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Doriemus

DORIEMUS PLC

Annual Report and Financial Statements

Year Ended 31 December 2023

Company Registered Number 03877125 (England and Wales)

ARBN 619 213 437

DORIEMUS PLC

Annual Report and Financial Statements
for the year ended 31 December 2023

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COMPANY INFORMATION

DIRECTORS:	Keith Coughlan – Non Executive Chairman Gregory Lee – Executive Director Mark Freeman – Non-Executive Director
COMPANY SECRETARY:	Shannon Robinson
AUSTRALIAN REGISTERED OFFICE:	Level 3, 88 William Street Perth, WA 6000, Australia
UK REGISTERED OFFICE:	c/o Hill Dickinson LLP The Broadgate Tower 20 Primrose Street London EC2A 2EW
REGISTERED NUMBER:	03877125 (England & Wales)
AUDITORS:	Johnsons Financial Management Limited Ground Floor 1-2 Craven Road London W5 2UA
SOLICITORS:	Hill Dickinson LLP The Broadgate Tower 20 Primrose Street London EC2A 2EW
SHARE REGISTRY:	Computershare Investor Services Pty Limited Level 17, 221 St Georges Terrace Perth WA 6000 Australia

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DORIEMUS PLC

("Doriemus" or the "Company")

CHAIRMAN'S STATEMENT INCORPORATING REVIEW OF OPERATIONS AND STRATEGIC REPORT

The Company is pleased to present this Annual Report, together with the financial statements and annual corporate governance statement, on the Company (referred to hereafter as 'Doriemus') consisting of Doriemus Plc (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during the year ended 31 December 2023.

REVIEW OF OPERATIONS:

On 2 January 2024, the Company announced that a binding heads of agreement to acquire 100% of the issued capital of Asian Battery Minerals Limited ("ABM"). ABM is the parent company of Innova Mineral LLC ("Innova"), which holds exploration licenses in Mongolia:

- Yambat Ni-Cu-PGE project – Exploration Licence XV-020515 held by Innova's 100% subsidiary Ragnarok Investment LLC. ABM completed the BHP Xplor 2023 cohort program for the Yambat Ni-Cu-PGE project and discovered a new magmatic nickel sulfide system in the western part of Mongolia.

- Khukh Tag graphite project – JORC-compliant graphite resource – Mineral Exploration Licence XV-019603. The Khukh Tag graphite project (Mineral Exploration Licence XV-019603) has a JORC Code (2012) compliant resource estimate of 12.2M tonnes at 12.3% TGC (total graphitic carbon) (Indicated category: 1.4M tonnes at 13.9% TGC; Inferred category: 10.8M tonnes at 12.1% TGC).

- Tsagaan Ders lithium project – Exploration Licences XV-021740 and XV019341

On completion of the transaction, Mr Gan-Ochir Zunduisuren, founder of Innova and managing director of ABM, to be appointed Managing Director of Doriemus. Mr David Paull, Ms Kirsten Livermore, and Mr Neil Young to be appointed as non-executive directors. The Company intends to undertake a capital raising via a prospectus to raise $6,000,000 consisting of 120,000,000 shares (post-consolidation) at an issue price of $0.05 per Share and a consolidation of every 50 shares into 43 shares will take place, subject to shareholder approval. To complete the acquisition, Doriemus is required to re-comply with the requirements of Chapters 1 and 2 of the ASX Listing Rules and its securities will continue to be suspended.

OIL PRODUCTION AND EXPLORATION ASSETS

1. Horse Hill ("HH") Petroleum Exploration and Development License:

Doriemus currently owns 4% of Horse Hill Developments Limited ("HHDL"), which owns 65% of two Petroleum Exploration and Development Licences ("PEDL") PEDL137 and PEDL246 in the northern Weald Basin between Gatwick Airport and London. The PEDL137 licence covers 99.29 km^2 to the north of Gatwick Airport in Surrey and contains the Horse Hill-1 ("HH-1") discovery well. PEDL246 covers an area of 43.58 km^2 and lies immediately adjacent and to the east of PEDL137 which hosts the HH-1 oil discovery well located in PEDL137 in the UK's onshore Weald Basin. This equates to a 2.6% attributable interest in the licences. HHDL is the nominated operator ("Operator") of the Horse Hill License.

Horse Hill-Field

Operations in Horse Hill are ongoing. The operator announced on 11 December 2023 the extension of the binding Horse Hill farm-in term sheet ("Agreement") with London Stock Exchange (LSE) main market listed Pennpetro Energy plc ("PPP"). The Agreement enables PPP to farm-in to the Horse Hill Oil Field ("Horse Hill") on an incremental production only basis via funding 100% of the acquisition of a twelve square kilometre 3D seismic survey and the drilling of the next crestal infill production well, designated as HH-3.

The Agreement's binding farm-in terms, which are subject to certain conditions as outlined below, cover the drilling of a new crestal infill well designated as Horse Hill-3 ("HH-3") to be spudded after the completion of a PPP funded high-definition 3D seismic survey. On completion of HH-3, PPP will receive a 49% share of all production derived from HH-3 and future wells plus a 49% interest in the Licences. UK Oil & Gas plc's subsidiaries will retain their current interests in all oil production from Horse Hill-1 ("HH-1") and HHDL will remain as the named Licence operator.

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2. White Flame Energy Limited:

The Company has 1.4% shareholding in the English registered company White Flame Energy Limited ("WFE"), which is an early-stage oil and gas exploration company focused on acquiring oil and gas exploration assets in Greenland. There were no material updates over the year.

The following table shows the tenements held by the Company at the end of the year.

Asset	Country	Doriemus Interest	Status	Operator	Licence Area
Horse Hill* PEDL137	UK	4% shareholding in HHDL (representing a 2.6% attributable interest in PEDL137)	Exploration	HHDL	99.3km^2
Horse Hill* PEDL246	UK	4% shareholding in HHDL (representing a 2.6% attributable interest in PEDL 246)	Exploration	HHDL	43.4 km^2
WFE EL 2015/13	Greenland	1.4% shareholding in WFE (representing a 1.3% interest in EL 2015/13)	Exploration	WFE	2.572 km^2
WFE EL 2015/14	Greenland	1.4% shareholding in WFE (representing a 1.3% interest in EL 2015/14)	Exploration	WFE	2.923 km^2

3. Corporate Activity:

On 2 January 2024, the Company announced the proposed acquisition of the issued capital of ABM, its subsidiary entities, and its exploration licenses in Mongolia (refer to ASX Announcement dated 2 January 2024 for further details).

The Company's securities have been suspended from quotation since 8 September 2022 pending the release of an announcement regarding a proposed recompliance transaction. ASX has exercised its discretion under Listing Rule 11.1.2 to require the proposed recompliance transaction to be conditional on approval by the Company's ordinary security holders and under Listing Rule 11.1.3 to require the Company to recomply with Chapters 1 and 2 of the Listing Rules. As of the date of this report, the Company's securities remain suspended pending re-compliance.

On 21 April 2023, Shannon Robinson was appointed Company Secretary following the resignation of David Koch.

Position and Principal Risks

The Company's business strategy is subject to numerous risks, some outside the Board's and management's control. These risks can be specific to the Company, generic to the extraction industry and generic to the stock market as a whole. The key risks, expressed in summary form, affecting the Group and its future performance include but are not limited to:

- capital requirement and ability to attract future funding to finance the acquisition and exploitation of mining, oil and gas assets;
- change in commodity prices and market conditions;
- geological and technical risk posed to exploration and commercial exploitation success;
- environmental and occupational health and safety risks;
- government policy changes;
- retention of key staff.

This is not an exhaustive list of risks faced by the Group. There are other risks generic to the stock market and the world economy as a whole and other risks generic to the extraction industry, all of which can have an impact on the Company. The management of risks is integrated into the development of the Company's strategic and business plans and is reviewed and monitored regularly by the Board. Further details on how the Company monitors, manages, and mitigates these risks are included as part of the Audit and Risk Committee Report contained within the Corporate Governance Report.

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CHAIRMAN'S STATEMENT INCORPORATING REVIEW OF OPERATIONS AND STRATEGIC REPORT (continued)

DIRECTORS' SECTION 172 STATEMENT

The following disclosure describes how the Directors have had regard to the matters set out in section 172(1)(a) to (f) and forms the Directors' statement required under section 414CZA of The Companies Act 2006.

The matters set out in section 172(1) (a) to (f) are that a Director must act in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

(a) the likely consequences of any decision in the long term,
(b) the interests of the Company's directors,
(c) the need to foster the Company's business relationships with suppliers, customers and others,
(d) the impact of the Company's operations on the community and the environment,
(e) the desirability of the Company maintaining a reputation for high standards of business conduct, and
(f) the need to act fairly between members of the Company.

Stakeholder Engagement

Doriemus adheres to sound corporate governance policies and attaches considerable importance to and strives to engage transparently and effectively on a continuous basis with a variety of stakeholders, including shareholders, directors, contractors, suppliers, government bodies and local communities and environment in which it operates.

At the Company's AGM held on 26 October 2023, all resolutions were passed with majority of the votes cast in favour. The Directors and Company Secretary are usually available at and following general meetings of the Company when shareholders have the opportunity to ask questions on the business of the meeting and more generally on Company matters.

All substantial shareholders that own more than 5% of the Company's shares are listed on page 50 of this Report. Further details of engagement with shareholders can be found within the Corporate Governance Report.

Directors

Doriemus attaches great importance to its directors and their professional development and provides fair remuneration with incentives for its senior personnel through share option schemes. Further, the Company gives full and fair consideration to applications for employment irrespective of age, gender, colour, ethnicity, disability, nationality, religious beliefs or sexual orientation.

Contractors and Suppliers

The Group has a prompt payment policy and seeks to ensure that all liabilities are settled within each supplier's terms. Through fair dealings the Group aims to cultivate the goodwill of its contractors, consultants, and suppliers.

Corporate and local management work closely with contractors and suppliers to ensure they work within the parameters of their respective terms of engagement and do not have a detrimental effect on the Company's business and exploration activities.

Governmental Bodies, local communities and environment

The Group takes significant cognisance of the importance to the communities in which it operates and is grateful for their support and involvement in the Company's exploration and development activities.

Principal decisions taken by the Board during the year

Principal decisions are defined as those that have long-term strategic impact and are material to the Group and those that are significant to the Group's key stakeholder Groups. In making the principal decisions, the Board considered the alignment with its stated strategy, the outcome from its stakeholder engagement, the need to maintain a reputation for high standards of business conduct and the need to act fairly between the members of the Company.

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CHAIRMAN'S STATEMENT INCORPORATING REVIEW OF OPERATIONS AND STRATEGIC REPORT (continued)

The Directors would like to take this opportunity to thank our shareholders, staff and consultants for their continued support.



Keith Coughlan
Non-Executive Chairman

22 March 2024

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DORIEMUS PLC

("Doriemus" or the "Company")

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2023

The Directors present their report together with the audited financial statements of the Group for the year ended 31 December 2023.

The Corporate Governance Statement set out in pages 53 to 61 forms part of this Directors' Report.

Directors
The names of Directors of the Company in office at any time during or since the end of the year are:

Keith Coughlan
Gregory Lee
Mark Freeman

Directors have been in office of the Company since the start of the financial year to the date of this report unless otherwise stated.

Company Secretary/s
Shannon Robinson was appointed Company Secretary after the resignation of David Koch on 21 April 2023.

Information on Directors

Keith Coughlan – Non-Executive Chairman
Mr Coughlan has almost 30 years' experience in stockbroking and funds management. He has been largely involved in the funding and promoting of resource companies listed on ASX, AIM and TSX. He has advised various companies on the identification and acquisition of resource projects and was previously employed by one of Australia's then largest funds management organizations.

Keith Coughlan holds 2,000,000 unlisted options exercisable at $0.10 expiring 2 September 2026.

Directorships held in other listed entities:
– Executive Chairman of European Metals Holdings Ltd (from 6 September 2013)
– Non-Executive Director of Calidus Resources Limited (from 13 June 2017 to 13 May 2022)
– Non-Executive Director of Southern Hemisphere Mining Limited (from 24 March 2017 to 5 February 2021)

Mark Freeman – Non-Executive Director
Mark Freeman is a Chartered Accountant and has more than 25 years' experience in corporate finance and the resources industry with a focus on oil & gas and mining development projects. He has experience in strategic planning, business development, acquisitions and mergers, gas commercialisation, project development and general management. Prior and current experience with Calima Energy Ltd, Pursuit Minerals Ltd, Grand Gulf Energy Ltd, Exco Resources NL, Golden Gate Petroleum Ltd, Panoramic Resources Ltd, and Mirabela Nickel Ltd. In addition, Mr Freeman is a graduate of the University of Western Australia with a Bachelor of Commerce with a double major in Banking & Finance and Accounting as well as holding a Graduate Diploma in Applied Finance with a major in Investment Analysis from the Securities Institute of Australia.

Interest in CDIs: 618,181 CDIs
Interest in Options: 309,090 listed options exercisable at $0.10 expiring 1 September 2026.

Directorships held in other listed entities:
- Pursuit Minerals Limited (from 1 April 2022 to 31 August 2023)
- Calima Energy Ltd (from 23 June 2021)

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Gregory Lee - Executive Director (Technical)
Mr. Lee is a Petroleum Engineer and has over 30 years of diversified oil and gas experience in both technical and managerial positions. The main focus of his responsibilities has been on acquisitions and divestments, project management and supervision, oil and gas field development and operation, production technology and reservoir enhancement, field operations, drilling and completions activities, exploration, carbon dioxide capture and storage. Mr. Lee also has a very keen interest in renewable and sustainable energy and best practices. Mr. Lee is a chartered professional engineer (CPEng) and a member of the Society of Petroleum Engineers (MSPE) and has been an independent petroleum engineer consultant since 1992 having worked with both large and small organisations (both as operators and non-operators) in numerous countries worldwide. Mr. Lee has been involved with the listing and management of public listed companies on both AIM and the ASX since 2003.

Interest in CDIs: 129,693 CDIs
Interest in Options: 21,615 listed options exercisable at $0.10 expiring 1 September 2026 and 500,000 unlisted options exercisable at $0.10 expiring 2 September 2026.

Directorships held in other listed entities: Top End Energy Ltd (23 June 2021 to 5 February 2024)

Shannon Robinson - Company Secretary (Appointed 21 April 2023)
Shannon Robinson is Chartered Secretary and former corporate lawyer with 20 years' experience corporate experience. Shannon is a graduate member of the Australian Institute of Company Directors (AICD) and a fellow of the Governance Institute of Australia (GIA). Shannon is a non-executive director of Yojee Limited (ASX: YOJ).

David Koch - Company Secretary (Appointed 25 May 2022, resigned 21 April 2023)
David Koch is a Chartered Secretary and CPA with 34+ years' experience working in the precious metals and mining services industries. David is a Fellow of the Governance Institute of Australia and holds a Bachelor of Business with majors in Accounting and IT, and a Graduate Diploma of Applied Corporate Governance. Formerly, David has held various senior corporate governance, risk and financial management positions with ASX listed entities and public/private partnerships, more recently with The Perth Mint (Gold Corporation).

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REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

Principal activities and Significant Changes in Nature of Activities
The principal activity of the Group is to invest in and / or acquire companies and / or projects with clear growth potential, focusing on businesses that are available at attractive valuations and hold opportunities to unlock imbedded value, mainly focusing on the mining, and oil & gas sectors. There were no significant changes in the nature of activities of the Group during the year.

Operating Results
The net loss after tax of the Group for the year ended 31 December 2023 amounted to approximately AUD 533,000 (31 December 2022: AUD1,115,000).

Dividends Paid or Recommended
No dividends were paid during the year and the Directors do not intend to recommend the payment of a final dividend for the financial year under review (2022: nil).

Review of Operations and Strategic Report
Please refer to pages 2 to 5 of the Annual Report.

Group Performance and its consequences on shareholder wealth

It is not possible at this time to evaluate the Group's financial performance using generally accepted measures such as profitability and total shareholder return as the Group is focussed on exploration activities with no significant revenue stream. This assessment will be developed as and when the Group moves from explorer to producer.

The table below shows the gross revenue, losses and loss per share for the last five years for the Group:

		2023	2022	2021	2020	2019
Revenue and other income	'000	AUD66	AUD13	-	-	AUD18
Net loss	'000	AUD533	AUD1,115	AUD2,949	AUD950	AUD2,886
Loss per share	cents/pence	0.44 cents	0.93 cents	3.59 cents	1.64 cents	4.98 cents
Share price at year end	AUD ($)	0.055	0.055	0.13	0.036	0.027

Key Performance Indicators
Due to the current status of the Group, the Board has not identified any key performance indicators.

Significant Changes in State of Affairs
On 2 January 2024, the Company announced the proposed acquisition of the issued capital of ABM, its subsidiary entities, and its exploration licenses in Mongolia (refer to ASX Announcement dated 2 January 2024 for further details).

The Company's securities have been suspended from quotation since 8 September 2022 pending the release of an announcement regarding a proposed recompliance transaction. The ASX has exercised its discretion under Listing Rule 11.1.2 to require the proposed recompliance transaction to be conditional on approval by the Company's ordinary security holders and under Listing Rule 11.1.3 to require the Company to recomply with Chapters 1 and 2 of the Listing Rules. As of the date of this report, the Company's securities remain suspended pending recompliance.

There were no other significant changes in the state of affairs of the Group during the year other than as disclosed elsewhere in this report.

Significant Events Subsequent to Reporting Date
Events after the end of the reporting period have been fully detailed in Note 18 to the financial statements.

Political Contributions and Charitable Donations
During the current and previous years, the Group did not make any political contributions and charitable donations.

Employee Engagement
Details of how the Directors have engaged with the employees and how the Directors have had regard to employee interests and the effect of that regard, including on the principal decisions taken by the Company during the financial year, are included in the Section 172 Statement contained within the Strategic Report.

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Business Relationships
Details of the how the Directors have had regard to the need to foster the Company's business relationships with suppliers, customers and others and the effect of that regard, including on the principal decisions taken by the Company during the financial year are included in the Section 172 Statement contained within the Strategic Report.

AGM
This report and financial statements will be presented to shareholders for their approval at the next AGM. The Notice of the AGM will be distributed to shareholders together with the Annual Report.

Auditors
The Directors resolved to appoint Johnsons Chartered Accountants as the auditors of the Group. The auditors have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the Annual General Meeting.

Financial Risk Management Objectives and Policies
The Group's principal financial instruments are financial investments, trade receivables, trade payables and cash at bank.

It is, and has been throughout the period under review, the Group's policy that no trading in financial instruments shall be undertaken. The main risk arising from the Group's financial instruments is liquidity risk. The Board reviews and agrees policies for managing this risk and this is summarised below.

Liquidity Risk
The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of equity and its cash resources. Further details of this are provided in the principal accounting policies, headed 'going concern'.

Board and Committee Meetings Attendance
Attendance of Directors and Committee members at Board and Committee meetings held during the year is set out in the table below.

	Board Meetings	Audit and Risk Committee Meetings*	Remuneration and Nomination Committee Meetings*
Keith Coughlan	3	-	-
Mark Freeman	3	-	-
Gregory Lee	3	-	-

*No committee meetings were held during the year, the relevant issues were discussed within the board meeting.

Indemnifying Officers and Directors and Officers Liability Insurance
The Group has agreed to indemnify the Directors of the Company, against all liabilities to another person that may arise from their position as Directors of the Company and the Group, except where the liability arises out of conduct involving a lack of good faith.

Appropriate insurance cover is maintained by the Company in respect of its Directors and Officers. During the financial year the Group agreed to pay an annual insurance premium of $25,925 (2022: $31,127) in respect of Directors' and Officers' liability and legal expenses' insurance contracts, for Directors and, Officers of the Company. The insurance premium relates to:

- costs and expenses incurred by the relevant officers in defending proceedings, whether civil or criminal and whatever the outcome;
- personal liability, in certain circumstances which may arise and rights relating to indemnity, access to documents and insurance; and
- other liabilities that may arise from their position, with the exception of conduct involving a wilful breach of duty.

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

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REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

Going Concern

The 31 December 2023 financial report has been prepared on the going concern basis that contemplates the continuity of normal business activities and the realisation of assets and extinguishment of liabilities in the ordinary course of business. For the year ended 31 December 2023 the Group recorded a net loss of $533,000 (2022 net loss: $1,115,000) and at 31 December 2023 had a working capital surplus of $2,088,000 (31 December 2022: $2,621,000). The Group also recorded a net cash outflow from operating activities for the year ended 31 December 2023 of $473,000 (2022: net cash outflow in operating activities of $654,000).

The cost structure of the Group comprises a high proportion of discretionary spend and therefore in the event that cash flows become constrained, costs can be quickly reduced to enable the Group to operate within its available funding. The Group has minimal contractual expenditure commitments, and the Board considers the present funds sufficient to maintain the working capital of the Group for a period of at least 12 months from the date of signing of this report. The Company has agreed to acquire the issued capital of ABM and as part of the transaction intends to raise a further $6,000,000 subject to shareholder approval. Following completion of the transaction, the Company with have funds sufficient to maintain the working capital of the Group for a period of at least 24 months from completion of the transaction and reinstatement to official quotation of the Company's securities on the ASX.

Listed Options on Issue

Listed options on issue at the date of this report:

Grant date	Expiry date	Exercise price	Outstanding as at 31 December 2023
		$AUD	Number
01 September 2021	01 September 2026	$0.1000	33,047,957
Total listed options on issue			**33,047,957**

Unlisted Options on Issue

Unlisted options outstanding at the date of this report:

Grant date	Expiry date	Exercise price	Outstanding as at 31 December 2023
		$AUD	Number
02 September 2021	02 September 2026	$0.1000	6,000,000
Total unlisted options on issue			**6,000,000**

There were no options that expired/lapsed during the year.

Directors' Remuneration and interests

The Group remunerates the Directors at a level commensurate with the size of the Group and the experience of its directors. The Remuneration Committee has reviewed the Directors' remuneration and believes it upholds the objectives of the Group with regard to this issue. Details of the Directors' emoluments and payments made for professional services rendered are set out in Note 3 to the Financial Statements.

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REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

The interests of key management personnel and directors in options (held directly, indirectly, beneficially or their related parties) at the end of the financial year 2023 are as follows:

DIRECTOR- OPTIONS	BALANCE AT START OF THE YEAR	OPTIONS GRANTED	OPTIONS HELD AT APPOINTMENT/(RESIGNATION) DATE	OPTIONS EXPIRED	BALANCE AT THE END OF THE YEAR
MR GREGORY LEE	521,615	-	-	-	521,615
MR KEITH COUGHLAN	2,000,000	-	-	-	2,000,000
MR MARK FREEMAN	309,090	-	-	-	309,090

The interests of key management personnel and directors in CDIs (held directly, indirectly, beneficially or their related parties) at the end for the financial year 2023 are as follows:

DIRECTOR- CDIS	BALANCE AT START OF THE YEAR	GRANTED	SHARES HELD AT APPOINTMENT/(RESIGNATION) DATE	DISPOSALS /OTHER	BALANCE AT THE END OF THE YEAR
MR GREGORY LEE	129,693	-	-	-	129,693
MR KEITH COUGHLAN	-	-	-	-	-
MR MARK FREEMAN	618,181	-	-	-	618,181

Substantial Shareholdings
The substantial shareholdings in the Company have been fully disclosed in the additional ASX additional disclosures at the end of the report.

Policy on Payment of Creditors
It is the Group's policy to agree appropriate terms and conditions for its transactions with suppliers by means ranging from standard terms and conditions to individually negotiated contracts and to pay suppliers according to agreed terms and conditions, provided that the supplier meets those terms and conditions. The Group does not have a standard or code dealing specifically with the payment of suppliers.

Trade payables at the year end all relate to sundry administrative overheads and disclosure of the number of days' purchases represented by year end payables is therefore not meaningful.

Future Developments
The Group will continue its exploration activities with the objective of finding further resources. The Company will also consider the acquisition of further prospective exploration interests.

Environmental Issues
The Group operates within the resources sector and conducts its business activities with respect for the environment while continuing to meet the expectations of shareholders, employees and suppliers. In respect of the current year, the Directors are not aware of any particular or significant environmental issues which have been raised in relation to the Group's operations other than as disclosed elsewhere in this report. The Group holds exploration permits indirectly in the UK. The Group's operations are subject to environmental legislation in this jurisdiction in relation to its exploration activities.

Website publication
The Directors are responsible for the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement of disclosure of information to auditors
As at the date of this report the serving Directors confirm that:

- so far as each Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- they have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

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REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

Statement of Directors' responsibilities

The Directors are responsible for preparing the Annual Report and financial statements in accordance with applicable law and regulations.

Company Law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the Company financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the United Kingdom. Under Company Law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of its profit or loss for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable IFRSs as adopted by the United Kingdom have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence taking reasonable steps for the prevention and detection of fraud and other irregularities.

Responsibility Statement

We confirm that to the best of our knowledge:

- the financial statements, prepared in accordance with International Financial Reporting Standards as adopted by the United Kingdom, give a true and fair view of the assets, liabilities, financial positions and profit or loss of the Company and the Group and the undertakings included in the consolidation taken as a whole;
- the Strategic report and Report of the Directors includes a fair review of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face; and
- the annual report and financial statements, taken as a whole, are fair, balanced, and understandable and provide the information necessary for shareholders to assess the Company's position and performance, business model and strategy.

This Report of the Directors was approved by the Board of Directors on 22 March 2024 and is signed on its behalf by:



Keith Coughlan
Non-Executive Chairman
22 March 2024

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INDEPENDENT AUDITOR'S REPORT
to the Members of Doriemus Plc

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Opinion
We have audited the financial statements of Doriemus Plc (the 'Group') for the year ended 31 December 2023 which comprise the Consolidated Statement of Profit or Loss and Other Comprehensive Income, the Company Statement of Profit or Loss and Other Comprehensive, the Consolidated Statement of Changes in Equity, the Company Statement of Changes in Equity, the Consolidated Statement of Financial Position, the Company Statement of Financial Position and the Consolidated Statement of Cash Flows, the Company Statement of Cash Flows and related notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in the preparation of the Group's financial statements is applicable law and UK adopted International Financial Reporting Standards (UK adopted IFRS).

In our opinion the financial statements:
- give a true and fair view of the state of the Group's and Parent Company's affairs as at 31 December 2023, and of the Group's and Paren Company's loss for the year then ended;
- have been properly prepared in accordance with UK adopted IFRS; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard applicable to public interest entities, and we have fulfilled our other ethical responsibilities in accordance with those requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern
In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the Directors' assessment of the Group's ability to continue to adopt the going concern basis of accounting included:
- Obtaining an understanding of management's rationale for use of going concern basis of accounting through reviewing the going concern assessment, underlying forecasts and assumptions and through enquiries of management and those charged with governance;
- Assessing the appropriateness of the key assumptions made by management in preparing cash flow forecasts for a period of at least twelve months from the date of approving the financial statements. We have assessed the reliability of these forecasts to our expectations based on our understanding of the Group and its business plan;
- Evaluating the reasonableness of management's stress testing scenario assumptions;
- Assessing the appropriateness of going concern disclosures by evaluating the consistency with management's assessment and for compliance with UK adopted IFRS in conformity with the requirements of Companies Act 2006.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern.

INDEPENDENT AUDITOR'S REPORT
to the Members of Doriemus Plc (continued)

An overview of the scope of our audit
Our audit was scoped by obtaining an understanding of the Group and its environment, including the Group's system of internal control, and assessing the risks of material misstatement in the financial statements. We also addressed the risk of management override of internal controls, including assessing whether there was evidence of bias by the Directors that may have presented a risk of material misstatement. The scope of our audit was influenced by the level of materiality we determined.

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account an understanding of their activities, the accounting processes and controls, and the industry in which the Group operates. Our planned audit testing was directed accordingly and was focused on areas where we assessed there to be the highest risk of material misstatement.

During the audit we reassessed and re-evaluated audit risks and tailored our approach accordingly. The audit testing included substantive testing on significant transactions, balances and disclosures, the extent of which was based on various factors such as our overall assessment of the control environment, the effectiveness of controls and the management of specific risks.

We communicated with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant findings, including any significant deficiencies in internal control that we identified during the audit.

Our involvement with component auditors
We designed an audit strategy to ensure that we obtained the required audit assurance for each component for the purposes of our Group audit opinion (in accordance with ISA 600 (UK)). Components were scoped in to address aggregation risk and to ensure sufficient coverage was obtained of group balances on which to base our audit opinion. For the work performed by component auditors in Australia, we determined the level of involvement needed in order to be able to conclude whether sufficient appropriate audit evidence has been obtained as a basis for our opinion on the Group financial statements as a whole. Our involvement with these component auditors included the following:

- Detailed Group reporting instructions were sent, which included the significant areas to be covered by the audits (including areas that were considered to be key audit matters as detailed below), and set out the information required to be reported to the Group audit team
- The Group audit team performed procedures independently over certain key audit risk areas, as considered necessary, including the key audit matters below.
- Regular communication throughout the planning and execution phase of the audit.
- The Group audit team was actively involved in risk assessment and the direction of the audits performed by the component auditors for Group reporting purposes, review of their working papers, consideration of findings and determination of conclusions drawn

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INDEPENDENT AUDITOR'S REPORT
to the Members of Doriemus Plc (continued)

Key Audit Matters
Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether due to fraud or error) we identified, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter description	How the matter was addressed in our audit
Going concern Refer to note 1 Accounting policies (page 28), note 18 Events after the reporting period (page 47). The Group is operating with minimal operations and its securities listed on the ASX are currently suspended from trading pending completion of the proposed acquisition of Asian Battery Minerals Limited (ABM). The Group announced on 2 January 2024, announced proposed acquisition of ABM, its subsidiaries, and its exploration licenses (collectively "ABM Group") in Mongolia is subject to a capital raise of AUD 6,000,000 through issue of additional shares. The proposed transaction if successful has a significant impact on the cashflows of the Group and hence a key audit matter.	The specific procedures we performed in relation to proposed transaction as part of our going concern assessment is described as follows: - We note that acquisition of ABM Group is subject to Group being successful on raising AUD 6,000,000 capital through additional issue of shares. - We reviewed the heads of binding terms for the proposed acquisition of ABM Group. - We have assessed that the cashflows from proposed capital raise are sufficient to cover the planned expenditure as of the date of this report. - We have discussed with Directors and confirmed that the significant portion of the planned expenditure relating to exploration projects is variable in nature and the timing of these cashflows will be re-assessed to ensure that the Group has sufficient cashflows to ensure it is a going concern. We found that the going concern basis of accounting is appropriate for the year-ended 31 December 2023.

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INDEPENDENT AUDITOR'S REPORT
to the Members of Doriemus Plc (continued)

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Our application of materiality
Our definition of materiality considers the value of error or omission on the financial statements that, individually or in aggregate, would change or influence the economic decision of a reasonably knowledgeable user of those financial statements. Misstatements below these levels will not necessarily be evaluated as immaterial as we also take account of the nature of the identified misstatements, and the particular circumstances of their occurrence, when evaluating their effect on the financial statements as a whole. Materiality is used in planning the scope of our work, executing that work and evaluating the results.

Overall materiality	2023: AUD 41,528 (2022: AUD 53,780)
Basis for determining overall materiality	We determined materiality based on 2% of the net assets (2022: 2% total assets). The Group is currently not trading, and management are exploring investment opportunities. The Group's total assets primarily comprises of cash balances at year-end. Accordingly, we believe the users of the financial statements are primarily focused on the ability of the Group (i.e., total assets) to supports it investment plans. The materiality for the parent company is materially consistent with that of the Group.
Performance materiality	AUD 31,146 (2022: AUD 45,335) We set the performance materiality based on 75% (2022:75%) of overall materiality. Performance materiality is the application of materiality at the individual account or balance level, set at an amount to reduce, to an appropriately low level, the probability that the aggregate of the uncorrected and undetected misstatements exceeds materiality for the financial statements as a whole. In determining performance materiality, we considered several factors including our understanding of the control environment of the Group.
Error reporting threshold	We will report to you, misstatements above AUD 2,076 (2022: AUD 2,689) and those matters that in our opinion merited reporting on qualitative grounds. We will also report to the Board any disclosure matters that we identified when assessing the overall presentation of the financial statements.

Other information
Other information comprises the information in the annual report other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT
to the Members of Doriemus Plc (continued)

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Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken during the audit:

- the information given in the Report of the Directors and the Strategic Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors and the Strategic Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception
In the light of the knowledge and understanding of the Group and its environment obtained during the audit, we have not identified material misstatements in the Chairman's statement incorporating review of operations, Strategic Report, and Director's Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors
As explained more fully in the Directors' responsibilities statement set out on page 12, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the Directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements are 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 ISAs (UK) 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 based on these financial statements.

Extent to which the audit was considered capable of detecting irregularities, including fraud
Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud.

These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting material misstatement due to a fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collision.

INDEPENDENT AUDITOR'S REPORT
to the Members of Doriemus Plc (continued)

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Identifying and assessing potential risks arising from irregularities, including fraud

The extent of the procedures undertaken to identify and assess the risk of material misstatement in respect of irregularities, including fraud, included the following:

- We considered the nature of the industry and sector, the control environment, business performance including remuneration policies and the Group's own risk assessment that irregularities might occur as a result of fraud or error. From our sector experience and through discussions with the Directors, we obtained an understanding of the legal and regulatory framework applicable to the Group focusing on laws and regulations that could reasonably be expected to have a direct material effect on the financial statements, such as provisions of the Companies Act 2006, UK tax legislation or those that had a fundamental effect on the operations of the Group.
- We enquired of the Directors and management concerning the Group's policies and procedures relating to:
  - Identifying, evaluating, and complying with the laws and regulations and whether they were aware of any instances of non-compliance;
  - Detecting and responding on the risks of fraud and whether they had any knowledge of actual or suspected fraud; and
  - The internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations.
- We assessed the susceptibility of the Group's financial statements to material misstatement, including how fraud might occur by evaluating management's incentives and opportunities for manipulation of the financial statements. This included utilising the spectrum of inherent risk and an evaluation of the risk of management override of controls. We determined that the principal risks were related to posting inappropriate journal entries to increase revenue or reduce costs, creating fictitious transactions to hide losses or to improve financial performance, and management bias in accounting estimates particular to the valuation of the unlisted share options.

Audit response to risks identified

In respect of the above procedures:

- we corroborated the results of our enquiries through review of the minutes of the Group's Board of Directors.
- audit procedures performed by the engagement team in connection with the risks identified included the following:
  - reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations expected to have a direct impact on the financial statements.
  - testing journal entries, including those processed late for financial statements preparation, those posted by infrequent or unexpected users, those posted to unusual account combinations.
  - evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.
  - enquiry of management around actual and potential litigation and claims.
  - challenging the assumptions and judgments made by management in relation to significant accounting estimates; and
  - obtaining confirmations from third parties to confirm existence of certain balances.
- we communicated relevant laws and regulations and potential fraud risks to all engagement team members and remained alert to any indication of fraud or non-compliance with laws and regulations throughout the audit.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

INDEPENDENT AUDITOR'S REPORT
to the Members of Doriemus Plc (continued)

Other requirements
We were appointed by the Directors on 19 April 2023 to audit the financial statements of the Group. Our total uninterrupted period of engagement is two years, covering the year ended 31 December 2022 and 31 December 2023.

We did not provide any non-audit services which are prohibited by the FRC's Ethical Standard to the Group, and we remain independent of the Group in conducting our audit.

Our opinion is consistent with the additional report to the Board of Directors.

Use of our report
This report is made solely to the Group's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Group's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Group and the Group's members as a body, for our audit work, for this report, or for the opinions we have formed.



Edmund Cartwright, FCCA FMAAT (Senior Statutory Auditor)
for and on behalf of Johnsons Chartered Accountants, Statutory Auditor
London, United Kingdom
Date: 22nd March 2024

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FINANCIAL STATEMENTS

Consolidated Statement of Profit or Loss and Other Comprehensive Income for the year ended 31 December 2023

	Note	2023 AUD'000	2022 AUD'000
Interest on loan to a related party		66	13
Exploration and evaluation expenses		-	(83)
Gross profit / (loss)		**66**	**(70)**
Administrative expenses		(334)	(274)
Legal fees		(66)	(205)
Directors' fees	**3**	(159)	(160)
Provision for expected credit losses		(101)	(328)
Impairment of financial asset	**8**	-	(7)
Loss from operations	**4**	**(594)**	**(1,044)**
Realised gain/(loss) on financial investments		26	(34)
Unrealised gain/(loss) on financial investment and trade and other receivables		35	(37)
Loss before income tax		**(533)**	**(1,115)**
Income tax expense	**5**	-	-
Loss attributable to the owners of the company and total comprehensive income for the year		**(533)**	**(1,115)**
Other comprehensive income			
Exchange differences on translation of foreign operations		-	-
Other comprehensive income for the year net of taxation		**-**	**-**
Total comprehensive income for the year attributable to equity holders of the company		**(533)**	**(1,115)**
Earnings per share			
Basic loss per share (cents)	**6**	(0.44)	(0.93)
Diluted loss per share (cents)	**6**	(0.44)	(0.93)

The notes form an integral part of these financial statements.

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Company Statement of Profit or Loss and Other Comprehensive Income
for the year ended 31 December 2023

	Note	2023 AUD'000	2022 AUD'000
Interest on loan to a related party	**2**	66	13
Exploration and evaluation expenses		-	(83)
Gross profit / (loss)		**66**	**(70)**
Administrative expenses		(334)	(274)
Legal fees		(66)	(204)
Directors' fees		(63)	(64)
Provision for expected credit losses		(190)	(435)
Impairment of financial assets	**8**	-	(7)
Loss from operations	**4**	**(587)**	**(1,054)**
Realised gain/(loss) on financial investments		26	(34)
Unrealised gain/(loss) on financial investment and trade and other receivables		35	(37)
Loss before income tax		**(526)**	**(1,125)**
Income tax expense	**5**	-	-
Loss attributable to the owners of the company and total comprehensive income for the year		**(526)**	**(1,125)**
Other comprehensive income			
Other comprehensive income		-	-
Other comprehensive income for the year net of taxation		**-**	**-**
Total comprehensive loss for the year attributable to equity holders of the company		**(526)**	**(1,125)**
Loss per share			
Basic loss per share (cents)	**6**	(0.44)	(0.93)
Diluted loss per share (cents)	**6**	(0.44)	(0.93)

The notes form an integral part of these financial statements.

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Consolidated Statement of Changes in Equity
for the year ended 31 December 2023

	Share capital	Share premium	Share based payment reserve	Foreign exchange reserve	Accumulated losses	Total
	AUD'000	AUD'000	AUD'000	AUD'000	AUD'000	AUD'000
At 31 December 2021	**876**	**16,590**	**4,152**	**318**	**(18,200)**	**3,736**
Loss for the year	-	-	-	-	**(1,115)**	**(1,115)**
Total comprehensive loss for the year	**-**	**-**	**-**	**-**	**(1,115)**	**(1,115)**
Expiry of options	**-**	**-**	**(2,984)**	**-**	**2,984**	**-**
At 31 December 2022	**876**	**16,590**	**1,168**	**318**	**(16,331)**	**2,621**
Loss for the year	-	-	-	-	**(533)**	**(533)**
Total comprehensive loss for the year	**-**	**-**	**-**	**-**	**(533)**	**(533)**
Expiry of options	**-**	**-**	**-**	**-**	**-**	**-**
At 31 December 2023	**876**	**16,590**	**1,168**	**318**	**(16,864)**	**2,088**

The notes form an integral part of these financial statements.

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Company Statement of Changes in Equity
for the year ended 31 December 2023

	Share capital	Share premium	Share based payment reserve	Accumulated losses	Total
	AUD'000	AUD'000	AUD'000	AUD'000	AUD'000
At 31 December 2021	**876**	**16,590**	**4,152**	**(17,899)**	**3,719**
Loss for the year	-	-	-	**(1,125)**	**(1,125)**
Total comprehensive loss for the year	**-**	**-**	**-**	**(1,125)**	**(1,125)**
Expiry of options	**-**	**-**	**(2,984)**	**2,984**	**-**
At 31 December 2022	**876**	**16,590**	**1,168**	**(16,040)**	**2,594**
Loss for the year	-	-	-	**(526)**	**(526)**
Total comprehensive loss for the year	**-**	**-**	**-**	**(526)**	**(526)**
Expiry of options	**-**	**-**	**-**	**-**	**-**
At 31 December 2023	**876**	**16,590**	**1,168**	**(16,566)**	**2,068**

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The notes form an integral part of these financial statements.

Consolidated Statement of Financial Position
at 31 December 2023

	Note	2023 AUD'000	2022 AUD'000
Assets			
Non-current assets			
Intangible assets	**7**	-	-
Financial investments	**8**	-	-
Total non-current assets		**-**	**-**
Current assets			
Trade and other receivables	**10**	18	19
Cash and cash equivalents	**11**	2,223	2,670
Total current assets		**2,241**	**2,689**
Total assets		**2,241**	**2,689**
Liabilities			
Current liabilities			
Trade and other payables	**12**	153	68
Total current liabilities		**153**	**68**
Total liabilities		**153**	**68**
Net assets		**2,088**	**2,621**
Equity attributable to owners of the parent			
Share capital	**13**	876	876
Share premium account	**13**	16,590	16,590
Share based payment reserve	**14**	1,168	1,168
Foreign exchange reserve		318	318
Retained earnings		(16,864)	(16,331)
Total equity		**2,088**	**2,621**

The financial statements were approved by the Board of Directors and authorised for issue on 22 March 2024.





……. …….

Keith Coughlan
Non-Executive Chairman

Gregory Lee
Executive Director

Company registered number 03877125

The notes form an integral part of these financial statements.

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Company Statement of Financial Position
at 31 December 2023

	Note	2023 AUD'000	2022 AUD'000
Assets			
Non-current assets			
Intangible assets	**7**	-	-
Financial investments	**8**	-	-
Total non-current assets		**-**	**-**
Current assets			
Trade and other receivables	**10**	14	16
Cash and cash equivalents	**11**	2,188	2,646
Total current assets		**2,202**	**2,662**
Total assets		**2,202**	**2,662**
Liabilities			
Current liabilities			
Trade and other payables	**12**	134	68
Total current liabilities		**134**	**68**
Total liabilities		**134**	**68**
Net assets		**2,068**	**2,594**
Equity attributable to owners of the parent			
Share capital	**13**	876	876
Share premium account	**13**	16,590	16,590
Share based payment reserve	**14**	1,168	1,168
Retained earnings		(16,566)	(16,040)
Total equity		**2,068**	**2,594**

The financial statements were approved by the Board of Directors and authorised for issue on 22 March 2024.

…… ……

Keith Coughlan
Non-Executive Chairman

Gregory Lee
Executive Director

Company registered number 03877125

The notes form an integral part of these financial statements.

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Consolidated Statement of Cash Flows
for the year ended 31 December 2023

	Note	2023 AUD'000	2022 AUD'000
Cash flows from operating activities			
(Loss) from operations		(594)	(1,044)
Adjustments for:			
Interest income		(66)	(13)
Impairment loss on financial assets		-	7
Provision for expected credit losses		101	328
(Decrease)/increase in trade and other receivables		1	55
(Decrease)/increase in trade and other payables		85	13
Net cash outflow from operating activities		**(473)**	**(654)**
Cash flows from investing activities		-	-
Net cash inflow from investing activities		**-**	**-**
Cash flows from financing activities		-	-
Net cash inflow from financing activities		**-**	**-**
Net (decrease)/ increase in cash and cash equivalents		**(473)**	**(654)**
Foreign exchange differences adjustments		**26**	**(27)**
Cash and cash equivalents at beginning of year		**2,670**	**3,351**
Cash and cash equivalents at the end of year		**2,223**	**2,670**
Cash and cash equivalents comprise:			
Bank & cash available on demand	**11**	**2,223**	**2,670**

The notes form an integral part of these financial statements.

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Company Statement of Cash Flows
for the year ended 31 December 2023

	Note	2023 AUD'000	2022 AUD'000
Cash flows from operating activities			
(Loss) from operations		(587)	(1,054)
Adjustments for:			
Interest income		(66)	(13)
Impairment of financial assets		-	7
Provision for expected credit losses		190	435
(Increase)/decrease in trade and other receivables		(2)	56
Decrease in trade and other payables		66	12
Net cash outflow from operating activities		**(399)**	**(557)**
Cash flows from investing activities			
Loans advanced to related parties		(83)	(107)
Receipts on sale of AFS investments		-	-
Net cash(outflow) from investing activities		**(83)**	**(107)**
Cash flows from financing activities			
Proceeds from issue of shares (net of capital raising costs)		-	-
Net cash inflow from financing activities		**-**	**-**
Net (decrease) / increase in cash and cash equivalents		**(482)**	**(664)**
Foreign exchange differences adjustments		**24**	**(27)**
Cash, cash equivalents and bank overdrafts at beginning of year		**2,646**	**3,337**
Cash and cash equivalents at the end of year		**2,188**	**2,646**
Cash and cash equivalents comprise:			
Bank & cash available on demand	**11**	2,188	2,646

The notes form an integral part of these financial statements.

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Notes forming part of the financial statements
for the year ended 31 December 2023

1 Accounting policies

Background information
Doriemus plc is incorporated and domiciled in the jurisdiction of England and Wales. The address of Doriemus plc's registered office is c/o Hill Dickinson, The Broadgate Tower, 20 Primrose Street, London ECRA 2EW which is also the Company's principal place of business. Doriemus plc's shares in the form of CHESS Depositary Interests are listed on the Australian Securities Exchange ("ASX").

These Financial Statements (the "Financial Statements") have been prepared and approved by the Directors on 22 March 2024 and signed on their behalf by Gregory Lee and Keith Coughlan.

Principal activity
The principal activity of the Group is to invest in and / or acquire companies and / or projects with clear growth potential, focusing on businesses that are available at attractive valuations and hold opportunities to unlock imbedded value, mainly focusing on the mining, and oil & gas sectors. There were no significant changes in the nature of activities of the Group during the year.

Basis of preparation
The principal accounting policies adopted in the preparation of the financial statements are set out below. The policies have been consistently applied by the Group through all the years presented, unless otherwise stated. These financial statements have been prepared in accordance with International Financial Reporting Standards, International Accounting Standards and UK adopted IFRICs (collectively IFRS) issued by the International Accounting Standards Board (IASB) as adopted by the United Kingdom ("UK adopted IFRSs"), and in accordance with those parts of the Companies Act 2006 applicable to those companies preparing their accounts under IFRS. The financial statements have been prepared under the historical cost convention and presented in AUD thousands (AUD'000).

Financial Position
The 31 December 2023 financial report has been prepared on the going concern basis that contemplates the continuity of normal business activities and the realisation of assets and extinguishment of liabilities in the ordinary course of business. For the year ended 31 December 2023 the Group recorded a net loss of $533,000 (2022 net loss: $1,115,000) and at 31 December 2023 had a working capital surplus of $2,088,000 (31 December 2022: $2,621,000). The Group also recorded a net cash outflow in operating activities for the year ended 31 December 2023 of $473,000 (2022: $654,000).

The cost structure of the Group comprises a high proportion of discretionary spend and therefore in the event that cash flows become constrained, costs can be quickly reduced to enable the Group to operate within its available funding. The Group has minimal contractual expenditure commitments, and the Board considers the present funds sufficient to maintain the working capital of the Group for a period of at least 12 months from the date of signing of this report. The Company has agreed to acquire the issued capital of ABM and as part of the transaction intends to raise a further $6,000,000 subject to shareholder approval. Following completion of the transaction, the Company with have funds sufficient to maintain the working capital of the Group for a period of at least 24 months from completion of the transaction and reinstatement to official quotation of the Company's securities on the ASX.

New standards, amendments and interpretations adopted by the Company
No new and/or revised Standards and Interpretations have been required to be adopted, and/or are applicable in the current year by/to the Group, as standards, amendments and interpretations which are effective for the financial year beginning on 1 January 2023 are not material to the Group.

Functional and presentation currency:
The financial statements are presented in Australian Dollars (AUD), which is the functional currency of the Company.

New standards, amendments and interpretations not yet adopted
There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Group.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

1 Accounting policies (continued)

Basis of consolidation
Subsidiaries are entities controlled by the Group. The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies.

Control, under IFRS10, is achieved when the Company:
• has power over the investee;
• is exposed, or has rights, to variable returns from its involvement with the investee; and
• has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above. Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-Group transactions have been eliminated in full. The acquisition of subsidiaries has been accounted for using the purchase method of accounting. The purchase method of accounting involves allocating the cost of the business combination to the fair value of the assets acquired and the liabilities and contingent liabilities assumed at the date of acquisition. Accordingly, the consolidated financial statements include the results of subsidiaries for the period from their acquisition.

Non-controlling interests represent the portion of profit or loss and net assets in subsidiaries not held by the Group and are presented separately in the consolidated statement of profit or loss and other comprehensive income and within equity in the consolidated statement of financial position. In the Company's financial statements, investments in subsidiaries are carried at cost.

Foreign currency transactions and balances
Transactions in foreign currencies are initially recorded in the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the reporting date. All differences in the consolidated financial report are taken to the Statement of Profit or Loss and Other Comprehensive Income.

All differences in the consolidated financial report are taken to the Statement of Profit or Loss and Other Comprehensive Income. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rate at the date the fair value was determined.

Revenue
Revenue from the production of oil, in which the Group has an interest with other producers, is recognised based on the Group's working interest and the terms of the relevant production sharing contracts. Differences between oil lifted and sold and the Group's share of production are not significant.

Expenses
Expenses are recognised in the period when obligations are incurred.

Financial assets
The Group classifies its financial assets into categories as set out below, depending on the purpose for which the asset was acquired.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

1 Accounting policies (continued)

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

Trade and other receivables
Trade and other receivables are initially measured at fair value plus any direct attributable transaction costs. Subsequent to initial recognition, trade and other receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Trade receivables are held in order to collect the contractual cash flows and are initially measured at the transaction price as defined in IFRS 15, as the contracts of the Group do not contain significant financing components. Impairment losses are recognised based on lifetime expected credit losses in profit or loss.

Other receivables are held in order to collect the contractual cash flows and accordingly are measured at initial recognition at fair value, which ordinarily equates to cost and are subsequently measured at cost less impairment due to their short-term nature. A provision for impairment is established based on 12-month expected credit losses unless there has been a significant increase in credit risk when lifetime expected credit losses are recognised. The Company considers the lifetime expected credit losses as representative of risk of impairment of other receivables due increase in factors affecting the recoverability of the carrying amounts of other receivables such as fluctuation in oil price and operating costs, production and depletion of oil reserves, among others. The amount of any provision is recognised in profit or loss.

Financial liabilities
The Group classifies its financial liabilities into one of the following categories, depending on the purpose for which the liability was acquired:

- Trade payables and other short-term monetary liabilities, which are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method.
- Bank and other borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument.
- Income received in advance is recorded as deferred income on the balance sheet.

Share capital
Share capital is the amount subscribed for ordinary shares at nominal value.

Financial instruments issued by the Company are treated as equity only to the extent that they do not meet the definition of a financial liability. The Company's ordinary shares are classified as equity instruments.

Reserves
Retained earnings / accumulated losses represent cumulative gains and losses of the Company attributable to equity shareholders.

Share based payment reserve represents the value of equity benefits provided to Directors as part of their remuneration and provided to consultants and advisors hired by the Group from time to time as part of the consideration paid.

Investments in joint arrangements
Joint arrangements represent the contractual sharing of control between parties in a business venture where unanimous decisions about relevant activities are required. Separate joint venture entities providing joint ventures with an interest to net assets are classified as a joint venture and accounted for using the equity method.

Joint operations represent arrangements whereby joint operators maintain direct interests in each asset and exposure to each liability of the arrangement. The Group's interests in assets, liabilities, revenue and expenses of joint operations are included in the respective line items of the consolidated financial statements. Gains and losses resulting from sales to a joint operation are recognised to the extent of the other parties' interests. When the Group makes purchases from a joint operation, it does not recognise its share of the gains and losses from the joint arrangement until it resells those goods/assets to a third party.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

1 Accounting policies (continued)

Intangible assets – Exploration of mineral resources
Acquired intangible assets, which consist of exploration rights, are valued at cost less accumulated amortization.

The Group applies the full cost method of accounting for exploration and evaluation costs, having regard to the requirements of IFRS 6 'Exploration for and Evaluation of Mineral Resources'. All costs associated with oil exploration and investments are capitalised on a project-by-project basis pending determination of the feasibility of the project. Such expenditure comprises appropriate technical and administrative expenses but not general overheads.

Such exploration and evaluation costs are capitalized provided that the Company's rights to tenure are current and one of the following conditions is met:

(i) such costs are expected to be recouped through successful development and exploitation of the area of interest or alternatively by its sale; or
(ii) the activities have not reached a stage which permits a reasonable assessment of whether or not economically recoverable resources exist; or
(iii) active and significant operations in relation to the area are continuing.

When an area of interest is abandoned, or the Directors decide that it is not commercial, any exploration and evaluation costs previously capitalised in respect of that area are written off to profit or loss.

Amortisation does not take place until production commences in these areas. Once production commences, amortisation is calculated on the unit of production method, over the remaining life of the mine. Impairment assessments are carried out regularly by the Directors. Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount may exceed its recoverable amount. Such indicators include the point at which a determination is made as to whether or not commercial reserves exist.

The asset's residual value and useful lives are reviewed and adjusted if appropriate, at each reporting date. An assets' carrying value is written down immediately to its recoverable value if the assets' carrying amount is greater than its listed recoverable amount.

Oil and gas properties and other property, plant and equipment

(i) Initial recognition
Oil and gas properties and other property, plant and equipment are stated at cost, less accumulated depreciation and accumulated impairment losses.

The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the initial estimate of the decommissioning obligation and, for qualifying assets (where relevant), borrowing costs. The purchase price or construction cost is the aggregate amount paid and the fair value of any other consideration given to acquire the asset. The capitalised value of a finance lease is also included within property, plant and equipment.

When a development project moves into the production stage, the capitalisation of certain construction/development costs ceases, and costs are either regarded as part of the cost of inventory or expensed, except for costs which qualify for capitalisation relating to oil and gas property asset additions, improvements or new developments.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

1 Accounting policies (continued)

Oil and gas properties and other property, plant and equipment

(ii) Depreciation/amortisation
Oil and gas properties are depreciated/amortised on a unit-of-production basis over the total proved developed and undeveloped reserves of the field concerned, except in the case of assets whose useful life is shorter than the lifetime of the field, in which case the straight-line method is applied. Rights and concessions are depleted on the unit-of-production basis over the total proved developed and undeveloped reserves of the relevant area.

The unit-of-production rate calculation for the depreciation/amortisation of field development costs takes into account expenditures incurred to date, together with sanctioned future development expenditure. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss and other comprehensive income when the asset is derecognised.

The asset's residual values, useful lives and methods of depreciation/amortisation are reviewed at each reporting period and adjusted prospectively, if appropriate.

(ii) Major maintenance, inspection and repairs
Expenditure on major maintenance refits, inspections or repairs comprises the cost of replacement assets or parts of assets, inspection costs and overhaul costs. Where an asset, or part of an asset that was separately depreciated and is now written off is replaced and it is probable that future economic benefits associated with the item will flow to the Group, the expenditure is capitalised. Where part of the asset replaced was not separately considered as a component and therefore not depreciated separately, the replacement value is used to estimate the carrying amount of the replaced asset(s) and is immediately written off. Inspection costs associated with major maintenance programmes are capitalised and amortised over the period to the next inspection. All other day-to-day repairs and maintenance costs are expensed as incurred.

Assets held for sale
Non-current assets are classified as held-for-sale if it is highly probable that they will be recovered through sale rather than continuing use.

Immediately before classification as held-for-sale, the assets are remeasured in accordance with the Group's other accounting policies. Thereafter generally the assets are measured at the lower of their carrying amount and fair value less costs to sell. Impairment losses on initial classification as held-for-sale and subsequent gains or losses on remeasurement are recognised in profit or loss.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

1 Accounting policies (continued)

Provision for rehabilitation / Decommissioning Liability
The Group recognises a decommissioning liability where it has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of obligation can be made.

The obligation generally arises when the asset is installed, or the ground/environment is disturbed at the field location. When the liability is initially recognised, the present value of the estimated costs is capitalised by increasing the carrying amount of the related oil and gas assets to the extent that it was incurred by the development/construction of the field. Any decommissioning obligations that arise through the production of inventory are expensed when the inventory item is recognised in cost of goods sold.

Changes in the estimated timing or cost of decommissioning are dealt with prospectively by recording an adjustment to the provision and a corresponding adjustment to oil and gas assets.

Any reduction in the decommissioning liability and, therefore, any deduction from the asset to which it relates, may not exceed the carrying amount of that asset. If it does, any excess over the carrying value is taken immediately to the statement of profit or loss and other comprehensive income.

If the change in estimate results in an increase in the decommissioning liability and, therefore, an addition to the carrying value of the asset, the Group considers whether this is an indication of impairment of the asset as a whole, and if so, tests for impairment. If, for mature fields, the estimate for the revised value of oil and gas assets net of decommissioning provisions exceeds the recoverable value, that portion of the increase is charged directly to expense. Over time, the discounted liability is increased for the change in present value based on the discount rate that reflects current market assessments and the risks specific to the liability. The periodic unwinding of the discount is recognised in the statement of profit or loss and other comprehensive income as a finance cost. The Group recognises neither the deferred tax asset in respect of the temporary difference on the decommissioning liability nor the corresponding deferred tax liability in respect of the temporary difference on a decommissioning asset.

Significant accounting judgements, estimates and assumptions
The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities at the date of the consolidated financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In particular, the Group has identified the following areas where significant judgements, estimates and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and also in the relevant notes to the financial statements. Changes in estimates are accounted for prospectively.

(i) Judgements
In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

(a) Contingencies
Contingent liabilities may arise from the ordinary course of business in relation to claims against the Group, including legal, contractor, land access and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

1 Accounting policies (continued)

Significant accounting judgements, estimates and assumptions (continued)

(ii) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

(a) Exploration and evaluation expenditures

The application of the Group's accounting policy for exploration and evaluation expenditure requires judgement to determine whether future economic benefits are likely, from future either exploitation or sale, or whether activities have not reached a stage which permits a reasonable assessment of the existence of reserves. The determination of reserves and resources is itself an estimation process that involves varying degrees of uncertainty depending on how the resources are classified. These estimates directly impact when the Group defers exploration and evaluation expenditure. The deferral policy requires management to make certain estimates and assumptions about future events and circumstances, in particular, whether an economically viable extraction operation can be established. Any such estimates and assumptions may change as new information becomes available. If, after expenditure is capitalised, information becomes available suggesting that the recovery of the expenditure is unlikely, the relevant capitalised amount is written off in the statement of profit or loss and other comprehensive income in the period when the new information becomes available.

(b) Fair value measurement

The Group measures financial instruments, such as equity investments and non-trade receivables, at fair value at each balance sheet date. From time to time, the fair values of non-financial assets and liabilities are required to be determined, e.g., when the entity acquires a business, or where an entity measures the recoverable amount of an asset or cash-generating unit (CGU) at fair value less costs of disposal (FVLCD).

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Changes in estimates and assumptions about these inputs could affect the reported fair value.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

1 Accounting policies (continued)

Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax is provided on temporary differences arising on disallowed expenses, expect where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2 Revenue and segmental reporting

Segmental reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board.

The Group's current revenue is all generated in the United Kingdom from oil & gas production in accordance with its farm-in agreements, within the United Kingdom. However, with this segment in its infancy and no further segmental analysis is deemed useful to disclose currently. The revenue from this segment was nil (2022: Nil).

Subject to further acquisitions, the Group expects to further review its segmental information during the forthcoming financial year and update accordingly.

The amount recognised as revenue during the year ended 31 December 2023 and 31 December 2022 relates to interest on loans to a related party.

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Notes forming part of the financial statements for the year ended 31 December 2023 (continued)

3 Directors' costs

	Group	
	2023 AUD'000	**2022 AUD'000**
Staff costs, including Directors, consist of:		
Fees and remuneration for management services	159	160
	159	160

	Company	
	2023 AUD'000	**2022 AUD'000**
Staff costs, including Directors, consist of:		
Fees and remuneration for management services	63	64
	63	64

	Group		
	Fees and salaries AUD'000	**Share based payments AUD'000**	**Total AUD'000**
2023			
K Coughlan	54	-	54
Mark Freeman	51	-	51
G Lee	54	-	54
	159	-	159

	Group		
	Fees and salaries AUD'000	**Share based payments AUD'000**	**Total AUD'000**
2022			
K Coughlan	53	-	53
Mark Freeman	25		25
D Strang	28	-	28
G Lee	54	-	54
	160	-	160

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Notes forming part of the financial statements for the year ended 31 December 2023 (continued)

3 Directors' costs (continued)

	Company		
	Fees and salaries AUD'000	Share based payments AUD'000	Total AUD'000
2023			
K Coughlan	6		6
Mark Freeman	51		51
G Lee	6		6
	63	-	63

	Company		
	Fees and salaries AUD'000	Share based payments AUD'000	Total AUD'000
2022			
K Coughlan	5		5
Mark Freeman	26		26
D Strang	28		28
G Lee	5		5
	64	-	64

As at 31 December 2023, AUD30,000 was owed to Directors for unpaid director fees (2022: AUD4,000). No interest is payable on the outstanding fees.

4 Loss from operations

	Group		Company	
Loss from operations is stated after charging:	2023 AUD'000	2022 AUD'000	2023 AUD'000	2022 AUD'000
Fees payable to the auditor for the audit and review of:				
Parent company and consolidated financial statements	160	52	160	52
	160	52	160	52

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

5 Taxation

	Group		Company	
	2023 AUD'000	2022 AUD'000	2023 AUD'000	2022 AUD'000
Current tax expense:				
Corporation tax and income tax on profits for the year	-	-	-	-
Total income tax expense	-	-	-	-

6 Loss per share

The calculation of the basic loss per share is calculated by dividing the consolidated loss attributable to the equity holders of the Group by the weighted average number of ordinary shares in issue during the year.

	Group		Company	
	2023	2022	2023	2022
Basic earnings per share (cents)	(0.44)	(0.93)	(0.44)	(0.93)
Diluted earnings per share (cents)	(0.44)	(0.93)	(0.44)	(0.93)
(Loss) attributable to equity shareholders (AUD'000)	(533)	(1,115)	(526)	(1,125)
	Number	Number	Number	Number
Weighted average number of shares	120,356,105	120,356,105	120,356,105	120,356,105

Outstanding share options are considered to be anti-dilutive and therefore basic and diluted earnings per share are the same.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

7. Intangible assets

	Group Licences & Exploration costs AUD'000	Company Licences & Exploration costs AUD'000
Cost		
At 31 December 2021	571	571
Written-off	(571)	(571)
At 31 December 2022	-	-
Additions	-	-
At 31 December 2023	-	-
Amortisation and impairment		
At 31 December 2021	(571)	(571)
Written-off	571	571
At 31 December 2022	-	-
Additions	-	-
At 31 December 2023	-	-
Net book value		
At 31 December 2022	**-**	**-**
At 31 December 2023	**-**	**-**

8. Financial investments

	Group and Company	
	2023	2022
Investment in Listed & unlisted securities	AUD'000	AUD'000
Valuation at 1 January	-	7
Additions at cost	-	-
Disposal proceeds	-	-
Impairment and change in fair value	-	(7)
Valuation at 31 December 2023	-	-

9. Investment in subsidiaries

Company	Country of Registration	Proportion held 2023	Proportion held 2022	Nature of business
Direct				
Doriemus Energy Pty Ltd	Australia	100%	100%	Oil and Gas Services Company
Via Doriemus Energy Pty Ltd				
Doriemus L15 Pty Ltd	Australia	-	-	Dormant company

The Parent company acquired all of the subsidiaries on their incorporation for nominal share holdings of A$10. On 9 January 2022, Doriemus L15 was officially deregistered by the Australian Securities and Investment Commission.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

10 Trade and other receivables

	Group		Company	
	2023	2022	2023	2022
	AUD'000	AUD'000	AUD'000	AUD'000
Loans receivable	-	-	-	-
Prepayments and other receivables	18	19	14	16
	18	19	14	16

The Directors consider that the carrying amount of trade and other receivables approximates to their fair value. Loans receivable are net of allowance for expected credit losses amounting to AUD1,126,000 (2022: AUD1,025,000).

11 Cash and cash equivalents

	Group		Company	
	2023	2022	2023	2022
	AUD'000	AUD'000	AUD'000	AUD'000
Analysis by currency:				
Sterling	334	431	334	431
Australian Dollar	1,889	2,239	1,854	2,215
	2,223	2,670	2,188	2,646

12 Trade and other payables

	Group		Company	
	2023	2022	2023	2022
	AUD'000	AUD'000	AUD'000	AUD'000
Trade payables	54	18	55	18
Other payables	-	2	-	2
Accrued liabilities	99	48	79	48
	153	68	134	68

The Directors consider that the carrying amount of trade and other payables approximates to their fair value.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

13 Share capital

Ordinary shares of 0.4p each Allotted, called up and fully paid	Ordinary Shares Number	Nominal Value AUD'000	Share Premium AUD'000	Total Value AUD'000
At 31 December 2022	120,356,105	876	16,590	17,466
At 31 December 2023	120,356,105	876	16,590	17,466

The nominal value per issued shares of the Company is GBP0.004 converted to AUD using the exchange rate at the date of issue. The difference between the nominal value of the shares in AUD and the total amount received is shown under the share premium account. Capital raising costs are charged to the share premium account.

Dividends Paid
During the years ended 31 December 2023 and 31 December 2022, the Group paid no dividends.

Capital Management
The Group's capital comprises the ordinary shares 0.4p (2022: 0.4p) each, as shown above.

The Group's objectives when maintaining capital are:

- to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group sets the amount of capital it requires in proportion to risk. The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Share Options
The Group has 6,000,000 unlisted share options and 33,047,957 listed share options outstanding at 31 December 2023. During the year, there were no share options issued (2022: Nil) or cancelled (2022: nil). During the year there were no options which lapsed without exercise (2022: 11,125,000).

Warrants on issue
As at 31 December 2023, there were no warrants issued nor outstanding (2022: nil).

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

14 Share based payment reserve

	Number	AUD'000
At 1 January 2022	21,125,000	4,152
Options lapsed*	(11,125,000)	(2,984)
At 31 December 2022	**10,000,000**	**1,168**
At 31 December 2023	**10,000,000**	**1,168**

* On 28 September 2022, 11,125,000 unlisted options with exercise price of A$0.325/£0.1918 expired without exercise. The fair value of these options amounting to AUD 2,984,000 was recycled from options reserve to accumulated losses.

Share options relating to share based payments outstanding as at 31 December 2023 are as follows:

Options	Grant date	Expiry date	Exercise price	Outstanding as at 31 December 2023
				Number
Unlisted	2 September 2021	2 September 2026	A$0.10	6,000,000
Listed	1 September 2021	1 September 2026	A$0.10	4,000,000
				10,000,000

15 Material non-cash transactions

There were no material non-cash transactions during the year.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

16 Related party transactions

The Group had the following amounts outstanding from its investee companies at 31 December:

	Group		Company	
	2023 AUD'000	2022 AUD'000	2023 AUD'000	2022 AUD'000
Doriemus Energy Pty Ltd	-	-	810	721
Provision for doubtful debts	-	-	(810)	(721)
Horse Hill Development Ltd ("Horse Hill")	896	855	896	855
Loan Interest receivable ("Horse Hill")	230	169	230	169
Provision for doubtful debts	(1,126)	(1,024)	(1,126)	(1,024)
	-	-	-	-

The above loans outstanding are included within trade and other receivables, Note 10. The loan to Horse Hill has been made in accordance with the terms of the investment agreement whereby it accrues interest daily at the Bank of England base rate +10% and is repayable out of future cashflows. The Group has provided an allowance for doubtful debts amounting $1,126,000 as at 31 December 2023 after assessing the recoverability of amounts owed by Horse Hill (2022: $1,025,000).

Remuneration of Key Management Personnel

The remuneration of the Directors, and other key management personnel of the Group, is set out below in aggregate for each of the categories specified for Related Party Disclosures.

	Group		Company	
	2023 AUD'000	2022 AUD'000	2023 AUD'000	2022 AUD'000
Short-term employee benefits	159	160	-	64
	159	160	-	64

During the year, $74,892 (2022: $96,091) (GST inclusive) of accounting and company secretarial fees were paid Nexia Perth Pty Ltd, a company related to the spouse of, Keith Coughlan, the Chairman.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

17 Financial instruments

Financial risk management

The Board of Directors sets the treasury policies and objectives of the Group, which includes controls over the procedures used to manage financial market risks.

It is, and has been throughput the period under review, the Group's policy that no major trading in financial instruments shall be undertaken. The main risks arising from the Group's financial instruments are:

- interest rate risk;
- liquidity risk;
- credit risk;
- market risk;
- commodity price risk; and
- foreign currency risk.

Principal financial instruments

The principal financial instruments used by the Group from which financial instrument risk arises, are as follows:

Financial assets

	Group		Company	
	2023 AUD'000	2022 AUD'000	2023 AUD'000	2022 AUD'000
Other loans (Note 10)	-	-	-	-
Cash and cash equivalents (Note 11)	2,223	2,670	2,188	2,646
Total financial assets classified as loans and receivables	2,223	2,670	2,188	2,646

The maximum exposure to credit risk at the reporting date is the fair value of each class of receivable set out above.

At 31 December 2023 and 2022 the carrying amounts of financial assets approximate to their fair values.

	Group		Company	
	2023 AUD'000	2022 AUD'000	2023 AUD'000	2022 AUD'000
Trade payables (Note 12)	54	18	55	18
Other payables (Note 12)	-	2	-	2
Accrued liabilities (Note 12)	99	48	79	48
Total financial liabilities measured at amortised cost	153	68	134	68

To the extent trade and other payables are not carried at fair value in the statement of financial position, book value approximates to fair value at 31 December 2023 and 2022.

Except for other loans receivable, all other financial assets and liabilities are due in less than 6 months.

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

17 Financial instruments (continued)

The Group is exposed through its operations to one or more of the following financial risks:

Interest rate risk

The Group has minimal risk towards interest rate changes, other than those effects on interest being received on cash held in the Group's bank accounts.

Liquidity risk

The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Due to the dynamic nature of the underlying businesses, the Group aims at ensuring flexibility in its liquidity profile by maintaining the ability to undertake capital raisings.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted the policy of only dealing with credit worthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group does not have any significant credit risk exposure to any single counterparty or any Group of counterparties having similar characteristics. The carrying amount of financial assets recorded in the financial statements, net of any provisions for losses, with the exception of Horse Hill Development, represents the Group's maximum exposure to credit risk. All cash equivalents are held with financial institutions with a credit rating of -AA or above.

Foreign Currency risk

The Group undertakes certain transactions denominated in foreign currency and are exposed to foreign currency risk through foreign exchange rate fluctuations. Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis.

The Group operates internationally and is exposed to foreign exchange risk arising from currency exposure to the Pound Sterling (GBP). At 31 December 2023, the Group's exposure to foreign currency risk at the end of the reporting period, expressed in Australian dollar, was as follows:

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

17 Financial instruments (continued)

Foreign Currency risk (continued)

	Group		Company	
	2023 AUD'000	2022 AUD'000	2023 AUD'000	2022 AUD'000
Cash and cash equivalents (Note 11)	334	431	334	431
	334	431	334	431

Sensitivity analysis (Group)

A reasonably possible strengthening (weakening) of the GBP against AUD at 31 December 2023 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss for the Group and the Company by the amounts shown below. This analysis assumes all other variables, in particular interest rates, remain constant.

	Group		Company	
	Increase (Decrease) in Equity and Profit of Loss			
	AUD to GBP		AUD to GBP	
	10% AUD'000	(-10%) AUD'000	10% AUD'000	(-10%) AUD'000
Cash and cash equivalents	38	(30)	38	(30)
	38	(30)	38	(30)

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Notes forming part of the financial statements
for the year ended 31 December 2023 (continued)

18 Events after the end of the reporting period

On 2 January 2024, the Company announced the proposed acquisition of the issued capital of ABM, its subsidiary entities, and its exploration licenses in Mongolia (refer to ASX Announcement dated 2 January 2024 for further details).

On completion of the transaction, Mr Gan-Ochir Zunduisuren, founder of Innova and managing director of ABM, to be appointed Managing Director of Doriemus. Mr David Paull, Ms Kirsten Livermore, and Mr Neil Young to be appointed as non-executive directors. The Company intends to undertake a capital raising via a prospectus to raise $6,000,000 consisting of 120,000,000 shares (post-consolidation) at an issue price of $0.05 per Share and a consolidation of every 50 shares into 43 shares will take place, subject to shareholder approval. To complete the acquisition, Doriemus is required to re-comply with the requirements of Chapters 1 and 2 of the ASX Listing Rules and its securities will continue to be suspended.

Other than noted above no matter or circumstance has arisen that has significantly affected or may significantly affect the Group's operations in future financial years, or the results of those operations in future financial years, or the Group's state of affairs in future financial years.

19 Commitments and contingencies

The Directors have confirmed that there were no contingent liabilities or capital commitments which should be disclosed at 31 December 2023. No provision has been made in the financial statements for any amounts in relation to any capital expenditure requirements of the Group's farm-in agreements, and such costs are expected to be fulfilled in the normal course of the operations of the Group.

20 Ultimate controlling party

There is no ultimate controlling party of the parent company.

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ADDITIONAL INFORMATION FOR ASX LISTED PUBLIC COMPANIES

The following additional information is required by the Australian Securities Exchange in respect of listed public companies only.

1. Shareholding as at 13 March 2024

(a) Distribution of Equity Shareholders

Shares (including CDIs)			
Category (size of holding)	**Number of Shareholders**	**Number of Shares**	**% of total held of total shares (and CDIs) issued**
1 – 1,000	194	77,043	0.06
1,001 – 5,000	221	581,226	0.48
5,001 – 10,000	83	626,845	0.52
10,001 – 100,000	212	8,458,030	7.03
100,001 and over	123	110,612,961	91.90
Total	**833**	**120,356,105**	**100.00**

(b) Distribution of Option holders

Listed Options expiring 1 September 2026, exercise price $0.10			
Category (size of holding)	**Number of option holders**	**Number of options**	**% held of total options issued**
1 – 1,000	12	5,102	0.02
1,001 – 5,000	23	68,031	0.21
5,001 – 10,000	22	179,854	0.54
10,001 – 100,000	53	2,421,082	7.33
100,001 and over	57	30,373,888	91.91
Total	**167**	**33,047,957**	**100.00**

(c) Number of Shareholders with Less than a Marketable Parcel

481

(d) Voting Rights

The Company is incorporated under the legal jurisdiction of England and Wales. To enable companies such as the Company to have their securities cleared and settled electronically through CHESS, Depositary Instruments called CHESS Depositary Interests (**CDIs**) are issued. Each CDI represents one underlying ordinary share in the Company (**Share**). The main difference between holding CDIs and Shares is that CDI holders hold the beneficial ownership in the Shares instead of legal title. CHESS Depositary Nominees Pty Limited (**CDN**), a subsidiary of ASX, holds the legal title to the underlying Shares.

Pursuant to the ASX Settlement Operating Rules, CDI holders receive all of the economic benefits of actual ownership of the underlying Shares. CDIs are traded in a manner similar to shares of Australian companies listed on ASX.

CDIs will be held in uncertificated form and settled/transferred through CHESS. No share certificates will be issued to CDI holders. Each CDI is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

If holders of CDIs wish to attend and vote at the Company's general meetings, they will be able to do so. Under the ASX Listing Rules and the ASX Settlement Operating Rules, the Company as an issuer of CDIs must allow CDI holders to attend any meeting of the holders of Shares unless relevant English law at the time of the meeting prevents CDI holders from attending those meetings.

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ADDITIONAL INFORMATION FOR ASX LISTED PUBLIC COMPANIES

In order to vote at such meetings, CDI holders have the following options:

(a) instructing CDN, as the legal owner, to vote the Shares underlying their CDIs in a particular manner. A voting instruction form will be sent to CDI holders with the notice of meeting or proxy statement for the meeting and this must be completed and returned to the Company's Share Registry prior to the meeting; or

(b) informing the Company that they wish to nominate themselves or another person to be appointed as CDN's proxy with respect to their Shares underlying the CDIs for the purposes of attending and voting at the general meeting; or

(c) converting their CDIs into a holding of Shares and voting these at the meeting (however, if thereafter the former CDI holder wishes to sell their investment on ASX it would be necessary to convert the Shares back to CDIs). In order to vote in person, the conversion must be completed prior to the record date for the meeting. See above for further information regarding the conversion process.

As holders of CDIs will not appear on the Company's share register as the legal holders of the Shares, they will not be entitled to vote at Shareholder meetings unless one of the above steps is undertaken.

As each CDI represents one Share, a CDI Holder will be entitled to one vote for every CDI they hold.

Proxy forms, CDI voting instruction forms and details of these alternatives will be included in each notice of meeting sent to CDI holders by the Company.

These voting rights exist only under the ASX Settlement Operating Rules, rather than under the Companies Act 2006 (England and Wales). Since CDN is the legal holder of the applicable Shares and the holders of CDIs are not themselves the legal holder of their applicable Shares, the holders of CDIs do not have any directly enforceable rights under the Company's articles of association.

As holders of CDIs will not appear on our share register as the legal holders of shares of ordinary shares they will not be entitled to vote at our shareholder meetings unless one of the above steps is undertaken.

(e) 20 Largest Shareholders as at 13 March 2024

No.	Shareholder	Shares (including CDIs)	%
1	INYATI FUND PTY LTD	9,681,818	8.04
2	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	7,405,030	6.15
3	MR JAY EVAN DALE HUGHES <INKESE FAMILY A/C>	6,500,000	5.40
4	BNP PARIBAS NOMS PTY LTD <DRP>	4,780,497	3.97
5	MR ANTHONY DE NICOLA & MRS TANYA LOUSIE DE NICOLA <DE NICOLA FAMILY A/C>	4,400,000	3.66
6	FLUE HOLDINGS PTY LTD <BROMLEY SUPERANNUATION A/C>	3,782,418	3.14
7	CITICORP NOMINEES PTY LIMITED	3,360,770	2.79
8	ALEXANDER HOLDINGS (WA) PTY LTD	3,000,000	2.49
9	MR MARK JOHN BAHEN + MRS MARGARET PATRICIA BAHEN <MJ BAHEN SUPER FUND A/C>	2,909,091	2.42
10	S3 CONSORTIUM HOLDINGS PTY LTD <NEXTINVESTORS DOT COM A/C>	2,749,999	2.28
11	6466 INVESTMENTS PTY LTD	2,333,021	1.94
12	BNP PARIBAS NOMINEES PTY LTD ACF CLEARSTREAM	2,149,479	1.79
13	PHEAKES PTY LTD <SENATE A/C>	2,022,728	1.68
14	ALR INVESTMENTS PTY LTD <ALR SUPERANNUATION FUND A/C>	1,754,325	1.46
15	TORLOK PTY LTD <TORLOK SUPER FUND A/C>	1,634,889	1.36
16	KOBIA HOLDINGS PTY LTD	1,600,000	1.33
17	MR KIMBERLEY STRANG	1,597,557	1.33
18	NAUTICAL HOLDINGS WA PTY LTD <ABANDON SHIP S/F A/C>	1,578,545	1.31
19	OCEAN VIEW WA PTY LTD	1,569,705	1.30
20	OCEAN VIEW WA PTY LTD<DANIEL WISE SUPERFUND A/C>	1,442,573	1.20
		66,252,445	**55.05**

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ADDITIONAL INFORMATION FOR ASX LISTED PUBLIC COMPANIES

(f) 20 Largest Option holders as at 13 March 2024

No.	Option holder	Units	%
1	INYATI FUND PTY LTD	5,840,908	17.67
2	6466 INVESTMENTS PTY LTD	2,762,776	8.36
3	MR MARK JOHN BAHEN + MRS MARGARET PATRICIA BAHEN <MJ BAHEN SUPER FUND A/C>	1,454,545	4.40
4	S3 CONSORTIUM HOLDINGS PTY LTD <NEXTINVESTORS DOT COM A/C>	1,374,999	4.16
5	MR JAY EVAN DALE HUGHES <INKESE FAMILY A/C>	1,250,000	3.78
6	PHEAKES PTY LTD <SENATE A/C>	1,011,363	3.06
7	MERLIN WEST HOLDINGS PTY LTD	1,000,000	3.03
8	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	776,171	2.35
9	NAUTICAL HOLDINGS WA PTY LTD <ABANDON SHIP S/F A/C>	727,273	2.20
10	MR ADAM STUART DAVEY <SHENTON PARK INVESTMENT A/C>	681,818	2.06
11	MR PETER CHRISTOPHER WALL + MRS TANYA-LEE WALL <WALL FAMILY SUPER FUND A/C>	681,817	2.06
12	NINETY35 PTY LTD <2GEN FAMILY A/C>	667,203	2.02
13	FLUE HOLDINGS PTY LTD <BROMLEY SUPERANNUATION A/C>	630,403	1.91
14	ALEXANDER HOLDINGS (WA) PTY LTD	500,000	1.51
14	BRISQUE PTY LTD <L&M SHEEHY FAMILY A/C>	500,000	1.51
16	MRS VANESSA ANN STEWART	469,696	1.42
17	INJI INVESTMENTS PTY LTD	454,545	1.38
17	JEC CAPITAL PTY LTD <JEC CAPITAL A/C>	454,545	1.38
17	MR JACK THOMAS JOHNS <JTJ INVESTMENT A/C>	454,545	1.38
17	UPSKY EQUITY PTY LTD <UPSKY INVESTMENT A/C>	454,545	1.38
17	WESTBELLE PTY LTD <THE STATION A/C>	454,545	1.38
		22,601,697	**68.39**

(g) Substantial Shareholders as at 13 March 2024

Substantial shareholders as disclosed in the most recent substantial shareholder notices given to the Company are as follows:

No.	Shareholder	CDIs	%
1	INYATI FUND PTY LTD	9,681,818	8.05
2	MR JAY EVAN DALE HUGHES	3,424,353	5.90

2. Name of Company Secretary

Shannon Robinson

3. Principal Registered Offices

Australia

Level 3
88 William Street
Perth WA 60005
Telephone +61 (8) 9463 2463

United Kingdom
c/o Hill Dickinson
The Broadgate Tower
20 Primrose Street
London
EC2A 2EW
Telephone +44 (0) 20 7283 9033

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ADDITIONAL INFORMATION FOR ASX LISTED PUBLIC COMPANIES

4. Registers of Securities

The Company operates a certificated principal register of Shares in the UK branch and an uncertificated issuer sponsored sub-register of CDIs and an uncertificated CHESS sub-register of CDIs in Australia.

The Company's uncertificated issuer sponsored sub-register of CDIs and uncertificated CHESS sub-register of CDIs is maintained by Computershare as per the below. The branch register is the register of the legal title (and will reflect legal ownership by CDN of the Shares underlying the CDIs with the Shares held by CDN recorded on the branch register of Shares in Australia). The two uncertificated sub-registers of CDIs combined make up the register of beneficial title of the Shares underlying the CDIs.

The Register of Securities is held at:

Australia
Computershare Investor Services Limited
Level 17
221 St Georges Terrace
PERTH WA 6000
Telephone number: +61 (0) 9323 2000

United Kingdom
Computershare Investor Services PLC
The Pavilions, Bridgwater Road
Bristol, BS99 6ZZ
United Kingdom
Telephone number: +44 (0) 370 702 0003

5. Securities Exchange Listing

Quotation has been granted for all the CDIs of the Company on the Australian Securities Exchange Limited. The Company is not listed on any other exchange.

6. Unquoted Securities

Doriemus has 6,000,000 options on issue, which are exercisable over 6,000,000 ordinary shares as follows:

Grant date	Expiry date	Exercise price	Outstanding as at 31 December 2022
			Number
02 September 2021	02 September 2026	AUD $0.10	6,000,000
		Total	**6,000,000**

No single person holds 20% or more of the equity securities in an unquoted class.

7. Restricted Securities

There are no restricted securities on issue.

8. On Market Buy-Back

There is no current on-market buy-back of our securities.

9. Section 611 (7) Corporations Act

There are no issues of securities approved for the purposes of Item 7 of section 611 of the Corporations Act which have not yet been completed.

10. Place of Incorporation

Doriemus is incorporated in the jurisdiction of England and Wales with company number 03877125.

Doriemus is registered as a foreign company in Australia with registered number 619 213 437.

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ADDITIONAL INFORMATION FOR ASX LISTED PUBLIC COMPANIES

11. Summary of licenses as at 21 March 2024

Asset	Country	Doriemus Interest	Status	Operator	Licence Area
Horse Hill* PEDL 137	UK	4% shareholding in HHDL (representing a 2.6% attributable interest in PEDL137)	Exploration	HHDL	99.3km^2
Horse Hill* PEDL 246	UK	4% shareholding in HHDL (representing a 2.6% attributable interest in PEDL 246)	Exploration	HHDL	43.4km^2
GGO EL 2015/13	Greenland	1.4% shareholding in GGO (representing a 1.3% interest in EL 2015/13)	Exploration	GGO	2.572 km^2
GGO EL 2015/14	Greenland	1.4% shareholding in GGO (representing a 1.3% interest in EL 2015/14)	Exploration	GGO	2.923 km^2

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CORPORATE GOVERNANCE STATEMENT

Doriemus PLC is committed to high standards of corporate governance. The Company is listed on the Australian Securities Exchange ("ASX") and advise that copy of our corporate governance statement is disclosed in the corporate governance section of the Company's website www. Doriemus.co.uk (together with the various Corporate Governance policies of the Company). This corporate governance statement relates to the financial year ended 31 December 2023 and has been approved by the Board.

A Corporate Governance summary discloses the extent to which the Company will follow the recommendations set by the ASX Corporate Governance Council in its publication 'Corporate Governance Principles and Recommendations (4th Edition)' (**Recommendations**). The Recommendations are not mandatory, however, the Recommendations that will not be followed have been identified and reasons have been provided for not following them.

As a company registered in England and Wales, the Company is not required to comply with the provisions of the Governance Code or the Corporate Governance Code for Small and Mid-Size Quoted Companies 2013 published by the Quoted Companies Alliance. However, the Board recognises the importance of sound corporate governance and intends that the Company will comply with the provisions of the Governance Code, the QCA Guidelines and the ASX Corporate Governance Principles and Recommendations insofar as they are appropriate given the Company's size and stage of development.

A summary of the key risks for the Company are set out below.

Communication with shareholders
The Board recognises it is accountable to shareholders for the performance and activities of the Company.

The 2024 Annual General Meeting of the Company will provide an opportunity for the Chairman to present to the shareholders a report on current operations and developments and enable the shareholders to express their views about the Company's business.

The Board
The Board of Doriemus plc currently consists of two Non-Executive Directors and one Executive Director (Technical). The composition of the Board ensures no one individual or Group of persons dominates the decision making process.

The Board is responsible to the shareholders for setting the direction of the Company through the establishment of strategic objectives and key policies. The Board meets on a regular basis and considers the strategic direction, approves major capital expenditure, and any other matters having a material effect on the Company. Presentations are made to the Board on the activities and both the Executive and Non-Executive Directors undertake visits to operations.

All Directors have access to management, including the Company Secretaries, and to such information as is needed to carry out their duties and responsibilities fully and effectively.

The composition and tenure of the Board as of 31 December 2023, as well as each member's independence status during 2023, was as follows:

Director	Director Position	Tenure[1]	Independence	Audit & Risk Committee	Remuneration & Nomination Committee
Keith Coughlan	Non-Executive Chairman	4.5 years	Yes	x	x
Gregory Lee	Executive Technical Director	6.3 years	No	x	x
Mark Freeman[2]	Non-Executive Director	1.6 years	Yes	x	x

NOTES:
1 – Calculated as of 31 December 2023.

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CORPORATE GOVERNANCE STATEMENT

Takeover regulations

Doriemus plc is not subject to Chapters 6, 6A, 6B or 6C of the *Corporations Act* 2001 (Cth), or Corporations Act, dealing with the acquisitions of shares (including substantial shareholdings and takeovers). Chapters 6, 6A, 6B and 6C of the Corporations Act dealing with the acquisition of shares (including acquisitions and takeovers) does not apply to the Company given it is incorporated in England and Wales. Instead, the Company is subject to the application of the City Code on Takeovers and Mergers in the UK (the "City Code") and further detailed below.

Mandatory bid

The Company is subject to the application of the City Code. Under Rule 9 of the City Code, any person who acquires an interest in shares which, taken together with shares in which he or persons acting in concert with him are interested, carry 30% or more of the voting rights in the Company will normally be required to make a general offer to all the remaining shareholders to acquire their shares. Similarly, when any person or persons acting in concert is interested in shares which in aggregate carry 30% of the voting rights of the Company but which do not carry more than 50% of the voting rights in the Company, a general offer will normally be required to be made if he or any person acting in concert with him acquires an interest in any other shares in the Company. An offer under Rule 9 must be in cash, normally at the highest price paid within the preceding 12 months for any interest in shares of the same class acquired in the Company by the person required to make the offer or any person acting in concert with him.

Squeeze-out

Under the Companies Act 2006 (England and Wales), if an offeror were to make an offer to acquire all of the shares in the Company not already owned by it and were to acquire 90% of the shares to which such offer related it could then compulsorily acquire the remaining 10%. The offeror would do so by sending a notice to outstanding members telling them that it will compulsorily acquire their shares and then, six weeks later, it would deliver a transfer of the outstanding shares in its favour to the Company which would execute the transfers on behalf of the relevant members, and pay the consideration to the Company which would hold the consideration on trust for outstanding members. The consideration offered to the members whose shares are compulsorily acquired under this procedure must, in general, be the same as the consideration that was available under the original offer unless a member can show that the offer value is unfair.

Sell-out

The Companies Act 2006 (England and Wales) also gives minority members a right to be bought out in certain circumstances by an offeror who has made a takeover offer. If a takeover offer related to all the shares in the Company and, at any time before the end of the period within which the offer could be accepted, the offeror held or had agreed to acquire not less than 90% of the shares, any holder of shares to which the offer related who had not accepted the offer could by a written communication to the offeror require it to acquire those shares. The offeror would be required to give any member notice of his/her right to be bought out within one month of that right arising. The offeror may impose a time limit on the rights of minority members to be bought out, but that period cannot end less than three months after the end of the acceptance period or, if later, three months from the date on which notice is served on members notifying them of their sell-out rights. If a member exercises his/her rights, the offerors are entitled and bound to acquire those shares on the terms of the offer or on such other terms as may be agreed.

Key risks

Our business faces many risks. We believe the risks described below are the material risks that we face. However, the risks described below may not be the only risks that we face. Additional unknown risks or risks that we currently consider immaterial, may also impair our business operations. If any of the events or circumstances described below actually occur, our business, financial condition or results of operations could suffer, and the trading price of our Shares / CDIs could decline significantly. The Board reviews the entity's risk management framework at least annually to satisfy itself that it continues to be sound.

There can be no guarantee that the Company will deliver on its business strategy, that the Company will generate any revenue. Investors should note that past performance is not a reliable indicator of future performance. If any of the risks referred to in this annual report were to occur, the results of operations, financial condition and prospects of the Company could be materially adversely affected. If that were to be the case, the trading price of the options and the underlying CDIs and/or the level of dividends or distributions (if any) received from the CDIs could decline significantly.

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CORPORATE GOVERNANCE STATEMENT

The risks referred to below are not to be taken as exhaustive. The specific risks considered below, and other risks and uncertainties not currently known to the Company, or that are currently considered immaterial, may materially and adversely affect the Company's business operations, its financial performance and the value and market price of its shares and or underlying CDIs.

General risks

A summary of the major general risks is set out below.

(a) **Trading Price of Shares and CDIs** -The Company's operating results, economic and financial prospects and other factors will affect the trading price of its shares and CDIs. In addition, factors that in the future may impact specifically on the share prices of listed companies identified as being part of or involved in the oil and gas sector may impact likewise on the price of the Company's securities. In particular, the share / CDI prices for many companies including Doriemus, have been and may in the future be highly volatile, which in many cases may reflect a diverse range of non-company specific influences such as global hostilities and tensions relating to certain unstable regions of the world, acts of terrorism and the general state of the global economy and trading on the market. No assurances can be made that the Company's market performance will not be adversely affected by any such market fluctuations or factors.

(b) **Political conditions and government regulations** - Although political conditions in the UK and Australia are generally stable (See risk factor 'Withdrawal of the UK from the European Union below), changes may occur in their political, fiscal and legal systems, which might adversely affect the ownership or operation of the Company's interests including, inter alia, changes in exchange rates, exchange control regulations, expropriation of oil and gas rights, changes in government and in legislative, fiscal and regulatory regimes. The Company's strategy has been formulated in the light of the current regulatory environment and likely future changes. Although the Directors believe that the Company's activities are currently carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules, laws and regulations will not be enacted, or that existing or future rules and regulations will not be applied in a manner which could serve to limit or curtail exploration, production or development of the Company's business or have an otherwise negative impact on its activities. Amendments to existing rules, laws and regulations governing the Company's operations and activities, or increases in or more stringent enforcement, implementation or interpretation thereof, could have a material adverse impact on the Company's business, results of operations and financial condition and its industry in general in terms of additional compliance costs.

(c) **Withdrawal of the UK from the European Union** - Following the British government's decision to invoke Article 50 on 29 March 2017 (and consequent changes to the exit date) the UK left the European Union (EU) on 31 January 2020 (Brexit). Although the UK Companies Act 2006 (CA 2006) and related secondary legislation are influenced by European legislation, there are no current proposals for a significant review or amendment in the short term and the amendments to UK company law that came into effect at the end of the implementation period are intended principally to remove any provisions solely derived from European legislation which are no longer required. The UK Government also published an updated guidance Accounting for UK companies effective from 1 January 2021 in relation to the changes required to the corporate reporting regime from 2021. Brexit had a minimal impact on the Group's operations in the year and the directors will continue to monitor its impact on the Company going forward.

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CORPORATE GOVERNANCE STATEMENT

General risks

(d) **Commodity prices** - Historically, commodity prices have fluctuated and are affected by numerous factors beyond the Company's control, including global demand and supply, weather conditions, the price and availability of alternative fuels, actions taken by governments and international cartels, the cost of freight, international economic trends, currency exchange fluctuations, expectations for inflation, speculative activity, consumption patterns and global or regional political events. The aggregate effect of these factors is impossible to predict. Fluctuations in commodity prices, over the long term, may adversely impact the returns from the Company's investments. International oil and gas prices have fluctuated widely in recent years and may continue to fluctuate significantly in the future. Sustained downward movements in oil and gas prices could render less economic, or wholly uneconomic, some or all of the exploration and the existing, and potential future, oil production related activities to be undertaken in respect of those assets in which the Company has an interest. Any material decline in oil and gas prices could result in a reduction of the Company's net production revenue and overall value. The economics of producing from some wells may change as a result of lower prices, which could result in a reduction in the volumes produced from the Company's assets. The operators and other owners of the assets in which the Company holds interests might also elect not to produce from certain wells at lower prices. All of these factors could result in a material decrease in the Company's net production revenue causing a reduction in its acquisition and development activities. A substantial material decline in prices from historical average prices could also reduce the Company's ability to borrow future funds.

(e) **Force majeure events -** Events may occur within or outside the UK or Australia that could impact upon the global and Australian economies, the operations of the Company and the price of the CDIs. These events include but are not limited to acts of terrorism, an outbreak of international hostilities, fires, floods, earthquakes, labour strikes, civil wars, natural disasters, outbreaks of disease or other man-made or natural events or occurrences that can have an adverse effect on the demand for oil and gas products and the Company's ability to conduct business.

(f) **Greenhouse gas emissions** - Many participants in the oil and gas sector are subject to current and planned legislation in relation to the emission of carbon dioxide, methane, nitrous oxide and other so called "greenhouse gases". Failure by the operator of any investments of the Company to comply with existing legislation or any future legislation could adversely affect the Company's profitability. Future legislative initiatives designed to reduce the consumption of hydrocarbons could also have an impact on the ability to market the oil and gas produced from the Company's investments and/or the prices which can be obtained from them. These factors could have a material adverse effect on the Company's business, results of operations, financial condition or prospects.

(g) **Technological developments** - the operators of the oil and gas licences in which the Company is a participant or may acquire in the future or the Company itself may not be able to keep pace with technological developments in the oil and gas industry. The oil industry is characterised by rapid and significant technological advancements and introductions of new products and services using new technologies. As others use or develop new technologies, the Company may be placed at a competitive disadvantage, and competitive pressures may force the operators of the Company's investments to implement those new technologies at substantial cost.

(h) **Material facts or circumstances not revealed in the due diligence process** - Prior to making or proposing any investment, the Company will undertake legal, financial and commercial due diligence on potential investments to a level considered reasonable and appropriate by the Company on a case-by-case basis. However, these efforts may not reveal all material facts or circumstances that would have a material adverse effect upon the value of the investment. In undertaking due diligence, the Company will need to utilise its own resources and may be required to rely upon third parties to conduct certain aspects of the due diligence process. Further, the Company may not have the ability to review all documents relating to the proposed investee company and assets. Any due diligence process involves subjective analysis and there can be no assurance that due diligence will reveal all material issues related to a potential investment. Any failure to reveal all material facts or circumstances relating to a potential investment may have a material adverse effect on the business, financial condition, results of operations and prospects of the Company.

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CORPORATE GOVERNANCE STATEMENT

General risks

(i) **Currency and foreign exchange** - The Company's business may be carried out in the future in currencies other than Pounds Sterling. Principal operations are expected to involve transactions in either Pounds Sterling or US dollars. To the extent that there are fluctuations in exchange rates, this may have an impact on the figures consolidated in the Company's accounts, which could have a material impact on the Company's financial position or result of operations, as shown in the Company's accounts going forward. The proceeds of the Offer will be received in Australian dollars, while the Company's functional currency is Pounds Sterling. As the Company is not currently hedging against exchange rate fluctuations it will be at risk of any adverse movement in the Pounds Sterling-Australian dollar exchange rate between the pricing of the Offer and the closing of the Offer.

(j) **Trading** - The price at which the CDIs may trade and the price which investors may realise for their CDIs will be influenced by a large number of factors, some specific to the Company and some which may affect quoted companies generally. These factors could include the performance of the Company's operations, large purchases or sales of Shares or CDIs, liquidity (or absence of liquidity) in its Shares or CDIs, currency fluctuations, legislative or regulatory changes (including changes in the tax regime in the jurisdiction in which the Company or its investments operate), additions or departures of key personnel at the Company, adverse press, newspaper and other media reports and general economic conditions. In addition, stock markets from time to time suffer significant price and volume fluctuations that affect the market price for securities, and which may be unrelated to the Company's performance. The value of the CDIs may therefore fluctuate and may not reflect their underlying asset value.

(k) **Forward looking statements -** This annual report contains forward-looking statements that involve risks and uncertainties. The Company's results could differ materially from those anticipated in the forward-looking statements as a result of many factors, including the risks faced by the Company, which are described above and elsewhere. Additional risks and uncertainties not currently known to the Directors may also have an adverse effect on the Company's business.

(l) **Force Majeure events –** Force majeure events may occur within or outside the countries in which the Company operates that could impact upon the operations of the Company and the price of the Shares CDIs. The events include but are not limited to acts of terrorism, an outbreak of international hostilities, fires, floods, earthquakes, labour strikes, civil wars, natural disasters, outbreaks of disease, pandemic or other natural or man-made events or occurrences that can have an adverse effect on the demand for the Group's services and its ability to conduct business. The Company has only a limited ability to insure against some of these risks.

Specific Risks

(a) **Early-stage development of the Assets** - The assets in which the Company has an interest are at an early stage of development. The oil and gas interests of the Company detailed in this annual report are only at the exploration or appraisal stage and there can be no assurance that they will eventually produce oil to income generating levels. If income generating levels of oil are not produced from the Company's assets, the Company's revenue potential will be materially and adversely impacted.

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Specific Risks

(b) **Licensing, planning permission and other consents -** The development of the Company's current and future assets may be dependent on the receipt and maintenance of planning permissions from relevant local authorities as well as other necessary consents such as environmental permits, leases and regulatory consents including, in particular, the grant and maintenance of appropriate permissions from, amongst others, the OGA (Authorisations). The Company is not the operator of any of the licences that it holds interests in. As a result, obtaining the necessary consents and approvals will be largely dependent on the operators of the licences taking the necessary actions to obtain such Authorisations. Obtaining such Authorisations may be costly exercises, and they may not be granted, may be withdrawn, may be challenged by local authorities, third parties and activists, or made subject to limitations. Onshore oil and gas operations in the UK have also recently been subject to extensive planning and environmental approval procedures, the outcomes of which have often been uncertain. Unforeseen circumstances or circumstances beyond the control of the Company may also lead to commitments given to licencing authorities not being discharged on time. The failure by the operators of the licences to gain the necessary Authorisations on a timely basis or gain them on terms or at a cost acceptable to the Company may limit the Company in its ability to extract value from its assets and could have a material adverse effect on the Company's business, results of operations, financial position and prospects.

(c) **No guarantee of success of any drilling programmes and the costs involved may be greater, and the returns lower, than estimated -** The Company will not generate any material income from its asset base fields unless there is a successful completion of drilling programmes. There is no guarantee that this drilling will be successful. These investments also have a limited operating history upon which to base estimates of proven and probable oil reserves and future cash operating costs. For early-stage projects, estimates of proven and probable oil reserves and cash operating costs are, to a large extent, based upon the interpretation of geological data and feasibility studies which derive estimates of cash operating costs based upon anticipated recoveries, expected recovery rates, comparable facility and equipment operating costs, anticipated climatic conditions and other factors. As a result, it is possible that actual cash operating costs and economic returns may differ materially from those estimated which may adversely impact the Company's financial position, revenue potential and ability to invest in other investments.

(d) **Reliance on partners and operators-** The Company only has minor interest in its portfolio of assets and is accordingly heavily reliant on its partners for the majority portion of the operating and development funding required to exploit these oil fields. Various other participating parties are also responsible for the payment of the costs to operate the oil fields. Any failure or delay in the provision of such funding by Angus Energy or the payment of such costs by any of the other participating parties could cause a material delay in the exploitation of these oil fields and as a result adversely affect the Company's ability to implement its stated strategy and consequentially its financial position and revenue potential. The Operators of these fields are also responsible for adhering to the work programs in respect of those fields in the form approved by the OGA. A failure to adhere to such work programs could result in the rescission of the permission by the OGA, which could result in the Company losing its interest in these licences, which would adversely impact the Company and as a result adversely affect the Company's ability to implement its stated strategy and consequentially its financial position and revenue potential.

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CORPORATE GOVERNANCE STATEMENT

Specific Risks

(e) **Over-run of drilling programme and costs -** It may not be possible for the operators of the Company's assets, to adhere to agreed drilling schedules. This may impact the Company as a participant in the fields, and its future plans. The final determination of whether to drill any scheduled or budgeted wells will depend on a number of factors including:

(1) results of the exploration efforts and the acquisition, review and analysis of seismic data, if any;
(2) availability of sufficient capital resources for the drilling of the prospects;
(3) approval of the prospects by other participants after additional data has been compiled;
(4) economic and industry conditions at the time of drilling, including prevailing and anticipated processes for oil and natural gas and the availability and prices of drilling rigs and crews; and
(5) availability of leases, licence options, farm-outs, other rights to explore and permits on reasonable terms for the prospects.

Although the relevant Operators, will at the time identify or budget for drilling prospects, it will require the approval of all or a requisite majority of the participants in these licences. It may not be possible to drill those prospects within the expected timeframe, or at all, and the drilling schedule, once agreed, may vary from its expectations because of future uncertainties and rig availability and access to drilling locations. In addition, there is a risk that no commercially productive oil or gas reservoirs will be discovered. If any of those circumstances occur, they would adversely impact the Company's revenue potential and financial position.

(f) **Exploration and development risks -** Oil and gas exploration is a speculative investment and involves a high degree of risk. There is no guarantee that exploration and development of the company's asset portfolio, or any other oil and gas projects or interests that the Company has, or may acquire in the future, can be profitably exploited. Oil and gas exploration, development and production activities are capital intensive and inherently uncertain in their outcome. The Company's projects may involve unprofitable efforts, either from dry wells or from wells that are productive but do not produce sufficient net revenues to return a profit after development, operating and other costs. Drilling, developing, and operating projects involve a number of risks, many of which are beyond the control of the Company, which may delay or adversely impact the exploration, development and production activities that the Company has an interest in.

These delays and potential impacts could result in the activities being delayed or abandoned and substantial losses could be incurred, all of which could adversely impact the Company. The oil industry historically has also experienced periods of rapid cost increases. Increases in the cost of exploration, production and development would affect the Company's ability to invest in additional assets, and also meet its funding obligations in respect of the assets it has an interest in.

(g) **Development -** the Company's ability to achieve any production, development, operating cost and capital expenditure estimates in a timely manner cannot be assured. Possible future development of oil and gas exploration at any of the Company's projects is subject to a number of risk factors including, but not limited to, unfavourable geological conditions, failing to receive the necessary approvals from all relevant authorities and parties, unseasonal weather patterns, unanticipated technical and operational difficulties encountered in extraction and production activities, mechanical failure of operating plant and equipment, unexpected shortages or increases in the price of consumables, spare parts and plant and equipment, cost overruns, risk of access to the required level of funding and contracting risk from any third parties providing essential services. In the event that the Company commences production, its operations may be disrupted by a variety of risks and hazards which are beyond its control, including environmental hazards, industrial accidents, technical failures, labour disputes, unusual or unexpected rock formations, flooding and extended interruptions due to inclement or hazardous weather conditions and fires, explosions and other accidents. Such occurrences could result in damage to, or destruction of, production facilities, personal injury or death, environmental damage, delays in drilling, increased production costs and other monetary losses and possible legal liability to the owner or operator of a mine. The Company may become subject to liability for pollution or other hazards against which it has not insured or cannot insure, including those in respect of past drilling activities in an area for which it was not responsible.

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CORPORATE GOVERNANCE STATEMENT

Specific Risks

(h) **Potential disposal of the Company's historic UK assets -** in the normal course of business of the Company's operations, it may become involved in, named as a party to, or be the subject of, various legal proceedings, including regulatory proceedings, tax proceedings and legal actions, relating to personal injuries, property damage, property taxes, land rights, the environment and contractual disputes. The outcome of any future litigation cannot be predicted with certainty. There can be no guarantee that the Company will be able to dispose of these assets on favourable terms or at all. Should the Company be unable to dispose of these assets any litigation or dispute in relation to these assets in the future may have a material adverse effect on the Company's assets, liabilities, business, financial condition and results of operations.

(i) **Oil and natural gas prices volatility -** the Company's prospects and the market price of its quoted securities be influenced by the price obtained from time to time for oil, natural gas and petroleum products. Oil and gas prices fluctuate and are affected by numerous factors beyond the control of the Company. These factors include worldwide and regional supply and demand for oil and gas, forward selling by producers and production cost levels, general world economic conditions and the outlook for interest rates, inflation and other economic factors on both a regional and global basis. These factors may have a positive or negative effect on the Company's exploration, project development and production plans and activities, together with the ability to fund those plans and activities.

(j) **Funding risk -** Although the Directors believe that, on completion of the Offer, the Company will have sufficient working capital to carry out its short-term objectives, there can be no assurance that each objective can be met without further financing, or if further financing is necessary, that financing can be obtained on favourable terms or at all. In addition, the Company may require capital in addition to the amount being sought in the Offer to continue exploring and appraising its existing assets following the completion of the existing work program budgets. As and when further funds are required, either for the existing assets or for acquisitions, the Company will consider raising additional capital from both the issue of equity securities and/or debt finance if appropriate. There is no assurance that the Company will be able to access and secure additional funding on reasonable terms or at all**.**

(k) **Reliance on key personnel -** The Company's success depends in part on the Directors being able to identify potential investment and/or acquisition opportunities, and to implement the Company's business strategy. The loss of the services of any of the Directors could materially and adversely affect the Company. In addition, although the Company and the Directors will evaluate the risks inherent in a particular investment, they cannot offer any assurance that a proper discovery, or a complete assessment of all significant risk factors associated with the investment, can be made.

(l) **Resource estimation risk -** There are inherent risks in the estimation of contingent resources including the estimates included in this annual report. There is a risk that such estimations will not convert into reserves, or any actual production may significantly vary from such estimations, which may adversely impact the Company's revenue potential and financial position.

(m) **Rehabilitation cost risk -** In relation to the Company's historic and future planned exploration programs, issues could arise with respect to abandonment costs, consequential clean-up costs, environmental concerns and other liabilities. In most of these instances, the Company could become subject to liability if, for example, there is environmental pollution or damage from the Company's exploration activities and there are consequential clean-up costs at a later point in time. While the Company has received no firm claims or advices, it remains possible that such claims could arise and could materially adversely affect the financial position and performance of the Company. Additionally, the Company estimates abandonment and rehabilitation costs based on current understandings. There is no guarantee that actual costs will not be higher than are currently estimated. Regulators may also, over time, impose higher standards for these activities which may increase the associated costs. This may adversely affect the financial position and performance of the Company.

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Specific Risks

(n) **Potential acquisitions -** As part of its business strategy, the Company may make acquisitions or significant investments in which it believes there is scope to improve the underlying value of the Company and to further its strategic goals. Any such transactions will be accompanied by risks commonly encountered in making such acquisitions as well as risks such as access to additional capital. There are also inherent risks with acquisitions, including that the acquired assets do not fulfil the acquisition criteria. Acquisitions may change the Company's future capital and operating expenditure requirements, and hence funding requirements. Acquisitions can give rise to liabilities. It is possible that operational and financial underperformance of the acquired assets including additional costs and/or liabilities may negatively impact on the financial performance of the Company and potentially impact member returns.

(o) **Joint venture partners -** Financial failure or default by any participant in a joint venture to which the Company is a party may have a material adverse effect on the Company insofar as it may have to bear that share of the joint venture costs which would otherwise have been borne by the relevant participant in the joint venture.
The Company will also be required in future to negotiate agreements with additional third parties. These agreements may include but are not limited to contracts with service providers, product sales agreements, joint venture agreements, agreements with landowners, access to third party facilities and permit terms with regulators. If the outcomes of these negotiations are not favourable to the Company, then the Company's financial performance may be adversely impacted.

(p) **Litigation -** While the Company currently has no material outstanding litigation or dispute, there can be no guarantee that the current or future actions of the Company or of the other parties which have interests in the same assets as the Company will not result in litigation since there have been a number of cases where the rights and privileges of natural resource companies have been the subject of litigation. The oil and gas industries, as with all industries, may be subject to legal claims including personal injury claims, both with and without merit, from time to time. The Directors cannot preclude that such litigation may be brought against the Company or its assets in the future.

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