,369	2,014,369
Trade and other payables	(613,567)	(613,567)	(995,689)	(995,689)
	80,631	80,631	1,137,602	1,137,602

The basis for determining fair values is disclosed in note 1.

## Capital Management:

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors the return on capital, which the group defines as net operating income divided by total Shareholders' equity, excluding non-redeemable preference shares and minority interests.

	2020	2019
<b>Equity attributable to Shareholders of the Company</b>		
Minorities	(1,505,124)	(486,812)
Equity	4,413,615	7,859,153
Total assets	3,522,058	8,368,030
Equity ratio in %	125.31%	93.92%
Average equity	5,140,416	7,500,025
Net Profit /(Loss)	(4,463,850)	(1,633,481)
Return on Equity in %	(86.84)%	(21.78)%

There were no changes in the group's approach to capital management during the year. Neither the company nor any of its subsidiaries are subject to externally imposed capital requirements.



## 20. RELATED PARTY

- (a) During the year the company paid fees to Resource Services International Limited, a company in which Mr Kennedy has a financial interest, for his role as Non-Executive Chairman. The amount paid was \$43,750 (2019: \$50,000). Refer note 17.
- (b) During the year the company paid fees to Rock Doc Pty Ltd, a company in which Mr Begg (resigned 5 August 2019) has a financial interest, for CEO, Executive and Non-Executive Director fees. The amount paid was \$3,548 (2019: \$159,516). Refer note 17.
- (c) During the year the company paid fees to GM Woodmont Pty Ltd, a company in which Ms Malaxos has a financial interest, for Non-Executive Director fees and consulting. The amount paid was \$46,997 (2019: \$82,996). Refer note 17.
- (d) The Company has effected Directors and Officers Liability Insurance.

## 21. PARENT INFORMATION

The Group has applied amendments to the Corporations Act (2001) which remove the requirement for the Group to lodge parent entity financial statements. Parent entity financial statements have been replaced by the specific parent entity disclosures below.

### AT 30 JUNE 2020

	2020	2019
	\$	\$
<b>STATEMENT OF COMPREHENSIVE INCOME</b>		
Profit/(Loss) for the period	<b>(3,891,247)</b>	(1,023,479)
<b>TOTAL COMPREHENSIVE INCOME/(LOSS)</b>	<b>(3,891,247)</b>	(1,023,479)
	2020	2019
	\$	\$
<b>STATEMENT OF FINANCIAL POSITION</b>		
<b>Assets</b>		
Current assets	<b>671,752</b>	2,124,786
<b>TOTAL ASSETS</b>	<b>3,607,788</b>	7,686,628
<b>Liabilities</b>		
Current liabilities	<b>103,587</b>	289,738
<b>TOTAL LIABILITIES</b>	<b>126,694</b>	314,287
<b>Equity</b>		
Contributed equity	<b>107,724,403</b>	107,724,403
Reserves	<b>676,227</b>	776,227
Accumulated losses	<b>(104,919,536)</b>	(101,128,289)
<b>TOTAL EQUITY</b>	<b>3,481,094</b>	7,372,341

# Directors' Declaration



In accordance with a resolution of the Directors of Pancontinental Oil & Gas NL, I state that:

(1) In the opinion of the Directors:

(a) the financial statements and notes of the company and of the consolidated entity are in accordance with the Corporations Act 2001, including:

(i) giving a true and fair view of the company's and consolidated entity's financial position as at 30 June 2020 and of their performance for the year ended on that date; and

(ii) complying with Accounting Standards including International Financial Reporting Standards and Corporations Regulations 2001; and

(b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

(2) This declaration has been made after receiving the declarations required to be made to the Directors in accordance with section 295A of the Corporations Act 2001 for the financial period ending 30 June 2020.

On behalf of the Board

EA Myers  
Director

Perth, Western Australia  
30 September 2020



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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
PANCONTINENTAL OIL & GAS NL**

**Report on the Audit of the Financial Report**

***Opinion***

We have audited the financial report of Pancontinental Oil & Gas NL ("the Company") and its controlled entities ("the Group") which comprises the consolidated statement of financial position as at 30 June 2020, 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 on that date and notes to the financial statements, including a summary of significant accounting policies and the directors' declaration of the Company.

In our opinion the 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 2020 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 these standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of this 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 (Including Independence Standards)* (the "Code") that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

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

***Key Audit Matters***

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





**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
PANCONTINENTAL OIL & GAS NL (continued)**

<b><i>Key Audit Matter - Cash and Cash Equivalents</i></b>	<b><i>How our Audit Addressed the Key Audit Matter</i></b>
<p>The Group's cash and cash equivalents make up 82% of total current assets by value and are considered to be the key driver of the Group's operations and exploration activities.</p> <p>We do not consider cash and cash equivalents to be at a high risk of significant misstatement, or to be subject to a significant level of judgement.</p> <p>However due to the materiality in the context of the financial statements as a whole, this is considered to be an area which had an effect on our overall strategy and allocation of resources in planning and completing our audit.</p>	<p>Our procedures over the existence of the Group's cash and cash equivalents included but were not limited to:</p> <ul style="list-style-type: none"> <li>• Testing a sample of cash payments to determine they were bona fide payments, were properly authorised and recorded in the general ledger;</li> <li>• Checking the appropriateness of foreign exchange rates used for cash and cash equivalents denominated in foreign currencies; and</li> <li>• Agreeing significant cash holdings to independent third-party confirmations.</li> </ul> <p>We have also assessed the appropriateness of the disclosures included in the financial report.</p>
<b><i>Key Audit Matter - Exploration and Evaluation Expenditure</i></b>	<b><i>How our Audit Addressed the Key Audit Matter</i></b>
<p>The Group incurred significant exploration and evaluation expenditure during the year.</p> <p>We do not consider exploration and evaluation expenditure to be at a high risk of significant misstatement, however due to the materiality in the context of the financial statements as a whole, this is considered to be an area which had an effect on our overall strategy and allocation of resources in planning and completing our audit.</p>	<p>Our procedures in assessing exploration and evaluation expenditure included but were not limited to the following:</p> <ul style="list-style-type: none"> <li>• We assessed the reasonableness of capitalising exploration and evaluation expenditure in accordance with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i>.</li> <li>• We tested a sample of exploration and evaluation expenditure to supporting documentation to ensure they were bona fide payments; and</li> <li>• We documented and assessed the processes and controls in place to record exploration and evaluation transactions.</li> </ul> <p>We have also assessed the appropriateness of the disclosures included in the financial report.</p>



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

### PANCONTINENTAL OIL & GAS NL (continued)

#### ***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 2020, 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.

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 there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### ***Directors' Responsibility for the Financial Report***

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

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

#### ***Auditor's Responsibility 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 Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: [www.auasb.gov.au/Home.aspx](http://www.auasb.gov.au/Home.aspx).

We communicate with the directors regarding, amongst 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.



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

### PANCONTINENTAL OIL & GAS NL (continued)

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, related safeguards.

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 period and are therefore the key audit matters.

We describe those 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 communications.

#### ***Report on the Remuneration Report***

#### ***Opinion on the Remuneration Report***

We have audited the remuneration report included in the directors' report for the year ended 30 June 2020.

In our opinion the remuneration report of Pancontinental Oil & Gas NL for the year ended 30 June 2020 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.

Rothsay Auditing

Dated 30 September 2020

Daniel Dalla  
Partner