

PANCONTINENTAL OIL & GAS NL – ANNUAL REPORT 2018



PANCONTINENTAL



ABN 95 003 029 543

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ASX Code

PCL

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PANCONTINENTAL LOGO

The Pancontinental logo is in keeping with the Pancontinental name and technical ethic. The logo represents a mapped view of the globe seen from above the polar region. The green sectors represent the continents and the blue sectors represent the oceans.



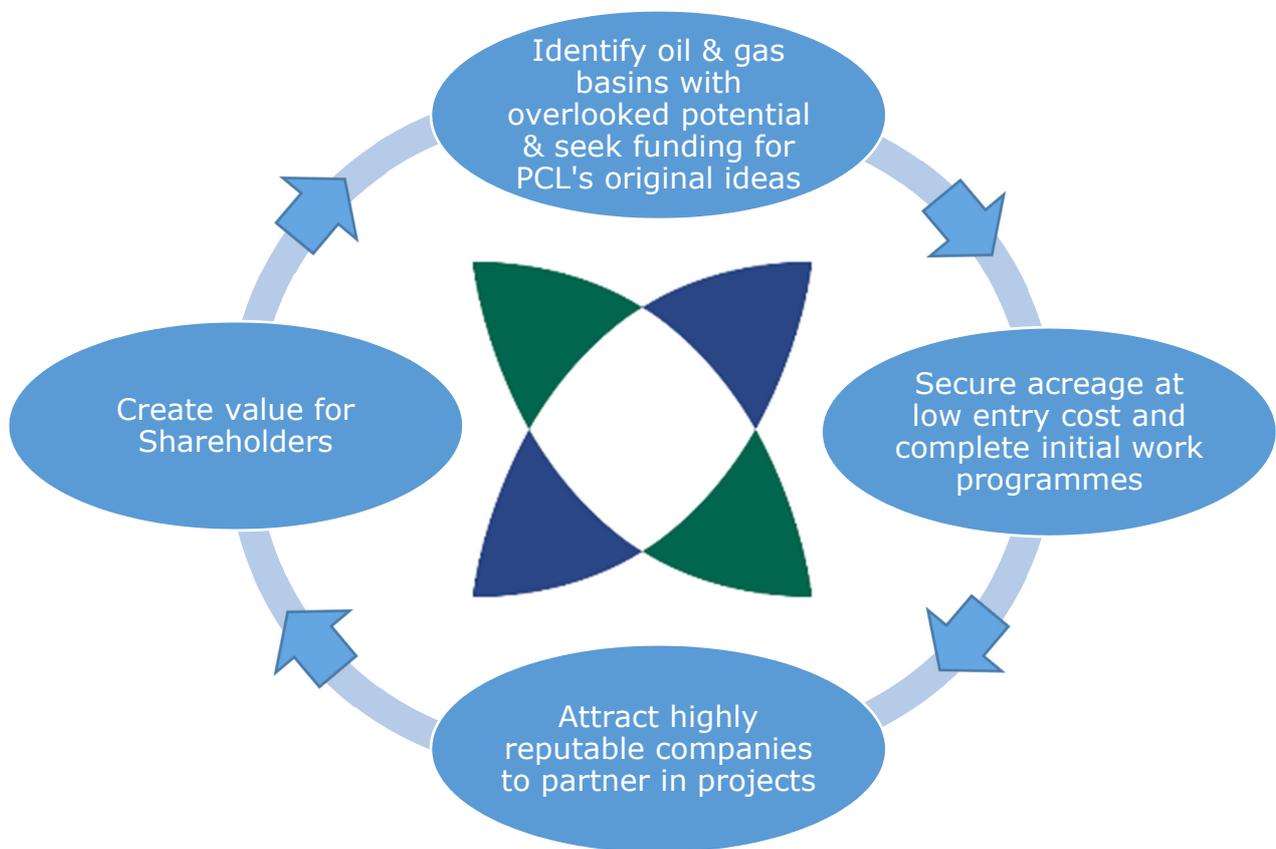
Who we are

- Pancontinental Oil & Gas NL is an Australian based international oil and gas exploration company with interests in Africa, Australia and United States of America.
- The Company's headquarters are in West Perth, Western Australia.
- The Company is listed on the Australian Securities Exchange under code PCL.
- Pancontinental is managed by a team of experienced individuals from corporate, technical and financial backgrounds.





Strategy & Business Model



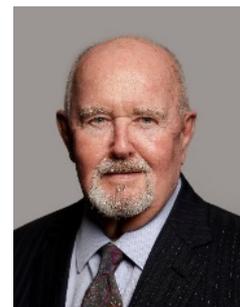


Dear Shareholder,

The Board of Directors of Pancontinental Oil & Gas NL is pleased to present to you the Company's 2018 Annual Report.

The highlights of the 2018 financial year for Pancontinental include:

- participating in three high impact wells;
- receiving circa AU \$10 million for a partial sale of one of Pancontinental's Namibian assets;
- successfully securing additional acreage in Namibia as operator amid international competition; and
- making significant advances toward securing the permits for the 3D seismic survey planned over the Walyering Conventional Gas Field project.



Pancontinental commenced the financial year with the Company's shareholders approving the acquisition of gas explorer Bombora Natural Energy Pty Ltd which holds interests in the Sacramento Basin, California. Through this acquisition, the Company participated in two wells; Dempsey 1-15 and Tulainyo 2-7. Although the wells encountered some technical success, ultimately they were not able to deliver the commercial production anticipated.

During the financial year, the Company negotiated a deal with Africa Energy Corp. for their investment in the subsidiary that owns an interest in Namibia Petroleum Exploration Licence 37. This transaction provided the Company with an immediate US \$2.2 million cash injection and US \$5.5 million upon the spud of the Cormorant-1 well in September 2018. That is approximately AU \$10 million brought to the Company in one year, for part of one project.

Strengthening our Namibian portfolio, the Company was awarded Petroleum Exploration Licence 87 over a large, offshore exploration area in the Orange Basin, and on trend to industry giants Shell, GALP (Portugal) and Total.

PEL 87 has the potential to host giant-scale oil traps. So far we have mapped a very large turbidite complex, now called the "Saturn Superfan". Covering about 2,400 sq km it has the potential, at least in area, to easily surpass the size of any other oil trap of recent years. Saturn lies immediately on top of oil-mature source rocks, as identified in regional wells. While containing a number of discrete depositional bodies, it may itself form a single vast single oil trap. As always, only drilling will yield Saturn's true potential. We are very excited by this new project.

The long-awaited Cormorant-1 well offshore Namibia commenced drilling in September 2018. Pancontinental was carried for the drilling costs under a 2013 agreement with Tullow Namibia Limited (a subsidiary of Tullow Oil). The well reached total depth as designed but unfortunately no significant hydrocarbons were found. Cormorant-1 is the first modern well in PEL 37 and the Joint Venture is in the early stages of analysing the results. The well data has provided valuable information for the other prospects and may assist in unlocking the prospectivity of the region.

Our team is also making good progress on the West Australian, Walyering Conventional Gas Field Project, with the Company currently processing an application to conduct 3D seismic activities in the area.

Pancontinental raised AU \$2.0 million by way of Placement and AU \$1.6 million via Convertible Notes during the financial year and we thank all participants for their support.

The past twelve months have been particularly demanding with complex issues to navigate. I am confident that the Board; Mr John Begg and Mrs Marie Malaxos having joined the Company during the year through the Bombora transaction, along with long time existing Directors Mr Ernie Myers and Mr Barry Rushworth as well as newly re-appointed Mrs Vesna Petrovic have the right assets and capability, and your Company is well placed to continue delivering shareholder value.

I acknowledge with appreciation, the hard work and dedication of the entire Pancontinental team during the financial year. To you, our loyal Shareholders, as always I extend a particular thanks for your patience and support.

HD Kennedy - Chairman



Pancontinental is a junior oil and gas exploration company with a portfolio of high quality assets in prospective hydrocarbon provinces

AFRICA

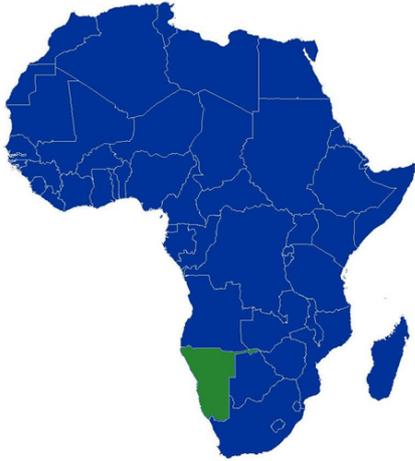
Namibia <u>PEL 37</u>	Namibia <u>PEL 87</u>	Kenya <u>L6</u>
<p>LOCATION: Walvis Basin, Offshore Namibia</p>	<p>LOCATION: Orange Basin, Offshore Namibia</p>	<p>LOCATION: Lamu Basin, Onshore /Offshore Kenya</p>
<p>PROJECT SIZE: 17,295 square kilometres</p>	<p>PROJECT SIZE: 10,947 square kilometres</p>	<p>PROJECT SIZE: 5,010 square kilometres</p>
<p>JOINT VENTURE PARTNERS: Tullow Namibia Limited (Operator) 35.00% Pancontinental Namibia Pty Ltd 30.00%* ONGC Videsh Limited 30.00% Paragon Oil & Gas (Pty) Ltd 5.00% *Africa Energy Corp. invested in Pancontinental Namibia Pty Ltd during the year and acquired a 10% interest with Pancontinental retaining 20%.</p>	<p>JOINT VENTURE PARTNERS: Pancontinental Orange Pty Ltd 75.00% Custos Investments (Pty) Ltd 15.00% National Petroleum Corporation of Namibia (NAMCOR) 10.00%</p>	<p>JOINT VENTURE PARTNERS: Offshore FAR Limited (Operator) 60.00% Pancontinental Oil & Gas Group 40.00% Onshore Milio International Group (Operator) 60.00%* after earn in. Pancontinental Oil & Gas Group 16.00% FAR Limited 24.00%</p>
<p>GEOLOGY: An "Oil Mature Fairway" has been interpreted which extends through PEL 37. Pancontinental believes that PEL 37 is one of the prime areas in Namibia covering an oil generating "sweet spot" where oil prone source rocks are sufficiently buried to generate oil. A number of ponded turbidite, slope turbidite, basin floor turbidite fans and channels forming major very large "leads" closely associated with, and within the Inner Graben of PEL 37 have been identified and mapped.</p>	<p>GEOLOGY: Pancontinental believes that PEL 87 is highly prospective for oil, with high quality mature oil source rocks and the potential for very large oil traps. Water depths are between 500m and 3,200 m and the area is on trend with the actively explored Total / Impact Oil and Gas deepwater block, the subject of a farmin by Total in October 2017. Pancontinental has a large interest in this area. Preliminary mapping already shows evidence of traps in large turbidite fan plays.</p>	<p>GEOLOGY: A deep central graben in this area is considered to be an oil and gas "source kitchen" and potential hydrocarbon trapping prospects have been identified adjacent to the area. The Kifaru Prospect and Kifaru West Prospect are interpreted to be large stacked Miocene reefs, with interpreted good lateral and top seals and close proximity to mature Eocene source rocks. The Tembo Prospect is a large tilted fault block trap, with interpreted sandstone reservoirs at a number of levels.</p>



NORTH AMERICA

AUSTRALIA

USA California Sacramento Gas Basin Dempsey Gas Project	USA California Sacramento Gas Basin Alvares Gas Discovery	Australia Perth Basin Walyering Gas Field
LOCATION: Central-Northern, Sacramento Gas Basin, California	LOCATION: Western flank of Northern Sacramento Gas Basin	LOCATION: Northern Perth Basin on trend from the analogue producing, Gingin/Red Gully gas & condensate field.
PROJECT SIZE: Over 4,500 net acres (18 square kilometres)	PROJECT SIZE: Approx 6,000 acres (24 square kilometres)	PROJECT SIZE: 120 square kilometres (Area to be excised from a larger exploration licence, just focused on the Walyering Gas Field)
JOINT VENTURE PARTNERS: Sacgasco Limited (Operator) 50.00% Empyrean Energy PLC 30.00% Xstate Resources Limited 10.00% Pancontinental Oil and Gas NL 10.00%* <input type="checkbox"/> Via 100% subsidiary Bombora Natural Gas LLC	JOINT VENTURE PARTNERS: Sacgasco Limited (Operator) 39.00% Empyrean Energy PLC 25.00% Xstate Resources Limited 21.00% Pancontinental Oil & Gas NL 15.00% <input type="checkbox"/> Via subsidiary Bombora Natural Gas LLC	JOINT VENTURE PARTNERS: UIL Energy (Operator) 30.00% Pancontinental Oil & Gas 70.00%*earning *Earning interest by funding a 3D seismic survey covering the Walyering Gas Field
GEOLOGY: The Dempsey structure is a large 3-way dip, fault- bound structure continuing from shallow levels down to economic basement rocks and defined by 3D seismic. It is located in the central Northern Sacramento Gas Basin within a multi-field, gas producing area. It has lesser volume reservoir targets within an existing producing field area, mapped on 3D seismic and overlying multiple, much larger, stacked targets interpreted within sandstones of Early Cretaceous age. The Early Cretaceous reservoirs have not often been drilled in the Basin (just 16 partial well penetrations) and most of these were very old wells that were not drilled on structure.	GEOLOGY: A large (over 16km ²) faulted anticline structure in a frontal fold setting on the west flank of the Sacramento Gas Basin. On geological trend and north of the Tulainyo Gas Discovery. The highly tectonised geological environment makes effective drilling challenging, often requiring very high mud weights to maintain the borehole when drilling and to hold back gas under apparent, high pressure. The Alvares-1 well drilled in 1982 had extensive high gas shows in the Early Cretaceous Stoney Creek Formation. A thick sequence of sandstones, silt and conglomerates were penetrated in the well below 8,300 feet (2,530 metres) with gas shows extending over some 1,500m that were either not tested or improperly tested in the original discovery well.	GEOLOGY: The Walyering Gas Field was discovered in 1971 and a small compartment briefly put on production, producing about 0.25 Bcf gas. It is still crossed by the Parmelia gas trunk line that has available capacity. The field is located in a large, faulted anticline on the west side of the Dandaragan Trough which hosts the source kitchens for most of the gas discovered in the Basin. A thick interbedded fluvio-deltaic sandstone reservoir system is present with top and lateral seals mostly provided by intra-formational shales and siltstones.



Namibia

Offshore Namibia is one of the few frontier regions left in the world where all the elements required for a material oil accumulation are assessed by the international oil and gas industry to be present. It is also an area that the industry considers, and Pancontinental's own work indicates, has the potential for billion-barrel discoveries. The country is situated in favourable surrounds - south of Angola, which is the second largest oil producer in Africa and a member of OPEC. The oil sector in Angola has driven the country's economic growth accounting for a significant percentage of exports.

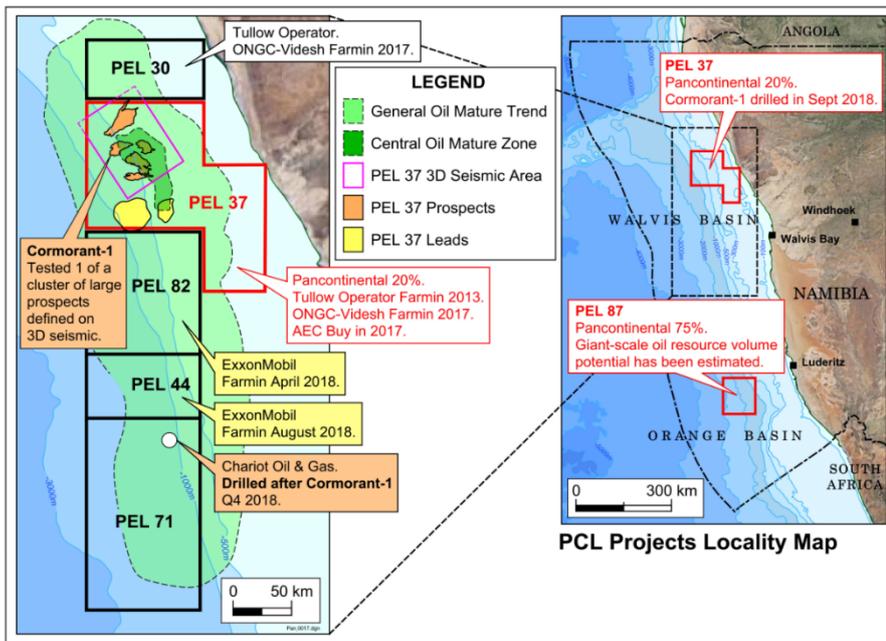
Namibia Offshore PEL 37

Location:	Walvis Basin
Project Size:	17,295 square kilometres
JV Partners:	Tullow Namibia Limited (Operator) 35.00%
	Pancontinental Namibia Pty Ltd 30.00%*
	ONGC Videsh Limited 30.00%
	Paragon Oil & Gas (Pty) Ltd 5.00%

Pancontinental holds a 20% effective interest in PEL 37 and was the originator and initial Operator of the project. PEL 37 covers blocks 2012B, 2112A and 2113B in the Walvis Basin, offshore Namibia. Pancontinental has been present in Namibia for over a decade and commenced the PEL 37 journey in 2011 when it was awarded the licence alongside its local Namibian partner. In the seven years since

inception of the project, the Company has successfully farmed out to Tullow Namibia Limited (a subsidiary of Tullow Oil) for the seismic – US \$34 million; and drilling – US \$30-40 million; and brought in investment partner Africa Energy Corp. for US \$7.7 million.

That is, over US \$70 million brought into the project by Pancontinental's small and effective team led by Barry Rushworth, the Company's former CEO and currently Director with oversight for Africa.

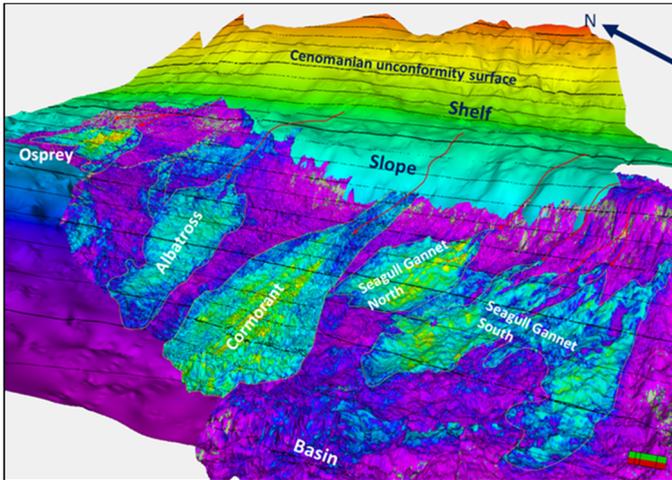




Prospects

Exploration findings to date uncovered four main Prospects:

- Cormorant
- Albatross
- Seagull & Gannet North
- Seagull & Gannet South



Prospects within PEL 37

As well as three Leads (not pictured):

- Upper Fan 2
- Lower Fan 3
- Lower Fan 4

The Prospects are positioned in the northern blocks of the licence and are on trend to the first oil discovery offshore Namibia. The Cormorant Prospect was chosen by the Joint Venture as having the lowest geological risk amongst the identified prospects in the licence with attributes similar to many successful, oil-charged turbidites plays along the West African coast.

Prospective Resources

The following table summarises the potential recoverable oil resources calculated pre drilling of Cormorant-1 for the leading four submarine fan (turbidite) prospects mapped in PEL 37, including Cormorant, now known to be dry. A number of other leads have yet to be quantified. The Prospective Resources were estimated using a deterministic method and represent un-risked, Best Estimate figures. Upside resource estimates are not shown.

PROSPECT / LEAD	STATUS	AREA (Sq Km)	PROSPECTIVE RESOURCE 100% (MMbbls)*	NET PANCONTINENTAL SHARE (MMbbls)
Albatross	Prospect	293	349	64.6
Seagull & Gannet S	Prospect	273	338	62.5
Seagull & Gannet N	Prospect	90	104	19.2
Cormorant	Prospect	120	124	22.9
TOTAL (Prospects Only)			915*	169.20

Note - The 100% basis refers to the total resource while the Net to Pancontinental basis is adjusted for the Government Royalty of 5% under Production Sharing Contracts and Pancontinental's percentage entitlement under Joint Venture contracts.

* Cautionary Statement

The recoverable resources referred to above have been calculated deterministically and are unrisks best estimate prospective resources. These were announced on 28 September, 2015.

The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.

In the wake of the Cormorant-1 drill result (dry well), the oil resource estimates for the prospects may be impacted but they have yet to be reviewed and quantified.



Investment of Africa Energy Corp. into Pancontinental Namibia

During the financial year, Pancontinental and Africa Energy Corp. ("AEC") reached agreement over the sale of an interest in the Pancontinental subsidiary which holds PEL 37. Consideration for the transaction totalled US \$7.7 million, with US \$2.2 million received at the close of the transaction and the remaining US \$5.5 million received post financial year end at the spud of the Cormorant-1 well. That is a cash injection into the Company of approximately AU \$10 million.

AEC have a well-respected and highly qualified technical team whose input has considerably strengthened Pancontinental Namibia Pty Ltd.

AEC subscribed for new shares in the subsidiary equivalent to 33.33% of the issued capital with Pancontinental retaining 66.67%. AEC is a Canadian oil and gas exploration company listed on the Toronto Venture Exchange under ticker symbol AFE. The Company is part of the Lundin Group of Companies and is actively building an exploration portfolio across Africa.

AEC's investment in the Pancontinental Group secured a relationship both parties have been jointly pursuing for some time and is an important outcome for Pancontinental.

The Company's historic strategy of acquiring frontier exploration areas and farming out to majors and reputable companies once again delivered a high quality industry partnership, a considerable cash injection and is an endorsement of the processes utilised by the Company in assessing and selecting exploration assets.

Although the industry still faces challenging conditions, the Pancontinental management team was able to conclude negotiations with AEC and provide a beneficial outcome for the Company.

Entry of ONGC Videsh Limited into the PEL 37 Joint Venture

In July 2017, the Operator of the PEL 37 joint venture Tullow Oil advised that it had entered into an agreement with India's state-owned oil producer ONGC Videsh Limited ("ONGC") for a 30% interest in the offshore licence, with Tullow retaining a 35% interest and operatorship.

Due to ONGC's strong reputation and past credentials, both the joint venture and industry peers welcomed the news. The deal is ONGC's maiden entry into Namibia and is part of the Company's strategy to add high impact exploration and production assets to its portfolio.

Regional Activity

Galp Energia reported the farmin of Oil Major ExxonMobil into exploration permit PEL 82 for a 40% interest. The licence covers an area of 11,444km² in water depths ranging from 200m to 2,000m. It is located directly south of Pancontinental's PEL 37, as shown in the diagram below.

The ExxonMobil farmin block, PEL 82, is operated by Galp in partnership with the National Petroleum Corporation of Namibia (NAMCOR) and Custos Investments (Pty) Ltd, a local Namibian company. These are the same Namibian partners that Pancontinental has in recently awarded PEL 87 (formerly Block 2713) which covers 10,947 km² and is located further to the south. Pancontinental is the operator of PEL 87 and holds a 75% interest.

Post financial year end, ExxonMobil also farmed-in to a second block (PEL 44) on trend to the south of Pancontinental's 20% owned PEL 37.

Pancontinental's belief in the prospectivity and potential large size of oil resource targets offshore Namibia has been validated by the positioning of industry-leading companies such as ExxonMobil, Shell, Total and ONGC Videsh as well as Africa specialists like Tullow Oil and Africa Energy, either within or around the Company's licences.



Cormorant-1 Drilling



The Ocean Rig Poseidon – Drilled Cormorant-1 in September 2018

The Cormorant-1 exploration well in PEL 37 offshore Namibia reached a total measured depth of 3,855m and was plugged and abandoned as a dry hole. The well was efficiently drilled by operator Tullow Oil, reaching total depth on 21 September 2018, materially quicker than prognosed.

The Early Cretaceous age Cormorant Submarine Fan target was encountered close to the predicted depth but no accumulated hydrocarbons were found. The Fan contained approximately 50m thickness of interbedded sands and claystones that were water-wet. Wet gas signatures, (that is, containing heavier hydrocarbon components than dry gas which is methane) indicative of oil, were first encountered in the overlying shale section and persisted throughout the target interval, indicating that there has been significant hydrocarbon generation in the area.

Important geological data has been gained from this well, providing valuable insights into the prospectivity of the Aptian-Cenomanian turbidite fans that are still valid exploration plays with very large oil resource potential in Pancontinental's acreage both in PEL 37 and, further south, in PEL 87 (Pancontinental 75%).

Cormorant-1 is the first modern well to penetrate this stratigraphic section in PEL 37, (which covers some 17,000 km²), and the Joint Venture is in the early stages of analysing the results. The analysis will assist the geological understanding, and the associated discovery probability, of other prospects and leads in PEL 37, some of which have significantly larger resource potential than Cormorant. The well data supports the presence of at least one active source rock system, with encouraging implications for the range of play types mapped in the block, and in PEL 87.

Pancontinental Oil & Gas NL owns two thirds of Pancontinental Namibia Pty Ltd, which holds a 30% participating interest in PEL 37, giving it a 20% effective interest in PEL 37.



Namibia Offshore PEL 87

Location:	Orange Basin		
Project Size:	10,947 square kilometres		
JV Partners:	Pancontinental	75.00%	
	Custos Investments (Pty) Ltd	15.00%	
	NAMCOR*	10.00%	
	*National Petroleum Corporation of Namibia		

During the financial year, the Company successfully secured the award of a Petroleum Agreement over PEL 87 (Block 2713) in the Orange Basin. This is a separate Basin further south offshore Namibia to the Walvis Basin in which PEL 37 is located. The joint venture consists of local partners NAMCOR and Custos Investments (Pty) Ltd holding 25% and Pancontinental a strategic, majority and operated 75% interest. The new area is in a region where high capacity oil prospects have previously been identified.

Pancontinental's technical evaluation of PEL 87 is advancing well based on interpretation of over 2,800 line km of mostly reprocessed 2D seismic data. A number of prospective trends have been identified with current focus on a very large submarine fan complex of Aptian Age that the Company has named the "Saturn" Superfan. It is an older feature than the submarine fan drilled in PEL 37 to the north. The fan complex directly overlies interpreted, high quality oil source rocks correlated to the 2013 drilled Moosehead-1 well located in the south of the block. Independently assessed potential for giant scale (over 500MMBbls* recoverable) oil resource is indicated with a range of large sub leads of this play. These recoverable resource estimates were released to ASX post financial year end.

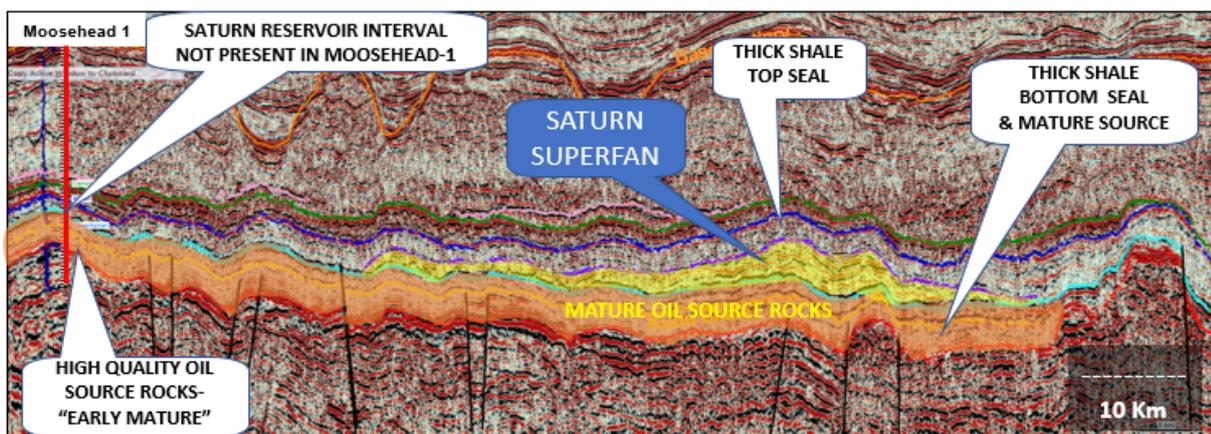
*Cautionary Statement

The potential recoverable oil resources, classified as Prospective Resources, have been estimated probabilistically on an unrisked, Best Estimate basis.

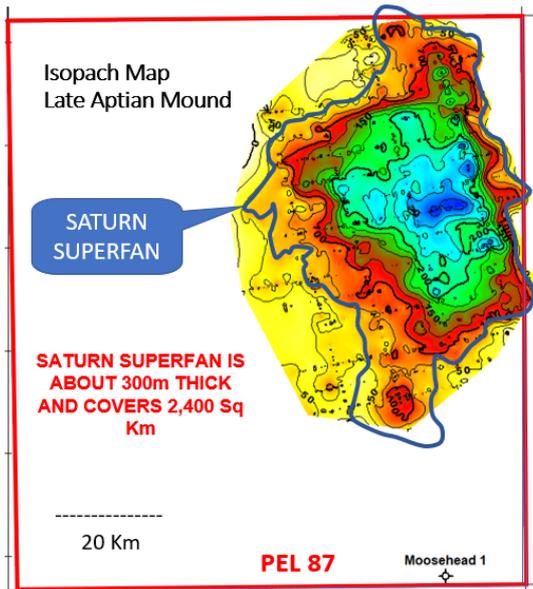
These were announced on 11 September, 2018.

The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.

The company confirms that it is not aware of any new information or data that, in its opinion, materially affects the information included in the relevant market announcement and that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.



Seismic Section through the Saturn Superfan showing a large closed anticlinal-drape Lead



Pancontinental has completed the first major stage of assessing the potential prospective oil resources in PEL 87. Giant-scale prospective oil resource potential has now been quantified by Independent Experts.

A vast Late Aptian Submarine Fan Complex directly on top of Mature Oil Source is interpreted to contain a number of individual Leads, while it is itself mapped to be enveloped in sealing shale and with the potential to be one vast, single, oil trap.

This "Saturn" Superfan lies immediately on top of oil-mature and rich oil source shales that were drilled by Moosehead-1 and interpreted throughout PEL 87. The Superfan is a highly prospective Play Type tested in analogue basins but not yet drilled in Namibia.

Exploration in PEL 87 adds to Pancontinental's activities in PEL 37 further to the north in the Walvis Basin, a project which it initiated in 2011. While both projects share similar geological characteristics, different oil source kitchens are accessed in each area. The "Saturn" Superfan is geologically older and located closer to the oil source sequence than the younger submarine fan body targeted by the Cormorant-1 well in PEL 87.

Prospective Resources

The "Saturn" Superfan is made up of a number of discrete internal geological Play types but could itself be a vast single oil trap on a global scale.

TABLE OF BEST ESTIMATE VOLUMES

PLAY TYPE	GROSS BEST ESTIMATE PROSPECTIVE RESOURCES POTENTIAL*	LEAD
Aptian Depositional Wedge	1.3 Billion Bbls	Saturn Superfan**
Mounded Facies	152 Million Bbls	A
Structural (4 way rollover)	73 Million Bbls	C1
Structural / Stratigraphic	345 Million Bbls	D
First Turbidite lobe/Sheet sand	349 Million Bbls	G
Structural/Mound (4 way rollover)	40 Million Bbls	H

The oil volumes shown are gross volumes.

*A Giant field has at least 500 MMBOE recoverable potential

** The overall Saturn Superfan incorporates all of the other Leads, but with different risk inputs

*Cautionary Statement

The potential recoverable oil resources, classified as Prospective Resources, have been estimated probabilistically on an unrisksed, Best Estimate basis.

These were announced on 11 September, 2018.

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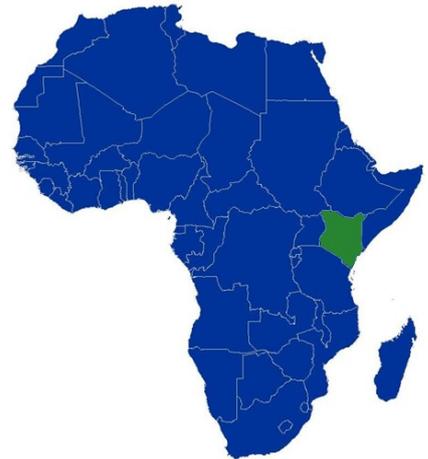
The company confirms that it is not aware of any new information or data that, in its opinion, materially affects the information included in the relevant market announcement and that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.



Kenya

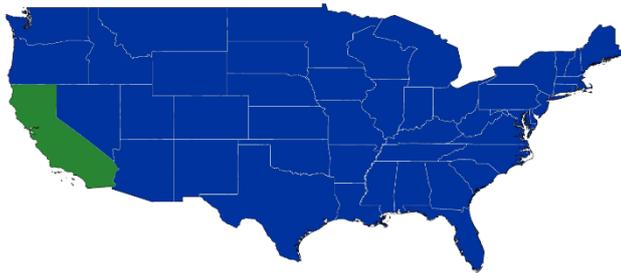
Kenya Onshore/Offshore Block L6

Location:	Lamu Basin		
Project Size:	5,010 square kilometres		
JV Partners	FAR Limited (Operator)	60.00%	
Offshore:	Pancontinental	40.00%	
JV Partners	Milio International (Operator)	60.00%	
Onshore:	Pancontinental	16.00%	
	FAR Limited	24.00%	



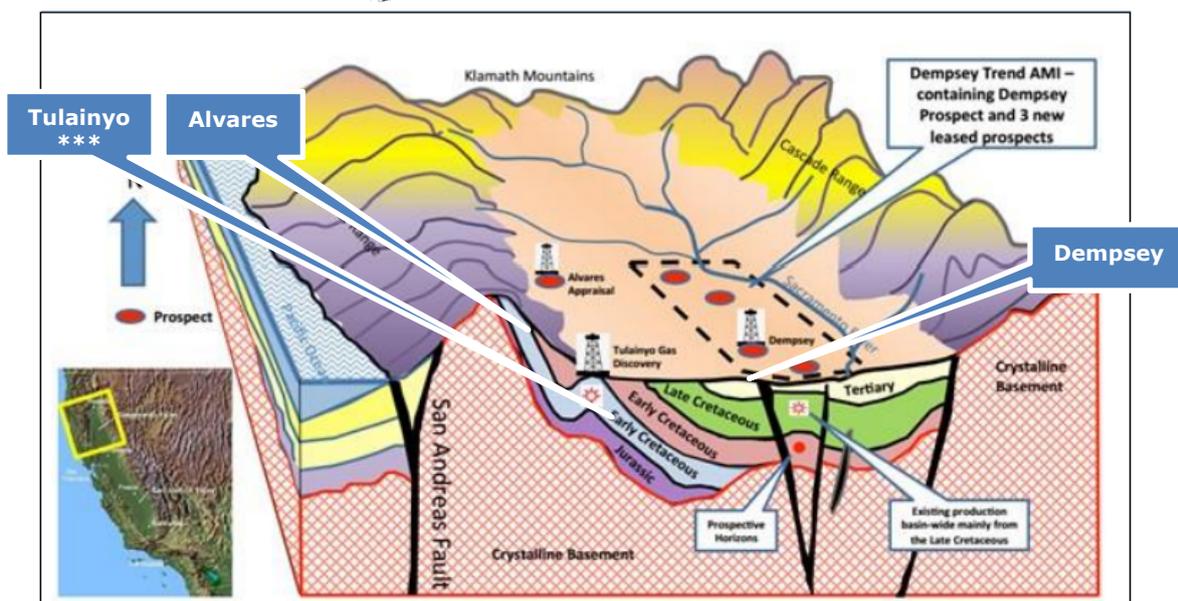
Pancontinental holds an interest in the L6 block onshore/offshore Kenya. The company has been a participant in the block since its award and has completed various work programmes in joint venture over the area.

Due to uncertainties over the security of field operations in this area, activity has been suspended. In conjunction with joint venture partner and operator of the offshore area, FAR Limited, future activities for Block L6 are in review.



USA California

Pancontinental added to its exploration portfolio in July 2017 with the addition of projects in California USA, via the acquisition of Bombora Natural Energy Pty Ltd ("Bombora").



Sacramento Basin Assets

***** As of June 2018, the Company no longer holds interests in the Tulainyo Project.**



USA California – Dempsey Gas Project

Location:	Sacramento Gas Basin		
Project Size:	18 square kilometres		
JV Partners:	Sacgasco Limited (Operator)	(ASX:SGC)	50.00%
	Pancontinental Oil & Gas NL	(ASX:PCL)	10.00%
	Empyrean Energy PLC	(AIM:EME)	30.00%
	Xstate Resources Limited	(ASX:XST)	10.00%

The Dempsey Prospect is located in an area of producing gas fields which are connected to the California gas network in the central, Northern Sacramento Gas Basin.

Pancontinental's work programme in the region during the year included the appraisal of two existing gas discoveries, with the Dempsey-1 well, the first in line. The Dempsey-1 well had stacked exploration reservoir targets below predicted undrained compartments in a shallow producing field area.

During the financial year, the Dempsey 1-15 gas well commenced and was completed with 5 ½ inch casing for production testing. The well reached the planned total depth of 2,970m or 9,750 feet.

The shallower well section encountered potential gas pay as expected and deeper, primary targets confirmed a number of gas saturated zones. Data extracted from the main target zones of Dempsey 1-15 cannot be tied to regional wells as previous drilling in the region had not reached that depth. As such, to assist in interpretation, testing was essential to prove whether the rocks are capable of commercial rates of flow.

Testing was carried out across a range of high pressure intervals in the lower part of the well bore that both successfully flowed clean, dry gas to surface. The highest natural flow rate achieved however was circa 0.2 MMCFD which was below expectations.

Commercial gas production commencing at approximately 1.0 MMCFD was initially achieved from one of the shallow gas pay zones within the existing field area but due to associated water production was subsequently shut in.

Although the Operator announced recommencement of gas production from the Dempsey 1-15 well on 18 July 2018, some water accumulated in the well bore and reduced gas production. Production of gas from the Dempsey well has been shut-in for pressure build-up as a means to clear water from the well bore before recommencing gas production.

The well remains shut in as at the date of this report.

The results of the Dempsey-1 drill programme have downgraded gas resource estimates. Further analysis is being conducted on the gas resource potential at Dempsey and in related gas prospects on trend for which there has been joint venture leasing.



USA California – Alvares Gas Project

Location:	Sacramento Gas Basin		
Project Size:	24 square kilometres		
JV Partners:	Sacgasco Limited	(ASX:SGC)	39.00%
	Empyrean Energy PLC	(AIM:EME)	25.00%
	Xstate Resources Limited	(ASX:XST)	21.00%
	Pancontinental Oil & Gas NL	(ASX:PCL)	15.00%*
			*earning

The Alvares Gas Project is also located in the Sacramento Gas Basin, California. Alvares-1 was drilled by American Hunter Exploration Limited in 1982 to a total depth of 4380m (14,060 feet) targeting oil in the Early Cretaceous age, Stoney Creek Formation. This formation is part of an early, marine basin fill and is comprised of sandstones and conglomerates interspersed with clay rich rocks. Wireline log data from the well indicates extensive zones that may have conventional gas reservoir potential. Testing of the original well bore was typified by mechanical difficulties due to equipment limitations and the deeper oil target failing. Despite these limitations minor gas flows to surface were recorded.

Bombora entered into a farmin agreement with Sacgasco Limited and Xstate Resources Limited whereby Bombora has the right to earn a 10% working interest by funding 13.33% of the next well on the 1982 Alvares gas discovery.

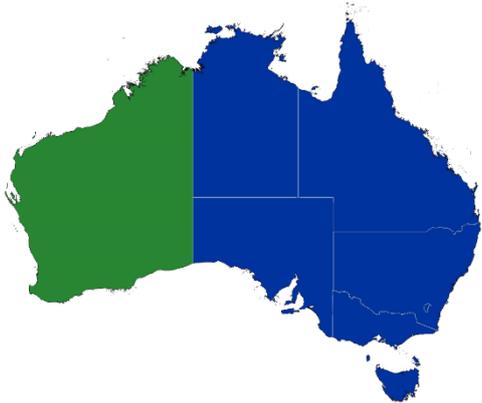
Bombora has also exercised an option to earn a further 5% in Alvares, by part funding re-entry of the discovery well to assess it for mechanical integrity. If the well bore is sound other mechanical options could be considered to test the zones of interest as cheaper alternatives to a new well drilled from the surface. These include a sidetrack of the existing well.

The Alvares license does not have a commitment to drill a well, so timing can be matched to take advantage of the other drilling results in the Basin.

USA Tulainyo Project [0% interest at 30 June 2018]

During the financial year, Pancontinental participated in the drilling of the Tulainyo 2-7 appraisal well on the untested Tulainyo gas discovery on the west side of the Sacramento Gas Basin. Pancontinental's investment partner funded most of the drilling and in turn acquired a 60% interest in the subsidiary holding the Tulainyo asset. The well, which was the second in the Company's 2017 drilling programme, reached a planned total depth of 1,737m or 5,700 feet encountering gas at all predicted levels. The Tulainyo 2-7 well was flow tested in two stages over a range of zones. The gas that flowed into the well was of good quality, although at low sub commercial rates. It is uncertain whether this outcome was mainly a function of inferior reservoir quality or due to damage to the reservoir caused during drilling and completion of the well.

In June 2018, a Share Sale and Purchase Agreement was executed with Raven Energy Limited for US incorporated Gas Fields LLC which holds the Tulainyo Gas Project. Sale consideration for the transaction was AU \$300,000 and AU \$1,000,000 worth of shares in Raven Energy Limited. In addition, there is the potential for longer term milestone success payments based on booking of gas reserves and attaining commercial production. Therefore, as at 30 June 2018 and the date of this report, the Pancontinental group no longer hold any interest in the Tulainyo Project.



Western Australia

Western Australia – Perth Basin Walyering

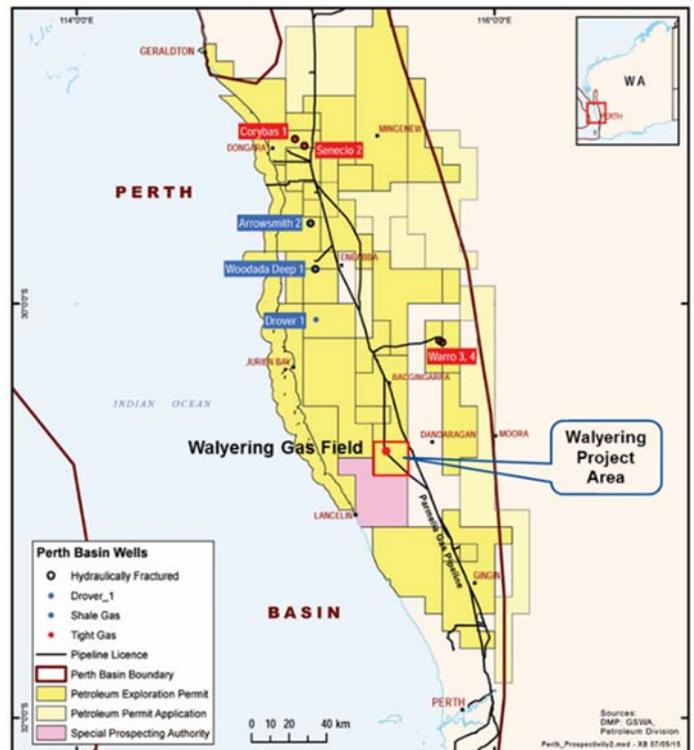
Location:	Perth Basin	
Project Size:	120 square kilometres	
JV Partners:	UIL Energy Ltd (Operator) (ASX:UIL)	30.00%
	Pancontinental Oil & Gas NL (ASX:PCL)	70.00%* _{earning}

Under a farmin with UIL Energy Ltd, Pancontinental can earn a 70% operated interest in the southern part of onshore exploration licence EP 447, covering the 1971-discovered Walyering Conventional Gas Field, by acquiring a 3D seismic survey.

The Company is currently processing an application to conduct an approximately 90km² 3D seismic survey. This is a challenging process requiring environmental, heritage and land holder approvals before the regulatory authority can issue a permit.

The 3D seismic survey will provide better definition of the mapping at the gas reservoir levels. The seismic will be funded by Pancontinental and is expected to cost less than AU \$2.0 million.

During the financial year, the Company released an independent resource estimate which gives weight to the appraisal program designed for the project.



Walyering Conventional Gas Field

Prospective Resources

Net to the Company, unrisked, recoverable Prospective Resources for Walyering, calculated on a Probabilistic Basis range from a Low or P90 of 14 Bcf gas plus 0.14 MMbbl condensate (or light oil) to a High or P10 of 158 Bcf gas and 4.4 MMbbl condensate as per below:

*Based on a standard industry ratio of 6Mcf/bbl



Field Area	Hydrocarbon Type	P90	P50	Mean	P10
Central	Gas (Bcf)	17	54	88	202
	Condensate (MMbbl)	0.2	1.2	2.5	6.3
East	Gas (Bcf)	3	9	12	24
TOTAL	Gas (Bcf)	20	63	100	226
	Condensate (MMbbl)	0.2	1.2	2.5	6.3
Pancontinental Net 70%	Gas (Bcf)	14	44.1	70	158.2
	Condensate (MMbbl)	0.14	0.84	1.8	4.4
	Oil Equivalent* (MMBOE)	2.5	8.2	13.5	30.8

*Cautionary Statement

The resources referred to above were announced on 16 May 2018.

The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.

The company confirms that it is not aware of any new information or data that, in its opinion, materially affects the information included in the relevant market announcement and that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.



Corporate

At a General Meeting held in July 2017, Pancontinental shareholders approved the acquisition of private company Bombora Natural Energy Pty Ltd ("Bombora") as well as other related resolutions. The acquisition of the subsidiary has provided Pancontinental with exposure to assets in both Australia and in the USA.

The Company's Board was reformed with a mix of former Pancontinental Board members and new Bombora Directors. The Pancontinental Board is again led, as Chairman, by founding Director and Shareholder David Kennedy. John Begg was appointed to the role of Director and CEO, replacing Barry Rushworth as CEO, but will himself be stepping down as CEO on 15 November 2018. Mr Rushworth remains a Non-Executive Director with responsibilities for the Company's African projects. Ernie Myers continued on the Board as Non-Executive Director providing guidance on corporate and finance matters but has now moved back to an Executive Director position. Marie Malaxos was also appointed Non-Executive Director at the time of acquiring Bombora.

Review of Operations



In addition, Company Secretary and CFO Vesna Petrovic was appointed as Alternate Director for David Kennedy in July 2017 and returned to the Board as an Executive Director in September 2018.

During the financial year the Company raised AU \$2.0 million by way of Placement and AU \$1.6 million via the issue of Convertible Notes. A further approximate A\$10 million was raised from the partial (10%) sale of Pancontinental's interests in PEL 37 in Namibia.



DISCLAIMERS & NOTES

Prospective Resource Estimates Cautionary Statement

The estimated quantities of petroleum in this report that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.

Prospective Resources

Prospective Resource estimates in this report have been prepared as at the date disclosed under the prospective resource numbers. The estimates have been prepared in accordance with the definitions and guidelines set forth in the Petroleum Resource Management System 2007 approved by the Society of Petroleum Engineers and have been prepared using deterministic methods and probabilistic methods depending on the project and this is disclosed under the prospective resource numbers. Unless otherwise stated the estimates provided in this report are Best Estimates. The estimates are unrisks and have not been adjusted for an associated risk of discovery and risk of development. The 100% basis refers to the total resource while the Net to Pancontinental basis is adjusted for Pancontinental's percentage entitlement under Joint Venture contracts and adjusted for applicable royalties.

Prospective Resources estimates in this report have been made by Pancontinental Oil & Gas NL and may be subject to revision if amendments to mapping or other factors necessitate such revision.

Prospects and Leads

The meanings of "Prospects" and "Leads" in this report are in accordance with the Petroleum Resource Management System 2007 approved by the Society of Petroleum Engineers. A Prospect is a project that is sufficiently well defined to represent a viable drilling target. A Lead is a project associated with a potential accumulation that is currently poorly defined and requires more data acquisition and / or evaluation to be classified as a Prospect.

Competent Person Statement Information

The hydrocarbon resource estimates in this report have been compiled by Mr John Begg the Chief Executive Officer and Executive Director of Pancontinental Oil & Gas NL. Mr Begg has more than 30 years' experience in practising petroleum geology and exploration management.

Mr Begg consents to the inclusion in this report of information relating to the hydrocarbon Prospective Resources in the form and context in which it appears.

Forward Looking Statements

This document may include forward looking statements. Forward looking statements include, are not necessarily limited to, statements concerning Pancontinental Oil & Gas NL's planned operation programme and other statements that are not historic facts. When used in this document, the words such as "could", "plan", "estimate", "expect", "intend", "may", "potential", "should" and similar expressions are forward looking statements. Although Pancontinental believes its expectations reflected in these are reasonable, such statements involve risks and uncertainties, and no assurance can be given that actual results will be consistent with these forward looking statements.



Your Directors submit their report for the year ended 30 June 2018.

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.

BOARD CHANGES THROUGHOUT THE FINANCIAL YEAR

Henry David Kennedy

1 July 2017
10 July 2017

Non-Executive Chairman as at 28 September 2018

Mr Kennedy held the position of Non-Executive Director.
Mr Kennedy was once again appointed Non-Executive Chairman.

John Douglas Begg

10 July 2017

Chief Executive Officer and Executive Director as at 28 September 2018

Mr Begg joined the Board as Executive Director and Chief Executive Officer in July 2017. Mr Begg did not hold office at any time during the 2017 financial year.

Ernest Anthony Myers

1 July 2017
10 July 2017

Non-Executive Director as at 28 September 2018

Mr Myers held the position of Executive Finance Director.
Mr Myers was appointed as a Non-Executive Director.

Roy Barry Rushworth

1 July 2017
10 July 2017

Non-Executive Director as at 28 September 2018

Mr Rushworth held the positions of Chief Executive Officer and Executive Director.
Mr Rushworth was appointed as a Non-Executive Director.

Marie Michele Malaxos

10 July 2017

Non-Executive Director as at 28 September 2018

Ms Malaxos joined the Board as Non-Executive Director in July 2017. Ms Malaxos did not hold office at any time during the 2017 financial year.

Vesna Petrovic

1 July 2017
10 July 2017

Executive Director and Company Secretary as at 28 September 2018

Mrs Petrovic held the position of Executive Director and Company Secretary.
Mrs Petrovic stepped down as Executive Director but remained Company Secretary.

31 July 2017

5 September 2018

Mr Kennedy appointed Mrs Petrovic as his Alternate Director.

Mrs Petrovic was once again appointed Executive Director.

John Edward Leach

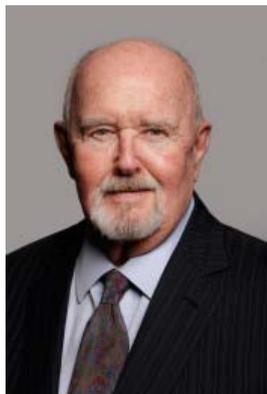
1 July 2017
10 July 2017

No longer a Board Member

Mr Leach held the position of Independent Non-Executive Chairman.
Mr Leach stepped down as Independent Non-Executive Chairman.



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.

Mr Kennedy is currently a Non-Executive Director of Norwest Energy NL (since April 1997).



John Douglas Begg BSc (Geology) (Chief Executive Officer and Executive Director)

Mr Begg is an expert upstream oil and gas project generator and deal closer. Experienced in equity capital raisings, mergers and acquisitions, and negotiations with industry joint ventures, regulators and governments. An industry-leading geoscientist who has lived and worked with consistently high business impact in Australia, Developing South East Asian countries, the UK, Middle East and the USA. Mr Begg has been instrumental in the discovery and development of commercial oil and gas fields on three continents so far.

Mr Begg joined the Board as Executive Director and Chief Executive Officer in July 2017.



Ernest Anthony Myers CPA (Non-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 and has served in a number of executive and non-executive roles.



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. In addition, he has a track record of working closely with international government bodies and attracting blue chip joint venture partners to Pancontinental's projects.

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.

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



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, Alternate for Mr Kennedy in July 2017 and Executive Director in September 2018.

FORMER DIRECTOR

John Edward Leach BArts (Economics) CA, MBA (Independent Non-Executive Chairman)

Mr Leach was a Director of Pancontinental since February 2016, having held both the positions of Independent Non-Executive Director and Independent Non-Executive Chairman. On 10 July 2017, after shareholder approval of the Bombora Natural Energy Pty Ltd acquisition Mr Leach stepped down from the Board.

IMPORTANT NOTE

THE DISCLOSURES IN THE DIRECTORS' REPORT AND FINANCIAL STATEMENTS WHICH FOLLOW RELATE TO THE DIRECTORS WHO WERE IN OFFICE DURING THE FINANCIAL YEAR ENDED 30 JUNE 2018.

DURING THE FINANCIAL YEAR, PANCONTINENTAL ACQUIRED BOMBORA NATURAL ENERGY PTY LTD ("BOMBORA") AND AS SUCH TWO EXISTING PANCONTINENTAL BOARD MEMBERS RESIGNED FROM THEIR POSITIONS TO MAKE WAY FOR TWO DIRECTORS FROM BOMBORA.

FOR FURTHER DETAILS, PLEASE SEE THE "BOARD CHANGES THROUGHOUT THE FINANCIAL YEAR" SECTION AT THE BEGINNING OF THE DIRECTORS' REPORT.



DIRECTORS' INTERESTS

The relevant interest of each Director in the shares and options of the Company as at 30 June 2018 is as follows:

	Ordinary Shares	Options over Ordinary Shares
Henry David Kennedy	411,768,269	-
John Douglas Begg	187,200,026	157,853,660
Roy Barry Rushworth	134,335,610	20,000,000
Ernest Anthony Myers	2,900,715	20,000,000
Marie Michele Malaxos	39,000,000	78,926,829
Vesna Petrovic	-	20,000,000
John Edward Leach (resigned July 2017)	-	-

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
Number of meetings held:	6
Number of meetings attended:	
Henry David Kennedy	6
John Douglas Begg	6
Roy Barry Rushworth	6
Ernest Anthony Myers	6
Marie Michele Malaxos	6
Vesna Petrovic	6
John Edward Leach (resigned July 2017)	0

Notes

The Directors discussed and agreed various matters throughout the financial year which were resolved by circular resolution; 35 matters were dealt with in such a manner during the year.

In addition to formal Board Meetings and Circular Resolutions, the Board has instigated a policy of attending a fortnightly update call to keep abreast of current issues.



CORPORATE INFORMATION

Corporate structure

Pancontinental Oil & Gas NL is a no liability company incorporated and domiciled in Australia. The Company's ACN is 003 029 543.

Nature of operations and principal activities

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

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

Objectives

Objectives of the group include:

- Continued exploration on the company's current portfolio of permits;
- Extraction of 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	(0.12)
Diluted earnings (loss) per share	(0.12)

The main contributing factor to the Earnings per Share result this financial year was the write off of exploration carrying balances and receivables.

Employees

The consolidated entity had two (2) employees as at 30 June 2018, (2017: four (4)). The consolidated entity employs the services of specialised consultants where and when needed.

OPERATING AND FINANCIAL REVIEW

Namibia PEL 37 – Offshore [20% interest]

Pancontinental now holds a 20% interest in the PEL 37 project through an interest (66.67%) in subsidiary Pancontinental Namibia Pty Ltd. During the year, Africa Energy Corp. committed to an investment of US \$7.7 million in Pancontinental Namibia Pty Ltd for a 33.33% shareholding, equating to 10% of PEL 37. US \$2.2 million was received at the close of the transaction with the balance of US \$5.5 million received at the spud of the Cormorant-1 well in September 2018. The total investment of US \$7.7 million equates to AU \$10.6 million.

During the financial, year giant Indian corporation ONGC Videsh Limited farmed into the PEL 37 joint venture in Namibia, for a 30% non-operated interest.

Pancontinental announced the spud of the Cormorant-1 well in PEL 37, Offshore Namibia on 4 September 2018. Cormorant-1 was drilled by the Ocean Rig Poseidon, a 6th Generation drillship, in 545 meters of water. The well tested the oil potential of a mid-Cretaceous marine turbidite "fan" sandstone system. On 24 September 2018, Pancontinental advised that the Cormorant-1 exploration well reached a total measured depth of 3,855m and is to be plugged and abandoned as a dry hole. The Company was not financially exposed to the drilling costs of the well as per the previously negotiated farmout agreement with operator Tullow Namibia Pty Ltd (a subsidiary of Tullow Oil plc).

Namibia PEL 87 – Offshore [75% interest]

Also in Namibia, Pancontinental signed a Petroleum Agreement over a large, offshore exploration area in the Orange Basin. A new Petroleum Exploration Licence (PEL 87) was issued for the area. Pancontinental is the project Operator, with a 75% interest. PEL 87 covers 10,947 km² in an area that is on trend to where industry giants Shell, GALP (Portugal) and Total (in 2017) have acquired interests.



The new Pancontinental project area is in a region where high-capacity oil prospects, such as large turbidites sand bodies, have been identified. Initial exploration studies have commenced in Pancontinental's second large Namibian licence. Pancontinental has mapped extensive high-potential and oil-prone turbidite fan "fairways" in the newly awarded PEL 87. Oil generating source rocks are also evident from well control studies in PEL 87.

Pancontinental has completed the first major stage of assessing the potential prospective oil resources in PEL 87. Giant-scale prospective oil resource potential has now been quantified by Independent Experts. A vast Cretaceous Superfan directly on top of Mature Oil Source is interpreted to contain a number of individual Leads, while it is itself mapped to be enveloped in sealing shale and with the potential to be one vast, single, oil trap.

USA Dempsey Project [10% interest]

Pancontinental part funded the drilling of Dempsey 1-15 well during the year and as such earned a 10% interest in the project. Dempsey 1-15 was drilled with the well reaching the planned total depth of 2,970m or 9,750 feet. The well encountered gas in all targeted intervals and natural flow testing commenced during the year. Testing was carried out within two high pressure intervals in the lower part of the well bore. These both successfully flowed clean, dry gas of pipeline quality naturally to surface at moderate rates. Following the previously announced recommencement of gas production from the Dempsey 1-15 well on 18 July 2018, some water accumulated in the well bore and reduced gas production. Dempsey is currently shut-in pending a workover and change to surface facilities to manage the produced water.

USA Tulainyo Project [0% interest at 30 June 2018]

During the financial year, Pancontinental participated in the drilling of the Tulainyo 2-7 appraisal well on the untested Tulainyo gas discovery. Pancontinental's investment partner funded most of the drilling and in turn acquired a 60% interest in the subsidiary holding the Tulainyo asset. The well, which was the second in the Company's 2017 drilling programme, reached a planned total depth of 1,737m or 5,700 feet encountering gas at all predicted levels. The Tulainyo 2-7 well was flow tested in two stages over a range of zones. The gas that flowed into the well was of good quality, although at low rates which could have been due to damage to the reservoir caused during drilling of the well.

In June 2018, a Share Sale and Purchase Agreement was executed with Raven Energy Limited for US incorporated Gas Fields LLC which holds the Tulainyo Gas Project. Sale consideration for the transaction was AU \$300,000 and AU \$1,000,000 worth of shares in Raven Energy Limited. In addition, there is the potential for longer term milestone success payments based on booking of gas reserves and attaining commercial production. Therefore, as at 30 June 2018 and the date of this report, the Pancontinental group no longer hold any interest in the Tulainyo Project.

Western Australia Walyering Project [earning 70%]

Under a farmin with UIL Energy Ltd, Pancontinental can earn a 70% operated interest in the southern part of onshore exploration licence EP 447, covering the 1971-discovered Walyering Gas Field, by acquiring a 3D seismic survey. The Company is currently processing an application to conduct an approximately 90km² 3D seismic survey. This is a challenging process requiring environmental, heritage and land holder approvals before the regulatory authority can issue a permit. The 3D seismic survey will provide better definition of the mapping at the gas reservoir levels. The seismic will be funded by Pancontinental and is expected to cost less than AU \$2.0 million. During the financial year, the Company released an independent resource estimate which gives weight to the appraisal program designed for the project.

Kenya L6 [40% offshore, 16% onshore]

Pancontinental holds an interest in the L6 block onshore/offshore Kenya. The company has been a participant in the block since its award and has completed various work programmes in joint venture over the area.

Due to uncertainties over the security of field operations in this area, activity has been suspended.

In conjunction with joint venture partner and operator of the offshore area, FAR Limited, future activities for Block L6 are in review.

Corporate

At a General Meeting held in July 2017, Pancontinental shareholders approved the acquisition of private company Bombora Natural Energy Pty Ltd ("Bombora") as well as other related resolutions. The acquisition of the subsidiary has provided Pancontinental with exposure to assets in both Australia and in the USA.

The Company's Board was reformed with a mix of former Pancontinental Board members and new Bombora Directors. The Pancontinental Board is again led by founding Director and Shareholder David Kennedy. John Begg was appointed to the role of Executive Director and CEO, replacing Barry Rushworth who remains a Non-Executive

Directors' Report



Director with responsibilities for the Company's African projects. Ernie Myers continued on the Board as Non-Executive Director providing guidance on corporate and finance matters. Marie Malaxos was also appointed Non-Executive Director at the time of acquiring Bombora.

In addition, Company Secretary and CFO Vesna Petrovic was appointed as Alternate Director for David Kennedy in July 2017 and Executive Director in September 2018.

During the financial year the Company raised AU \$2.0 million by way of Placement and AU \$1.6 million via the issue of Convertible Notes. Also during the year, and up until the date of this report, Pancontinental received AU \$10.6 million from the investment of Africa Energy Corp. into Pancontinental's subsidiary Pancontinental Namibia Pty Ltd.

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. One of the subsidiary companies also holds its own subsidiary.

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 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 often influenced by factors outside the control of Management and the Board, such as market conditions; however through effective communication between the company and all of its Stakeholders the company can provide assurance that the Company's assets are being well managed.

Operating Results for the Year

Summarised operating results are as follows:

	2018	
	Revenues	Results
	\$	\$
Non-segment and unallocated revenues and results	9,906	(6,311,330)
Consolidated entity revenues and results from ordinary activities before income tax expense	9,906	(6,311,330)

The main contributing factor to the Earnings per Share result this financial year was the write off of exploration expenditure and the write off of receivables.

Shareholder Returns

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

	2018	2017	2016	2015	2014
Profit attributable to owners of the company	(6,263,751)	(4,981,475)	(5,472,381)	(41,878,638)	(19,068,997)
Basic earnings per share (cents)	(0.12)	(0.26)	(0.40)	(3.64)	(1.66)
Share price	\$0.004	\$0.002	\$0.003	\$0.006	\$0.023



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.
- 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 comprehensive 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 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.
- 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.



Review of Financial Condition

Capital Structure

During the year, the Company added to its cash reserves through placements, convertible notes and divestment of a 33.33% interest in subsidiary Pancontinental Namibia Pty Ltd.

Share Capital	Number of shares	\$
Beginning of the financial year	2,450,077,442	103,369,164
Issued during the year:	2,811,711,226	6,434,486
End of the financial year	5,261,788,668	109,803,650

Option movements during the financial year were as follows:

Option Reserve	Number of options	Weighted average exercise price
Balance at beginning of year	100,000,000	0.005
- expired	-	-
- issued	467,134,149	0.005
Balance at end of year	567,134,149	0.005

Since the end of the financial year and up until the date of this report 66,000,000 options were exercised by Mr Begg, providing the Company with a cash injection of \$264,000. Mr Begg also sold 61,000,000 ordinary shares. As a consequence of these transactions Mr Begg increased his net shareholding.

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 current financial year, the company raised funds by way of placements, convertible notes and divestment of a 33.33% interest in subsidiary Pancontinental Namibia Pty Ltd.

Statement of Compliance

The above report is based on the guidelines in The Group of 100 Incorporated publication Guide to the Review of Operations and Financial Condition.

SHARE OPTIONS

Unissued shares

As at 30 June 2018 there were 567,134,149 ordinary shares under options. Refer to the notes for further details on the options outstanding.

During the year 467,134,149 options were issued and none expired.

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

24 September 2018 - Cormorant-1 Well in PEL 37, Offshore Namibia

Pancontinental announced the spud of the Cormorant-1 well in PEL 37, Offshore Namibia on 4 September 2018. Cormorant-1 was drilled by the Ocean Rig Poseidon, a 6th Generation drillship, in 545 meters of water. The well tested the oil potential of a mid-Cretaceous marine turbidite "fan" sandstone system. On 24 September 2018, Pancontinental advised that the Cormorant-1 exploration well reached a total measured depth of 3,855m and is to be plugged and abandoned as a dry hole.

11 September 2018 – Billion Barrel Oil Potential Assessed in PEL 87, Offshore Namibia

Pancontinental completed the first major stage of assessing the potential prospective oil resources in its 75% owned PEL 87 project in the Orange Basin, offshore Namibia.

6 September 2018 - Pancontinental receives cash injection of US\$5.5 million (~AU\$7.6 million) to complete Africa Energy Corp's investment in Pancontinental Namibia

Pancontinental Namibia Pty Ltd ("PNPL") holds a 30% interest in the highly prospective licence PEL 37, offshore Namibia. Pancontinental Oil and Gas NL ("Pancontinental") owns 66.67% of PNPL with a wholly owned subsidiary of Africa Energy Corp. ("Africa Energy") now holding a 33.33% interest in the Company. The consideration for the issue of shares was a total of US\$7.7 million (approximately AU\$10 million) payable by Africa Energy in two stages. The first payment of US\$2.2 million (approximately AU\$3 million) was received by Pancontinental at closing. The second payment of US\$5.5 million (approximately AU\$7.6 million) was received 6 September 2018 after the spud of the Cormorant-1 well.

5 September 2018 – Appointment of Executive Director Vesna Petrovic

Mrs Vesna Petrovic was appointed back to the Board as Executive Director. Mrs Petrovic is also Alternate Director for Pancontinental Chairman Mr Kennedy.

3 September 2018 - Gas Fields LLC, Tulainyo Project Overruns

On 29 June 2018, Pancontinental Oil & Gas NL ("Pancon") announced that it had divested its forty percent (40%) interest in US subsidiary Gas Fields LLC ("Gas Fields") to Raven Energy Limited ("Raven"). Gas Fields, a wholly owned subsidiary of Raven, has been earning an interest in the Tulainyo Gas Project in California.

At the time of the divestment, the Operator of the Tulainyo project claimed that Gas Fields (via Raven) owed it US\$321,353.

The Operator is now claiming that:

- 1) Gas Fields has failed to provide the required completion funds for costs allegedly incurred by the Operator in the drilling of Tulainyo #2;
- 2) that the sum allegedly owed by Gas Fields has now increased to US\$1,738,273; and
- 3) as Bombora Natural Energy Pty Ltd had guaranteed the obligations of Gas Fields in the original Farmin Agreement between Gas Fields, Bombora and Cirque of 21 March 2017, the Operator would look to Bombora to make that payment in the event that Gas Fields failed to pay it.

Pancontinental, itself, has no liability in relation to this matter.

30 August 2018 –Dempsey Update

Following the previously announced recommencement of gas production from the Dempsey 1-15 well on 18 July 2018, some water accumulated in the well bore and reduced gas production. Production of gas from the Dempsey well has been shut-in for pressure build-up as a means to clear water from the well bore before recommencing gas production. The well remains shut in as at the date of this report.

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.

During the year, the Company submitted to the Regulator, an Environmental Plan as part of the application for a 3D seismic survey over its Walyering Project, onshore Perth Basin. The complicated State and Federal environmental hurdles were negotiated and approval of the plan is nearing completion with minimum impact to the survey.



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, JD Begg, EA Myers, RB Rushworth, MM Malaxos, V Petrovic and JL Leach (resigned July 2017).

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 is as follows: The Non-Executive Directors receive a fixed fee for their services. If they perform additional duties 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 2018 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. Details of the CEO's contract are as follows:

Basic Sum:	\$265,000 (+ GST)
Capacity:	Chief Executive Officer & Executive Director
Commencement	10 July 2017
Termination Period:	3-9 months

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.

Directors' Report



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 2018

	Primary benefits Salary & Fees	Consulting	Equity Options (Issued)	Other	Total	Value of options as proportion of Revenue
Henry David Kennedy (Non-Executive Chairman)						
2018	50,000	-	-	-	50,000	0.0%
2017	50,000	-	-	-	50,000	0.0%
John Douglas Begg ** (Executive Director & CEO)						
2018	241,290	-	-	-	241,290	0.0%
2017	-	-	-	-	-	0.0%
Ernest Anthony Myers (Non-Executive Director)						
2018	38,925	76,651	60,000	-	175,576	0.0%
2017	187,500	-	-	-	187,500	0.0%
Roy Barry Rushworth (Non-Executive Director)						
2018	38,925	230,981	60,000	175,000*	504,906	0.0%
2017	237,500	-	-	-	237,500	0.0%
Marie Michele Malaxos (Non-Executive Director)						
2018	38,885	43,000	-	-	81,885	0.0%
2017	-	-	-	-	-	0.0%
Vesna Petrovic (Executive Director & Company Secretary)						
2018	140,625	-	60,000	-	200,625	0.0%
2017	140,625	-	-	-	140,625	0.0%
John Edward Leach (resigned July 2017)						
2018	-	-	-	-	-	0.0%
2017	48,000	-	-	-	48,000	0.0%
Total Current Year Remuneration	548,650	350,632	180,000	175,000	663,625	1,254,282

* \$175,000 paid to Mr Rushworth relates to a settlement payout in lieu of fees. In addition, Mr Rushworth was issued 87,500,000 ordinary shares with a value of \$175,000 as approved by Shareholders at a General Meeting held on 10 July 2018.

** Mr Begg was issued 187,200,026 ordinary shares with a value of \$374,400 and 157,853,660 options with a value of \$276,244 as part of Pancontinental's transactions with Bombora Natural Energy Pty Ltd.

*** Ms Malaxos was issued 39,000,000 ordinary shares with a value of \$78,000 and 78,926,829 options with a value of \$138,121 as part of Pancontinental's transactions with Bombora Natural Energy Pty Ltd.



Table 2: Options granted as part of Director remuneration for the year ended 30 June 2018 (as approved by Shareholders)

	Granted Number	Grant Date	Terms & Conditions for Each Grant		First Exercise Date	Last Exercise Date
			Value per option at grant date (\$)	Exercise Price per share (\$)		
Specified Directors						
Roy Barry Rushworth	20,000,000	12 Dec 17	0.003	0.006	12 Dec 17	11 Dec 21
Ernest Anthony Myers	20,000,000	12 Dec 17	0.003	0.006	12 Dec 17	11 Dec 21
Vesna Petrovic	20,000,000	12 Dec 17	0.003	0.006	12 Dec 17	11 Dec 21
Total	60,000,000					

There were no options granted as part of Director remuneration for the year ended 30 June 2017.

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.

	2018	2017	2016	2015	2014
Expected volatility	125%	120%	-	-	-
Risk-free interest rate	2.03%	1.79%	-	-	-
Expected life of option	4 years	3 years	-	-	-

Total number of options:

	Number of options	Grant Date	Vesting Date	Expiry Date	Exercise Price	Weighted Average Fair Value
	100,000,000	21 Apr 17	21 Apr 17	21 Apr 20	\$0.005	\$0.001
Class A	118,390,244	Jul-Aug 17	Jul-Aug 17	24 Jul 20	\$0.004	\$0.002
Class B	78,926,830	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	118,390,244**	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 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) holds an interest.



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

Return on Equity	2018	2017	2016	2015	2014
Share price at 30 June	\$0.004	\$0.002	\$0.003	\$0.006	\$0.023
Average equity	6,998,599	8,756,452	11,954,797	34,563,322	65,037,139
Net Profit /(Loss)	(6,263,751)	(4,981,475)	(5,472,381)	(41,878,638)	(19,068,997)
Return on Equity in %	(89.50)%	(56.89)%	(45.78)%	(121.16)%	(29.32)%

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 2018.

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.

Vesna Petrovic
Director

Perth 28 September 2018

*R*OTHSA Y

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

The Directors
Pancontinental Oil & Gas NL
PO Box 1154
West Perth WA 6872

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 2018 financial statements; and
- ii) no contraventions of any applicable code of professional conduct in relation to the audit.



Graham Swan FCA (Lead auditor)

Rothsay Auditing

Dated *28* September 2018



Chartered Accountants

Corporate Governance Statement



The Company's 2018 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 2018.

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 2018 with the ASX Corporate Governance Council's third edition of Corporate Governance Principles and Recommendations.

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	
1.1	<p>A listed entity should disclose:</p> <p>(a) the respective roles and responsibilities of its board and management; and</p> <p>(b) those matters expressly reserved to the board and those delegated to management.</p> <p>Adopted - Pancontinental has adopted a Board Charter which can be found on the Company's website at http://pancon.com.au/about-us/corporate-governance/. 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>
1.2	<p>A listed entity should:</p> <p>(a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and</p> <p>(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.</p> <p>Adopted – The Company's Nomination Committee Charter which has been disclosed on the Pancontinental website http://pancon.com.au/about-us/corporate-governance/ 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 http://pancon.com.au/about-us/corporate-governance/. 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>
1.3	<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.</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>												
<p>1.5</p>	<p>A listed entity should:</p> <ol style="list-style-type: none"> 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; disclose that policy or a summary of it; and 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: <ol style="list-style-type: none"> 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 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>Adopted – Pancontinental has formally adopted a Diversity Policy which can be found at http://pancon.com.au/about-us/corporate-governance/</p> <p>Diversity – Board Composition</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>Diversity – Measurable Objectives</p> <p>The main objectives with regard to diversity include:</p> <ul style="list-style-type: none"> The Company's composition of Board, Executive, Management and Employees to be as diverse as practicable; To provide equal opportunities for all positions within the Group and continue the Group's commitment to employment based on merit; Periodic review of the Group's workforce structure and assessment of where and how improvements can be implemented incorporating greater diversity. <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"> Blend of skills – wide range of backgrounds; geology, petroleum exploration, engineering, finance and corporate experience; Cultural backgrounds – Australian and European; Gender – both male and female; and Age – the age range spans over 40 years. <p>Diversity – Annual Reporting</p> <table border="1" data-bbox="220 1709 1353 1895"> <thead> <tr> <th></th> <th>2018</th> <th>2017</th> </tr> </thead> <tbody> <tr> <td>Board & Company Secretary</td> <td>33%</td> <td>20%</td> </tr> <tr> <td>Employees</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>Total Workforce</td> <td>43%</td> <td>43%</td> </tr> </tbody> </table> <p>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 12.8% of women.</p>		2018	2017	Board & Company Secretary	33%	20%	Employees	100%	100%	Total Workforce	43%	43%
	2018	2017											
Board & Company Secretary	33%	20%											
Employees	100%	100%											
Total Workforce	43%	43%											



<p>1.6</p>	<p>A listed entity should:</p> <ul style="list-style-type: none"> a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.
	<p>Adopted – The Company’s website includes a policy with regard to the Process for Performance Evaluation which can be found at http://pancon.com.au/about-us/corporate-governance/ 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>
<p>1.7</p>	<p>A listed entity should:</p> <ul style="list-style-type: none"> a) have and disclose a process for periodically evaluating the performance of its senior executives; and b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.
	<p>Adopted – The Company’s website includes a policy with regard to the process for performance evaluation which can be found at http://pancon.com.au/about-us/corporate-governance/ 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 border="1"> <thead> <tr> <th>Director</th> <th>Position</th> <th>Tenure</th> <th>Independent</th> </tr> </thead> <tbody> <tr> <td>HD Kennedy</td> <td>Non-Executive Chairman</td> <td>19 years</td> <td>No - Substantial Shareholder</td> </tr> <tr> <td>JD Begg</td> <td>Executive Director and Chief Executive Officer</td> <td>< 1 year</td> <td>No – Executive Director</td> </tr> <tr> <td>EA Myers</td> <td>Non-Executive Director</td> <td>9 years</td> <td>No – Provides Executive Services</td> </tr> <tr> <td>RB Rushworth</td> <td>Non-Executive Director</td> <td>13 years</td> <td>No – Provides Executive Services</td> </tr> <tr> <td>MM Malaxos</td> <td>Non-Executive Director</td> <td>< 1 year</td> <td>No – Provides Executive Services</td> </tr> <tr> <td>V Petrovic</td> <td>Company Secretary and Executive Director</td> <td>< 1 year</td> <td>No - Executive Director</td> </tr> </tbody> </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	19 years	No - Substantial Shareholder	JD Begg	Executive Director and Chief Executive Officer	< 1 year	No – Executive Director	EA Myers	Non-Executive Director	9 years	No – Provides Executive Services	RB Rushworth	Non-Executive Director	13 years	No – Provides Executive Services	MM Malaxos	Non-Executive Director	< 1 year	No – Provides Executive Services	V Petrovic	Company Secretary and Executive Director	< 1 year	No - Executive Director
Director	Position	Tenure	Independent																										
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MM Malaxos	Non-Executive Director	< 1 year	No – Provides Executive Services																										
V Petrovic	Company Secretary and Executive Director	< 1 year	No - Executive Director																										
2.4	<p>A majority of the board of a listed entity should be independent directors.</p> <p>Not Adopted – No Directors are 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.
2.6	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>
PRINCIPLE 3 – ACT ETHICALLY AND RESPONSIBLY	
3.1	<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> <ol style="list-style-type: none"> (1) has at least three members, all of whom are Non-Executive Directors and a majority of whom are Independent Directors; and (2) is chaired by an Independent Director, who is not the chair of the board, and disclose: (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (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 <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>One meeting was 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 http://pancon.com.au/about-us/corporate-governance/ The Charter as well as the Company’s Procedure for the Selection, Appointment and Rotation of External Auditor http://pancon.com.au/about-us/corporate-governance/ 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’ corporate reporting, in addition when discussing Audit Committee matters, the Board reviews annual action points such as:</p> <ul style="list-style-type: none"> • Review of financial statements • Assess Management’s selection of accounting policies and principles • Consider the external audit report and whether it is consistent with the Board’s information and knowledge • Consider the Company’s internal controls • Assess if the external audit report is adequate for Shareholder needs • Discuss any significant findings with the External Auditor • Confirm the independence of the External Auditor • Ensure that the External Auditor is requested to attend the Annual General Meeting <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> <ol style="list-style-type: none"> a) A Chief Executive Officer function; or b) A Chief Financial Officer function <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>
PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE	
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 http://pancon.com.au/about-us/corporate-governance/</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"> • The Responsible Officer • Types of information that needs to be disclosed • The concept of timely announcements • Board Notification – informing the Board and ongoing monitoring • Avoiding a false market • Safeguarding confidentiality of corporate information to avoid premature disclosure • Media contact and comment • External communications such as analyst briefings and responses to Shareholder questions • Reporting • Required actions in the case of non-compliance • Updating compliance procedures • Guide to drafting company announcements
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS	
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 http://pancon.com.au/about-us/corporate-governance/</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, broker reports, media coverage 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 http://pancon.com.au/about-us/corporate-governance/</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"> • Company announcements • Information briefings to media and analysts • Notices of Meeting and explanatory material • Financial information including annual reports • Website updates • Board and Management addresses and presentations at meetings <p>Investors can express their views or present queries to the Company by:</p> <ul style="list-style-type: none"> • Utilising the Contact Us section of the website http://pancon.com.au/contact-us to send direct communications to the Company • The Contact Us section http://pancon.com.au/contact-us 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 • 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
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 http://pancon.com.au/about-us/corporate-governance/</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 http://pancon.com.au/contact-us 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>
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK	
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> <ol style="list-style-type: none"> (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 <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 http://pancon.com.au/about-us/corporate-governance/) 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"> • 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 • The role of the CEO and accountabilities • Authority of the CEO • Risk Profile • Audit Committee Charter • Regular budgeting and financial reporting • Clear limits and authorities for expenditure levels • Procedures for compliance with continuous disclosure obligations under the Listing Rules • Procedures to assist with establishing and administering corporate governance systems and disclosure requirements • Responsibility to Stakeholders • Continuous improvement
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"> • Economic sustainability refers to the ability of a listed entity to continue operating at a particular level of economic production over the long term. • 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. • 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. <p>Risks identified that may have a material effect on the Company include:</p> <ul style="list-style-type: none"> • Oil 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 oil 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 all 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; • 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; • 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; • 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.



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> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(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</p> <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 http://pancon.com.au/about-us/corporate-governance/ 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 http://pancon.com.au/about-us/corporate-governance/ 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"> • Remuneration which motivates Executives to pursue the long term growth and success of the Company within an appropriate control framework; • A clear correlation between performance and remuneration; • Align the interests of key leadership with the long term interests of the Company’s Shareholder; and • Prohibit Executives from entering into transactions which limit the economic risk of participating in unvested entitlement. <p><u>Non-Executive Remuneration</u></p> <p>Matters of consideration include:</p> <ul style="list-style-type: none"> • Fees paid to Non-Executive Directors are within the aggregate amount approved by Shareholders; • Non-Executive Directors to be remunerated by way of fees; • Non-Executive Directors are not provided with retirement benefits other than statutory superannuation; and • 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.



8.3	<p>A listed entity which has an equity-based remuneration scheme should:</p> <ul style="list-style-type: none">(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(b) disclose that policy or a summary of it.
	<p>Adopted - The Company has adopted a Policy for Trading in Company Securities which can be found on the Company's website at http://pancon.com.au/about-us/corporate-governance/</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 2018	Notes	CONSOLIDATED	
		2018	2017
		\$	\$
OPERATING ACTIVITIES			
Depreciation expenses	2, 6	(26,266)	(16,869)
Salaries, fees and benefits		(821,539)	(781,136)
Audit fees		(54,749)	(35,975)
Generative exploration expenditure and write off	2	(1,407,705)	(3,473,130)
Write off of receivables	2	(2,274,785)	-
Annual report costs		(8,836)	(8,531)
ASX fees		(24,153)	(23,941)
Insurance		(55,263)	(43,513)
Legal fees		(9,825)	(112,842)
Share registry costs		(29,141)	(23,750)
Rent and outgoings		(105,253)	(101,706)
Office expenses		(112,834)	(53,594)
Travel		(126,374)	(44,336)
Corporate advisory		(120,154)	(90,000)
Other expenses		(198,004)	(74,631)
TOTAL OPERATING ACTIVITIES		(5,374,881)	(4,883,954)
FINANCING ACTIVITIES			
Financing income		9,906	3,207
Financing expense		(946,355)	(100,728)
TOTAL FINANCING ACTIVITIES		(936,449)	(97,521)
PROFIT/(LOSS) BEFORE INCOME TAX			
		(6,311,330)	(4,981,475)
Income tax expense	3	-	-
PROFIT/(LOSS) FOR THE PERIOD		(6,311,330)	(4,981,475)
OTHER COMPREHENSIVE INCOME/(LOSS)			
Other comprehensive income		-	-
TOTAL OTHER COMPREHENSIVE INCOME/(LOSS)		-	-
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD			
	10	(6,311,330)	(4,981,475)
Comprehensive income / (loss) attributable to:			
Owners of the Company		(6,263,751)	(4,981,475)
Non-controlling interest		(47,579)	-
		(6,311,330)	(4,981,475)
Basic earnings per share (cents per share)	15	(0.12)	(0.26)
Diluted earnings per share (cents per share)		(0.12)	(0.26)

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 2018	Notes	CONSOLIDATED	
		2018	2017
		\$	\$
CURRENT ASSETS			
Cash assets		755,661	740,160
Trade and other receivables	4	113,322	77,571
TOTAL CURRENT ASSETS		868,983	817,731
NON-CURRENT ASSETS			
Property, plant and equipment	6	90,043	45,423
Deferred exploration, evaluation and development costs	7	8,799,541	6,874,976
TOTAL NON-CURRENT ASSETS		8,889,584	6,920,399
TOTAL ASSETS		9,758,567	7,738,130
CURRENT LIABILITIES			
Trade and other payables	8(a)	353,236	499,946
Financial liabilities	8(b)	1,600,000	-
TOTAL CURRENT LIABILITIES		1,953,236	499,946
NON-CURRENT LIABILITIES			
Provision for employee entitlements		17,935	10,871
Other payables		159,688	-
TOTAL CURRENT LIABILITIES		177,623	10,871
TOTAL LIABILITIES		2,130,859	510,817
NET ASSETS		7,627,708	7,227,313
EQUITY			
Contributed equity	9(a)	109,803,650	103,369,164
Reserves	10	992,324	100,000
Accumulated losses	10	(103,168,266)	(96,241,851)
TOTAL EQUITY		7,627,708	7,227,313
Capital and reserves attributable to owners of PCL		6,769,885	7,227,313
Non-controlling interest		857,823	-
		7,627,708	7,227,313

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

Statement of Changes in Equity



AT 30 JUNE 2018

Consolidated	Share Capital	Retained Earnings	Option Reserve	Total Equity
	\$	\$	\$	\$
Balance at 1 July 2017	103,369,164	(96,241,851)	100,000	7,227,313
Profit or loss	-	(6,311,330)	-	(6,311,330)
Other comprehensive income/(loss)	-	-	-	-
Shares issued (net of costs)	3,437,729	-	-	3,437,729
Share option & reserve movements	-	-	892,324	892,324
Acq /disp of subsidiaries (net of costs)	2,996,747	(615,085)	-	2,381,662
Non-Controlling interest	10	-	-	10
Balance at 30 June 2018	109,803,650	(103,168,266)	992,324	7,627,708
Balance at 1 July 2016	101,545,967	(91,414,376)	154,000	10,285,591
Profit or loss	-	(4,881,475)	-	(4,881,475)
Other comprehensive income/(loss)	-	-	-	-
Shares issued (net of costs)	1,673,197	-	-	1,673,197
Shares awaiting shareholder approval	150,000	-	-	150,000
Share option & reserve movements	-	54,000	(54,000)	-
Acquisition /disposal of subsidiaries	-	-	-	-
Non-Controlling interest	-	-	-	-
Balance at 30 June 2017	103,369,164	(96,241,851)	100,000	7,227,313

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 2018	Notes	CONSOLIDATED	
		2018	2017
		\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES			
Payments to suppliers and employees		(1,884,084)	(1,315,144)
Expenditure on exploration interests		(3,526,376)	(933,171)
NET CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES	11(a)	(5,410,460)	(2,248,315)
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment		(21,061)	-
Payments relating to creditors of acquired subsidiary		(516,755)	-
Proceeds from sale of part interest in subsidiary		2,739,240	-
NET CASH FLOWS FROM/(USED IN) INVESTING ACTIVITIES		2,201,424	-
CASH FLOWS FROM FINANCING ACTIVITIES			
Interest received		3,661	3,207
Proceeds from issues of ordinary shares		3,600,000	1,948,500
Share issue costs		(458,044)	(118,272)
NET CASH FLOWS FROM/(USED IN) FINANCING ACTIVITIES		3,145,617	1,833,435
NET INCREASE/(DECREASE) IN CASH HELD			
Add opening cash brought forward		740,160	1,157,927
Effects of exchange rate changes		78,920	(2,887)
CLOSING CASH CARRIED FORWARD	11(b)	755,661	740,160

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 28 September 2018.

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:

	2018	2017
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 for 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;
- The ability, if required to dispose of interests in exploration and development assets; and
- US \$5.5 million was received by the Company post year end in September at the commencement of drilling the Cormorant-1 well offshore Namibia.

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:

Notes to the Financial Statements



- 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.

Notes to the Financial Statements



2. DEPRECIATION AND WRITE OFF	Notes	CONSOLIDATED	
		2018	2017
		\$	\$
Expenses			
Depreciation of non-current assets:			
Office furniture and equipment		26,266	16,869
Generative exploration and write off:			
Exploration and evaluation costs		1,407,705	3,473,130
Write off of Debtor			
Loan and debtor write off relating to the sale of US subsidiary Gas Fields LLC		2,274,785	-

3. INCOME TAX	CONSOLIDATED	
	2018	2017
	\$	\$
(a) Income Tax (Benefit)/Expense		
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	(1,893,399)	(1,369,906)
<i>Tax effect of permanent differences:</i>		
Other items (net)	8,915	-
Amount not brought to account as a carried forward future income tax benefit	1,884,484	1,369,906
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	8,011,130	6,750,443
Total	* 8,011,130	6,750,443

This future income tax benefit will only be obtained if:

- future assessable income is derived of a nature and of an amount sufficient to enable the benefit to be realised;
- the conditions for deductibility imposed by tax legislation continue to be complied with; and
- 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 2018 of \$26,703,767.

4. RECEIVABLES (CURRENT)	CONSOLIDATED	
	2018	2017
	\$	\$
Trade receivables & prepayments	113,322	77,571
Total	113,322	77,571

Notes to the Financial Statements



(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

Name	Country of incorporation	Percentage of equity interest held by the consolidated entity		Investment	
		2018 %	2017 %	2018 \$	2017 \$
Pancontinental Namibia Pty Ltd**	Australia	66.67	100	20	1
Provision for diminution in value of investment				(1)	(1)
Loan to Pancontinental Namibia Pty Ltd				3,309,323	5,677,968
Provision for loss on loan to Pancontinental Namibia Pty Ltd				(83,271)	(83,271)
Pancontinental Orange Pty Ltd**	Australia	100	0	20	-
Provision for diminution in value of investment				-	-
Loan to Pancontinental Orange Pty Ltd				415,593	-
Provision for loss on loan to Pancontinental Orange Pty Ltd				-	-
Afrex Ltd *	Saint Lucia	100	100	10,584,107	10,584,107
Provision for diminution in value of investment				(10,584,107)	(10,584,107)
Loan to Afrex Ltd				6,794,101	6,770,414
Provision for loss on loan to Afrex Ltd				(6,329,746)	(6,299,703)
Bombora Natural Energy Pty Ltd #	Australia	100	0	2,014,341	-
Provision for diminution in value of investment				(2,014,341)	-
Loan to Bombora Natural Energy Pty Ltd				3,439,067	-
Provision for loss on loan to Bombora Natural Energy Pty Ltd				(1,028,794)	-
Euro Pacific Energy Pty Ltd ^	Australia	0	100	-	2
Provision for diminution in value of investment				-	(2)
Loan to Euro Pacific Energy Pty Ltd				-	(149,935)
Provision for loss on loan to Euro Pacific Energy Pty Ltd				-	-
Starstrike Resources Ltd * ^		0	100	-	380,000
Provision for diminution in value of investment	British Virgin Islands			-	(380,000)
Loan to Starstrike Resources Ltd				-	89,147
Provision for loss on loan to Starstrike Resources Ltd				-	-
Total				6,516,312	6,004,620

*Indicates companies not audited by Rothsay Chartered Accountants.

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

^ Subsidiaries disposed of during the financial year.

Bombora Natural Energy Pty Ltd ("Bombora") was acquired during the financial year. At acquisition, the company held interests in two US subsidiaries – Gas Fields LLC and Bombora Natural Gas, LLC. In June 2018, Bombora sold its interest in Gas Fields LLC and as such now only holds Bombora Natural Gas LLC.

Notes to the Financial Statements



6. PROPERTY, PLANT AND EQUIPMENT

CONSOLIDATED
2018 **2017**
\$ \$

Office equipment		
At cost	141,949	93,964
Less: Accumulated depreciation	(74,567)	(48,541)
Written down amount	67,382	45,423
Vehicles *		
At cost	32,739	-
Less: Accumulated depreciation	(10,078)	-
Written down amount	22,661	-
Total written down value of Office equipment & Vehicles	90,043	-

*Motor vehicle acquired through purchase of Bombora Natural Energy Pty Ltd

Reconciliations

Reconciliations of the carrying amounts of property, plant, equipment and vehicles

Office equipment & Vehicles

Carrying amount opening balance	45,423	62,292
Additions	80,723	-
Write offs	-	-
Depreciation expense	(36,103)	(16,869)
Total written down amount	90,043	45,423

7. DEFERRED EXPLORATION, EVALUATION AND DEVELOPMENT COSTS

CONSOLIDATED
2018 **2017**
\$ \$

Exploration, evaluation and development costs carried forward
Pre-production, exploration and evaluation phases:

Carrying amount at 1 July	6,874,976	9,293,818
Expenditure & acquisitions during the year	3,464,095	1,054,288
Exploration expenditure written off	(1,407,705)	(3,473,130)
Acquisition of exploration properties via transaction with Bombora*	1,787,367	-
Sale of Bombora's US subsidiary Gas Fields LLC	(1,919,192)	-
Carrying amount at 30 June	8,799,541	6,874,976

*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.

8a. TRADE and OTHER PAYABLES (CURRENT)

CONSOLIDATED
2018 **2017**
\$ \$

Trade creditors, accruals and provisions	353,236	499,946
Total	353,236	499,946

8b. FINANCIAL LIABILITIES (CURRENT)

CONSOLIDATED
2018 **2017**
\$ \$

Convertible Notes	1,600,000	-
Total	1,600,000	-

During the quarter, the Company raised \$1.6 million through the issue of Convertible Notes. The issue has a conversion price of A\$0.008 per share which represents a 33% premium to the 30-day VWAP (volume weighted average price) of A\$0.006, an interest rate of 10% and a maturity date 12 months from the date of issue, ie 27 March 2019.

Notes to the Financial Statements



9. CONTRIBUTED EQUITY

	CONSOLIDATED	
	2018	2017
	\$	\$
(a) Issued and paid up capital		
Ordinary shares fully paid	109,803,650	103,369,164
Total	109,803,650	103,369,164

(b) Movements in shares on issue

	2018		2017	
	Number of shares	\$	Number of shares	\$
Beginning of the financial year	2,450,077,442	103,369,164	1,717,494,096	101,545,967
Issued during the year:				
– Placements & SPP (2017) (net of costs)	1,162,500,000	3,437,729	732,583,346	1,673,197
– Acq /disp of subsidiaries (net of costs)	1,649,211,226	2,996,757	-	-
– Shares awaiting shareholder approval	-	-	-	150,000
End of the financial year	5,261,788,668	109,803,650	2,450,077,442	103,369,164

10. RESERVES AND ACCUMULATED LOSSES

	CONSOLIDATED	
	2018	2017
	\$	\$
Reserves		
Beginning of the financial year	100,000	154,000
Options expired	-	(154,000)
Options issued	892,324	100,000
End of the financial year	992,324	100,000
Accumulated losses		
Beginning of the financial year	(96,241,851)	(91,414,376)
Net loss	(6,311,330)	(4,981,475)
Share options expired	-	154,000
Acq /disposal of subsidiaries	(615,085)	-
Total available for appropriation	(103,168,266)	(96,241,851)
End of the financial year	(103,168,266)	(96,241,851)

Notes to the Financial Statements



11. STATEMENT OF CASH FLOWS	CONSOLIDATED	
	2018	2017
	\$	\$
(a) Reconciliation of the net loss after tax to the net cash flows from operations		
Net loss	(6,311,330)	(4,981,475)
Non-Cash Items, Non-Operating Items		
Depreciation of non-current assets	26,266	16,869
Financing expense	946,355	100,728
Financing income	(9,906)	(3,207)
Changes in assets and liabilities		
(Increase)/decrease in trade and other receivables	(35,751)	(14,458)
(Increase)/decrease in property, plant & equipment	(44,620)	16,869
(Increase)/decrease in exploration, evaluation & development	(1,924,565)	2,418,842
(Increase)/decrease in interests in subsidiaries	-	-
(Decrease)/increase in trade and other payables	(146,710)	219,258
(Decrease)/increase in financial liabilities	1,600,000	-
(Decrease)/increase in non-current liabilities	166,752	-
Other non-cash	323,049	(21,741)
Net cash flow from operating activities	(5,410,460)	(2,248,315)
(b) Reconciliation of cash		
Cash balance comprises:		
- cash assets	755,661	740,160
Closing cash balance	755,661	740,160

12. EXPENDITURE COMMITMENTS	CONSOLIDATED	
	2018	2017
	\$	\$
Capital expenditure commitments		
Estimated capital expenditure contracted for at reporting date, but not provided for, payable:		
not later than one year	950,000	-
later than one year and not later than five years	4,500,000	-
later than five years	-	-
Total	5,450,000	-

\$5 million of the above commitment total relates to PEL 87, offshore Namibia. It is anticipated that this new project will follow the Company's normal practice of costs being met by an industry third party after farmout of its current 75% interest.

13. EMPLOYEE BENEFITS

Employee Share Scheme

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

	2018		2017	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Balance at beginning of year	-	-	2,750,000	0.12
- issued	72,500,000	0.006	-	-
- expired	-	-	(2,750,000)	0.12
Balance at end of year	72,500,000	-	-	-

Options held at the end of the reporting period

There were an additional 494,634,149 options held by the Company as at 30 June 2018, these options were not issued under the Employee Share Scheme.



14. SUBSEQUENT EVENTS

24 September 2018 - Cormorant-1 Well in PEL 37, Offshore Namibia

Pancontinental announced the spud of the Cormorant-1 well in PEL 37, Offshore Namibia on 4 September 2018. Cormorant-1 was drilled by the Ocean Rig Poseidon, a 6th Generation drillship, in 545 meters of water. The well tested the oil potential of a mid-Cretaceous marine turbidite "fan" sandstone system. On 24 September 2018, Pancontinental advised that the Cormorant-1 exploration well reached a total measured depth of 3,855m and is to be plugged and abandoned as a dry hole.

11 September 2018 – Billion Barrel Oil Potential Assessed in PEL 87, Offshore Namibia

Pancontinental completed the first major stage of assessing the potential prospective oil resources in its 75% owned PEL 87 project in the Orange Basin, offshore Namibia.

6 September 2018 - Pancontinental receives cash injection of US\$5.5 million (~AU\$7.6 million) to complete Africa Energy Corp's investment in Pancontinental Namibia

Pancontinental Namibia Pty Ltd ("PNPL") holds a 30% interest in the highly prospective licence PEL 37, offshore Namibia. Pancontinental Oil and Gas NL ("Pancontinental") owns 66.67% of PNPL with a wholly owned subsidiary of Africa Energy Corp. ("Africa Energy") now holding a 33.33% interest in the Company. The consideration for the issue of shares was a total of US\$7.7 million (approximately AU\$10 million) payable by Africa Energy in two stages. The first payment of US\$2.2 million (approximately AU\$3 million) was received by Pancontinental at closing. The second payment of US\$5.5 million (approximately AU\$7.6 million) was received 6 September 2018 after the spud of the Cormorant-1 well.

5 September 2018 – Appointment of Executive Director Vesna Petrovic

Mrs Vesna Petrovic was appointed back to the Board as Executive Director. Mrs Petrovic is also Alternate Director for Pancontinental Chairman David Kennedy.

3 September 2018 - Gas Fields LLC, Tulainyo Project Overruns

On 29 June 2018, Pancontinental Oil & Gas NL ("Pancon") announced that it had divested its forty percent (40%) interest in US subsidiary Gas Fields LLC ("Gas Fields") to Raven Energy Limited ("Raven"). Gas Fields, a wholly owned subsidiary of Raven, has been earning an interest in the Tulainyo Gas Project in California.

At the time of the divestment, the Operator of the Tulainyo project claimed that Gas Fields (via Raven) owed it US\$321,353.

The Operator is now claiming that:

- 1) Gas Fields has failed to provide the required completion funds for costs allegedly incurred by the Operator in the drilling of Tulainyo #2;
- 2) that the sum allegedly owed by Gas Fields has now increased to US\$1,738,273; and
- 3) as Bombora Natural Energy Pty Ltd had guaranteed the obligations of Gas Fields in the original Farmin Agreement between Gas Fields, Bombora and Cirque of 21 March 2017, the Operator would look to Bombora to make that payment in the event that Gas Fields failed to pay it.

Pancontinental, itself, has no liability in relation to this matter.

30 August 2018 –Dempsey Update

Following the previously announced recommencement of gas production from the Dempsey 1-15 well on 18 July 2018, some water accumulated in the well bore and reduced gas production. Production of gas from the Dempsey well has been shut-in for pressure build-up as a means to clear water from the well bore before recommencing gas production. The well remains shut in as at the date of this report.

Notes to the Financial Statements



15. EARNINGS PER SHARE

	CONSOLIDATED	
	2018	2017
	\$	\$
The following reflects the income and share data used in the calculations of basic and diluted earnings per share:		
Net profit	(6,311,330)	(4,981,475)
Adjustments:		
Earnings used in calculating basic and diluted earnings per share	(6,311,330)	(4,981,475)
	Number of shares	Number of shares
Weighted average number of ordinary shares used in calculating basic earnings per share	5,123,168,736	1,942,921,042
Effect of dilutive securities:		
Share options	-	-
Adjusted weighted average number of ordinary shares used in calculating diluted earnings per share	5,320,485,810	1,942,921,042

16. AUDITORS' REMUNERATION

	CONSOLIDATED	
	2018	2017
	\$	\$
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	39,000	26,000
- 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 Pancontinental Namibia Pty Ltd	15,749	9,975
- other services in relation to the entity	-	-
	54,749	35,975

Notes to the Financial Statements



17. DIRECTOR AND EXECUTIVE DISCLOSURES

(a) Details of Specified Directors and Specified Executives as at 30 June 2018

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

Henry David Kennedy	Non-Executive Chairman
John Douglas Begg	Executive Director, CEO
Ernest Anthony Myers	Non-Executive Director
Roy Barry Rushworth	Non-Executive Director
Marie Michele Malaxos	Non-Executive Director
Vesna Petrovic	Alternate Director & Company Secretary
John Edward Leach	Non-Executive Chairman (resigned July 2017)

(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 Monetary benefits	Post Employment Super- annua- tion benefits	Retire- ment benefits	Equity Options	Other	Total
Specified Directors/Officers								
Henry David Kennedy								
2018	50,000	-	-	-	-	-	-	50,000
2017	50,000	-	-	-	-	-	-	50,000
John Douglas Begg **								
2018	241,290	-	-	-	-	-	-	241,290
2017	-	-	-	-	-	-	-	-
Ernest Anthony Myers								
2018	38,925	76,651	-	-	-	60,000	-	175,576
2017	187,500	-	-	-	-	-	-	187,500
Roy Barry Rushworth								
2018	38,925	230,981	-	-	-	60,000	175,000*	504,906
2017	237,500	-	-	-	-	-	-	237,500
Marie Michele Malaxos ***								
2018	38,885	43,000	-	-	-	-	-	81,885
2017	-	-	-	-	-	-	-	-
Vesna Petrovic								
2018	140,625	-	-	-	-	60,000	-	200,625
2017	140,625	-	-	-	-	-	-	140,625
John Edward Leach (resigned July 2017)								
2018	-	-	-	-	-	-	-	-
2017	48,000	-	-	-	-	-	-	48,000
Total Remuneration: Specified Directors /Officers								
2018	548,650	350,632	-	-	-	180,000	175,000	1,254,282
2017	663,625	-	-	-	-	-	-	663,625

* \$175,000 paid to Mr Rushworth relates to a settlement payout in lieu of fees. In addition, Mr Rushworth was issued 87,500,000 ordinary shares with a value of \$175,000 as approved by Shareholders at a General

Notes to the Financial Statements



Meeting held on 10 July 2018.

** Mr Begg was issued 187,200,026 ordinary shares with a value of \$374,400 and 157,853,660 options with a value of \$276,244 as part of Pancontinental's transactions with Bombora Natural Energy Pty Ltd.

*** Ms Malaxos was issued 39,000,000 ordinary shares with a value of \$78,000 and 78,926,829 options with a value of \$138,121 as part of Pancontinental's transactions with Bombora Natural Energy Pty Ltd.

(c) Directors' remuneration options: Granted and vested during the year

	Granted Number	Grant Date	Terms & Conditions for Each Grant		First Exercise Date	Last Exercise Date
			Value per option at grant date (\$)	Exercise Price per share (\$)		
Specified Directors						
Roy Barry Rushworth	20,000,000	12 Dec 17	0.003	0.006	12 Dec 17	11 Dec 21
Ernest Anthony Myers	20,000,000	12 Dec 17	0.003	0.006	12 Dec 17	11 Dec 21
Vesna Petrovic	20,000,000	12 Dec 17	0.003	0.006	12 Dec 17	11 Dec 21
Total	60,000,000					

(d) Option holdings of specified Directors and specified Executives

2018

	Balance at beginning of period	Granted as Remuneration	Options Exercised/ (Expired)	Net Change Other	Balance at end of period
	1 July 2017				30 June 2018
Specified Directors					
Henry David Kennedy	-	-	-	-	-
John Douglas Begg	-	-	-	157,853,660*	157,853,660
Ernest Anthony Myers	-	20,000,000	-	-	20,000,000
Roy Barry Rushworth	-	20,000,000	-	-	20,000,000
Marie Michele Malaxos	-	-	-	78,926,829**	78,926,829
Vesna Petrovic	-	20,000,000	-	-	20,000,000
John Edward Leach (resigned July 2017)	-	-	-	-	-
Total	-	60,000,000	-	236,780,489	296,780,489

2017

	Balance at beginning of period	Granted as Remuneration	Options Exercised/ (Expired)	Net Change Other	Balance at end of period
	1 July 2016				30 June 2017
Specified Directors					
Henry David Kennedy	500,000	-	(500,000)	-	-
John Douglas Begg	-	-	-	-	-
Ernest Anthony Myers	750,000	-	(750,000)	-	-
Roy Barry Rushworth	1,000,000	-	(1,000,000)	-	-
Marie Michele Malaxos	-	-	-	-	-
Vesna Petrovic	-	-	-	-	-
John Edward Leach (resigned July 2017)	-	-	-	-	-
Total	2,250,000	-	(2,250,000)	-	-

* Mr Begg was issued 187,200,026 ordinary shares with a value of \$374,400 and 157,853,660 options with a value of \$276,244 as part of Pancontinental's transactions with Bombora Natural Energy Pty Ltd.

** Ms Malaxos was issued 39,000,000 ordinary shares with a value of \$78,000 and 78,926,829 options with a value of \$138,121 as part of Pancontinental's transactions with Bombora Natural Energy Pty Ltd.

Notes to the Financial Statements



(e) Shareholdings of Specified Directors and Specified Executives

2018

Ordinary Shares held in Pancontinental Oil & Gas NL Specified Directors	Balance 1 July 2017	Acquisitions (Disposals)	Balance 30 June 2018
Henry David Kennedy	336,768,269	75,000,000	411,768,269
John Douglas Begg	-	187,200,026	187,200,026
Ernest Anthony Myers	2,900,715	-	2,900,715
Roy Barry Rushworth	46,835,610	87,500,000	134,335,610
Marie Michele Malaxos	-	39,000,000	39,000,000
Vesna Petrovic	-	-	-
John Edward Leach (resigned July 2017)	-	-	-
Total	386,504,594	388,700,026	775,204,620

2017

Ordinary Shares held in Pancontinental Oil & Gas NL Specified Directors	Balance 1 July 2016	Acquisitions (Disposals)	Balance 30 June 2017
Henry David Kennedy	270,101,602	66,666,667	336,768,269
John Douglas Begg	-	-	-
Ernest Anthony Myers	1,650,715	1,250,000	2,900,715
Roy Barry Rushworth	36,835,610	10,000,000	46,835,610
Marie Michele Malaxos	-	-	-
Vesna Petrovic	-	-	-
John Edward Leach (resigned July 2017)	-	-	-
Total	308,587,927	77,916,667	386,504,594

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.

The Company's and Group's exposure to credit risk is influenced directly and indirectly by the individual characteristics of each joint venture.

(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	
		2018	2017
		\$	\$
Trade and other receivables	4	113,322	77,571
Cash and cash equivalents		755,661	740,160
Total		868,983	817,731

Impairment losses:

None of the Company's or Group's receivables are past due at 30 June 2018, (2017: 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

Notes to the Financial Statements



through impairment of loans to subsidiaries and shares held in subsidiaries during the current period was \$3,013,880 (2017: \$1,456,301).

Whilst the loans were not payable at 30 June 2018 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.

Pancontinental's subsidiary Bombora Natural Energy Pty Ltd ("Bombora"), wrote off \$2,045,885 relating to an intercompany loan with Gas Fields LLC, its US incorporated subsidiary which was sold during June 2018. Bombora also wrote off \$461,370 relating to debtors receivable from Raven Energy Limited ("Raven"), its investment partner in Gas Fields LLC. The basis for the write off is that Raven is currently suspended from the Australian Securities Exchange and has limited cash reserves.

(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 forecast and actual cash flows.

Consolidated	Contractual cashflows		
	< 1 year	1-5 years	> 5 years
	\$	\$	\$
Trade and other payables - Current	(353,236)	-	-
Financial liabilities - Current	(1,600,000)	-	-
Provisions - Non Current	-	-	(17,935)
Other payables - Non Current	-	(159,688)	-
Total	(1,953,236)	(159,688)	(17,935)

The Company received US\$5.5 million (approximately AU\$7.6 million) from Africa Energy Corp. as the second instalment of its investment in subsidiary Pancontinental Namibia Pty Ltd which holds the PEL 37 project. The funds were received 6 September 2018 after the spud of the Cormorant-1 well.

(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 2018			30 June 2017		
	AUD	USD	Total	AUD	USD	Total
Cash & cash equivalents	620,231	135,430	755,661	185,119	555,041	740,160
Trade & other receivables	113,322	-	113,322	77,571	-	77,571
Trade and other payables	(2,130,859)	-	(2,130,859)	(510,817)	-	(510,817)
Net balance sheet exposure	(1,397,306)	135,430	(1,261,876)	(248,127)	555,041	306,914

The following significant exchange rates applied during the year:

	Average rate		Reporting date spot rate	
	2018	2017	2018	2017
AUD : USD	0.775	0.754	0.740	0.769

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 2017.

Effect in AUD	Consolidated	
	Equity	Profit or loss
30 June 2018		
10% strengthening	15,048	15,048
30 June 2017		
10% strengthening	61,671	61,671

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.

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 2018	30 June 2017
Variable rate instruments		
Cash and cash equivalents	755,661	740,160

Notes to the Financial Statements



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 2018		30 June 2017	
	Carrying amount	Fair value	Carrying amount	Fair value
Trade and other receivables	113,322	113,322	77,571	77,571
Cash and cash equivalents	755,661	755,661	740,160	740,160
Trade and other payables	(2,130,859)	(2,130,859)	(510,817)	(510,817)
	(1,261,876)	(1,261,876)	306,914	306,914

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.

	2018	2017
Equity attributable to Shareholders of the Company		
Minorities	857,823	-
Equity	6,769,885	7,227,313
Total assets	9,758,567	7,738,130
Equity ratio in %	69.37%	93.40%
Average equity	6,998,599	8,756,452
Net Profit	(6,263,751)	(4,981,475)
Return on Equity in %	(89.50)%	(56.89)%

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.

Notes to the Financial Statements



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 \$50,000 (2017: \$50,000). Refer note 17.
- (b) During the year the company paid fees to Rock Doc Pty Ltd, a company in which Mr Begg has a financial interest, for CEO and Executive Director fees. The amount paid was \$241,290 (2017: Nil). 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 \$81,885 (2017: Nil). 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 2018

	2018	2017
	\$	\$
STATEMENT OF COMPREHENSIVE INCOME		
Profit/(Loss) for the period	(6,077,645)	(4,964,349)
TOTAL COMPREHENSIVE INCOME/(LOSS)	(6,077,645)	(4,964,349)
	2018	2017
	\$	\$
STATEMENT OF FINANCIAL POSITION		
Assets		
Current assets	822,906	814,409
TOTAL ASSETS	7,681,814	7,637,155
Liabilities		
Current liabilities	1,890,441	447,340
TOTAL LIABILITIES	1,908,376	458,211
Equity		
Contributed equity	107,148,979	103,369,164
Reserves	992,324	100,000
Accumulated losses	(102,367,865)	(96,290,220)
TOTAL EQUITY	5,773,438	7,178,944

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 2018 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 2018.

On behalf of the Board

Vesna Petrovic
Director

Perth, Western Australia
28 September 2018



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**INDEPENDENT AUDIT 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 subsidiaries (the Group) which comprises the consolidated statement of financial position as at 30 June 2018, 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 2018 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* (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.

Key Audit Matter

Exploration and evaluation expenditure

The group has incurred significant exploration and evaluation expenditure which has been capitalised. As the carrying value of exploration and evaluation expenditure represents a significant asset of the Group we



Chartered Accountants



considered it necessary to assess whether facts and circumstances exist to suggest that the carrying amount of this asset may exceed its recoverable amount.

In doing so we carried out the following work in accordance with the guidelines set out in AASB 6 *Exploration for and Evaluation of Mineral Resources*. Our procedures included but were not limited to the following:

- We obtained evidence that the Group has valid rights to explore in the licence areas represented by the capitalised exploration and evaluation expenditure;
- We enquired of management and reviewed work programs to ensure that further expenditure on the licence areas in the Group's areas of interest was planned and cross referenced these discussions to ASX announcements and minutes of directors' meetings;
- We tested a sample of current year expenditure to source documents on the exploration licence areas;
- We obtained an understanding of the key processes associated with management's review of the carrying values of capitalised exploration and evaluation expenditure and challenged management's assertion that the carrying amount of capitalised expenditure after expenditure expensed was likely to be recovered in full from successful development or sale.

We also assessed the appropriateness of the disclosures included in Notes 1 and 7 to the financial report.

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 2018, 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.



Chartered Accountants



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

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.

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 2018.

In our opinion the remuneration report of Pancontinental Oil & Gas NL for the year ended 30 June 2018 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 28 September 2018

**Graham Swan FCA
Partner**



Chartered Accountants



Additional information required by the ASX Ltd and not shown elsewhere in this report is as follows.
The information is current as at 30 September 2018.

(a) Distribution of equity securities

The number of shareholders, by size of holding, in each class of share are:

		Ordinary shares	
		Number of holders	Number of shares
1	- 1,000	434	94,546
1,001	- 5,000	278	932,134
5,001	- 10,000	332	2,800,134
10,001	- 100,000	1,538	74,812,733
100,001	and over	2,157	5,328,075,951
		4,739	5,406,715,498
The number of shareholders holding less than a marketable parcel of shares are:		3,210	182,361,356

(b) Twenty largest shareholders

The names of the twenty largest holders of quoted shares are:

		Listed ordinary shares	
		Number of shares	Percentage of ordinary shares
1	SUNDOWNER INTERNATIONAL LTD	402,673,494	7.45
2	PERTH SELECT SEAFOODS PTY LTD	330,000,000	6.10
3	CRESCENT NOMINEES LIMITED	215,835,000	3.99
4	ROCK DOC GROUP	192,200,026	3.55
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	189,669,972	3.51
6	JEMAYA PTY LTD <THE FEATHERBY FAMILY A/C>	170,000,000	3.14
7	CITICORP NOMINEES PTY LIMITED	108,263,748	2.00
8	BT PORTFOLIO SERVICES LIMITED <WARRELL HOLDINGS S/F A/C>	99,553,913	1.84
9	ROY BARRY RUSHWORTH	87,500,000	1.62
10	ZENIX NOMINEES PTY LTD	78,926,830	1.46
11	RAVINA QLD PTY LTD	75,000,000	1.39
12	MR MICHAEL LYNCH + MRS SUSAN LYNCH <LYNCH FAMILY A/C>	73,000,000	1.35
13	MR GEOFFREY DONALD COULTAS <THE COULTAS FAMILY A/C>	67,000,000	1.24
14	TARNEY HOLDINGS PTY LTD <DP & FL WADDELL FAMILY A/C>	60,000,000	1.11
15	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	53,305,624	0.99
16	J P MORGAN NOMINEES AUSTRALIA LIMITED	45,037,478	0.83
17	GERARD C TOSCAN MANAGEMENT PTY LIMITED <GERARD C TOSCAN FAM NO 2 A/C>	42,000,000	0.78
18	BOTSIS HOLDINGS PTY LTD	40,000,000	0.74
19	VINCELLE PTY LTD <THE WOODMONT SUPER FUND A/C>	39,000,000	0.72
20	INVESCO NOMINEE PTY LTD	37,991,380	0.70
		2,406,957,465	44.51



(c) Voting rights

All ordinary shares (whether fully paid or not) carry one vote per share without restriction.

(d) Substantial Shareholders

	Number of Shares
The details of substantial shareholders are set out below:	
<ul style="list-style-type: none"> • Sundowner International Limited • Perth Select Seafood • Tattersfield Group 	<p>411,768,269</p> <p>319,000,000</p> <p>92,157,865</p>

(e) Permit Schedule

Permits and Interests	Licence	Permit reference	Interest
Petroleum prospects			
Namibia		PEL 37	20%
Namibia		PEL 87	75%
Kenya		L6	40% offshore, 16% onshore
USA California		Dempsey	10%
USA California		Alvares	earning 15%
Australia		Walyearing	earning 70%



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