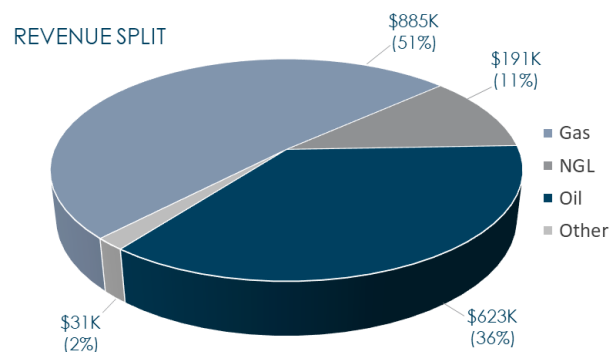
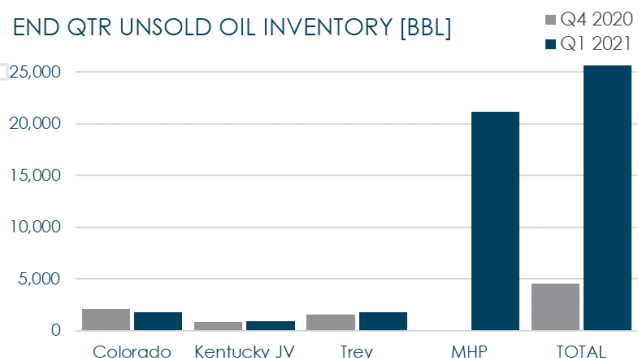
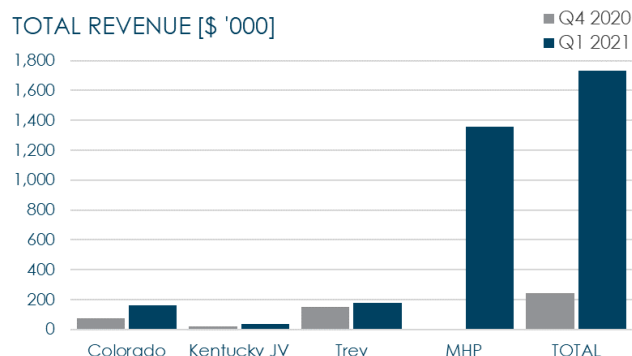
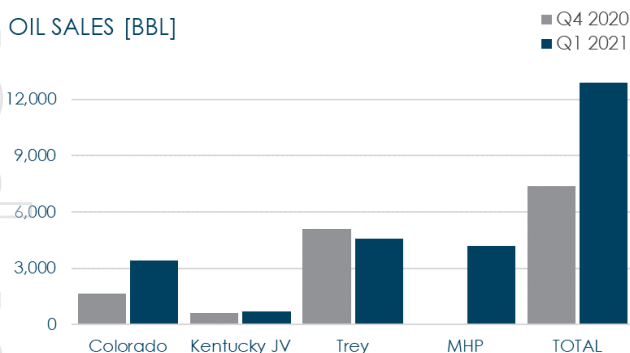


QUARTERLY ACTIVITIES REPORT

Fremont Petroleum Corporation Ltd (ASX: FPL) ('Fremont', 'Company') provides this summary of activities for the quarter ended 31 March 2021. As reported 31 March 2021, Fremont closed a transaction to acquire 100% of Magnum Hunter Production, LLC ('MHP'), recognising revenue from 26 February 2021. This Quarterly Activities Report includes MHP revenue and income from that date only. All figures in AUD unless stated otherwise.

HIGHLIGHTS

- Quarterly revenue generated by all business units is \$1,730,518 (prior quarter: \$257,903);
- Receipts from customers totalled \$1,885,000, a significant increase on the prior quarter's customer receipts of \$76,000 (includes only ~1 month's MHP receipts);
- Barrels of oil sold up 75% to 12,894 bbl vs. 7,367 bbl in prior quarter;
- Unsold oil inventory held in collection tanks at quarter end up almost six-fold to 25,646 bbl (December quarter: 4,540 bbl);
- Sales for the quarter also included 301 MMcf of natural gas ('Gas') and 12,454 US gallons of natural gas liquids ('NGL');
- Cash and cash equivalents (excluding unsold oil inventory) at quarter-end are up ~180% to \$4,515,000 (December quarter: \$1,635,000).



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CORPORATE ACTIVITY REVIEW

A highlight of the quarter was the Company's acquisition of MHP in early March, effective 26 February 2021. MHP has 13 different gas and NGL sales channels and 2 major oil off-takers, with scope to increase supply to the majority of these customers. The new asset is a significant undertaking in overall size and the number of leases & wells. The Company's focus in the following quarter will be further consolidating this asset into FPL in conjunction with the expanded finance management team. The full effect of the acquisition will be reported in the June 2021 quarterly report.

Financial performance for the quarter was encouraging with revenue, customer receipts, production and inventory all at significantly improved levels. This has been driven primarily by the partial contribution (~1 month of the quarter) of the MHP business. The increase in cash and cash equivalents to ~\$4.5m at quarter-end, which excludes the value of unsold inventory, now gives FPL the financial flexibility to fund current workover programs and more significant production enhancements.

Barrels of oil sold: Whilst a 75% quarter-on-quarter increase in oil sales is encouraging, the March quarter is the most challenging production period as it includes two months of the North American winter during which time operations are restricted. Oil production and sales are anticipated to increase in the June quarter, aided by improved weather and the production gains from the workover and enhancement programs now underway.

Unsold oil inventory at quarter-end: Oil inventory at the end of the period was significantly higher than the previous period due to production exceeding sales. Fremont is taking advantage of stronger, more stable prices to sell down current inventory and further strengthen the Company's financial position. New logistics arrangements will support this.

PRODUCTION AND OPERATIONS OVERVIEW

MHP: Activity has focused around ramping up production. Some limited well work and pipeline repairs have delivered initial production gains. Smaller workovers and other enhancements, funded from operating revenue, will be performed in the near term to increase production beyond levels recently reported. Oil sales have been hampered somewhat by the extreme weather in late February/early March however this situation is now resolved. Stability and strength in energy market prices during the quarter provided an excellent opportunity to hedge a strategic portion of our gas volume over the coming quarters against downside price risk, whilst maintaining an opportunity for price upside.

Trey Exploration: Trey's production is broadly in line with the prior quarter. Production growth has been restricted due to disappointing results from some workovers and typical seasonal drops due to winter. The 21-well work over program previously reported is now advancing rapidly and we expect more meaningful production gains to be evident by end April.

Colorado: Colorado's oil production continues to be curtailed due to an inability to flare or vent gas given regulatory changes. Revenue was up quarter-on-quarter as sales volumes in the prior quarter were unusually low due to operational challenges posed by the COVID-19 pandemic. Finding a suitable sales channel for the gas is still being pursued and a new well cleanout procedure is being investigated for several wells to enhance production.

Kentucky Oil & Gas (50/50 JV): Production was limited due to wells being largely shut-in during winter and no capital being deployed to workovers. Some well work and larger workovers are now being planned to ramp-up production.

There were no substantive oil & gas exploration activities undertaken in the quarter as Fremont focused on integrating its recently acquired assets and maintaining a focus on workovers and fracture stimulation efforts to deliver production gains.

Tenement list as at 31 March 2021:

<https://fremontpetroleum.com/wp-content/uploads/2021/04/FPL-TenementsList-4-20-2021.pdf>

EVENTS SUBSEQUENT TO THE END OF THE QUARTER

- On 2 April, U\$450,000 was paid to the vendors of Trey Exploration as a progress payment on the U\$1.9m purchase of the Trey assets. U\$1,450,000 has now been paid and the remaining U\$450,000 is due on 2 October 2021;
- On 6 April the Company announced the appointment of experienced oil & gas executive Mr Simon Johnson to the position of Non-Executive Chairman of the Board;
- In mid-April U\$971,187 was paid to the vendors of MHP as full and final settlement of a certain working capital adjustment in the MHP purchase agreement;
- Since the end of the March quarter, hydrocarbon sales from all leases have continued, to further underpin the Company's cash position. Substantial effort continues to accelerate oil sales and bring inventory down to more routine levels, particularly within MHP.

COMMENT

CEO Tim Hart commented: *"We are encouraged by the improved financial performance in the March quarter. The inclusion of MHP from just one month's production shows the impact this business will have on our revenue base going forward. The March quarter is seasonally the most challenging in terms of oil production and we expect that the June quarter will show a marked improvement across all our divisions given workovers can be completed with much more ease and more rapidly. Also noteworthy is the increasing percentage of revenue from oil sales. Ongoing workovers and larger-scale fracture stimulation work across the leases will see oil, gas and NGL production continue to increase."*

Non-Executive Director Sam Jarvis added: *"Our focus in the coming months is to deliver greater top line growth and margin improvement across the business. This is being progressively achieved by securing more favourable transport terms for our oil, new sales channels for our NGLs with improved pricing, multiple contract negotiations, and operational efficiency improvements. Fremont is well funded and the performance for the quarter shows that the early gains from our turnaround strategy are materialising. We look forward to reporting on further progress as the June quarter unfolds."*

This announcement has been authorised by the Board of Fremont Petroleum Corporation Ltd.

END

FURTHER INFORMATION

Mr. Tim Hart, CEO: +1 (303) 9995420

Mr. Sam Jarvis, Non-Executive Director: +61 (0) 418165686

Mr. Robert Lees, Company Secretary: +61 (0)2 9299 9580

ABOUT FREMONT PETROLEUM CORPORATION, LIMITED

Fremont Petroleum Corporation Limited (ASX: FPL) is an oil & gas production and development company with operations in Kentucky, Tennessee, Virginia and Kentucky. FPL's focus is to aggressively grow daily production by improving current asset performance and opportunistically acquiring onshore USA oil & gas assets with the following characteristics: producing conventional oil & gas wells; production that can be enhanced through low-cost field operations and workovers; leases which are held by production and which do not require ongoing drilling commitments; and economies of scale which can be achieved by acquiring and carrying out similar enhancement strategies on contiguous or nearby fields with similar characteristics.

DISCLAIMER

This announcement contains or may contain "forward looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21B of the Securities Exchange Act of 1934. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, goals, assumptions or future events or performance are not statements of historical fact and may be "forward looking statements." Forward looking statements are based on expectations, estimates and projections at the time the statements are made that involve a number of risks and uncertainties which could cause actual results or events to differ materially from those presently anticipated. Forward looking statements in this action may be identified through the use of words such as "expects", "will," "anticipates," "estimates," "believes," or statements indicating certain actions "may," "could," or "might" occur. Hydrocarbon production rates fluctuate over time due to reservoir pressures, depletion, down time for maintenance and other factors. The Company does not represent that quoted hydrocarbon production rates will continue indefinitely.

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

Fremont Petroleum Corporation Ltd

ABN

98 114 198 471

Quarter ended ("current quarter")

31 March 2021

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (9 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	1,885	2,010
1.2 Payments for		
(a) exploration & evaluation (if expensed)	-	-
(b) development	-	-
(c) production	(1,150)	(1,410)
(d) staff costs	(282)	(524)
(e) administration and corporate costs	(335)	(577)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	18	(4)
1.9 Net cash from / (used in) operating activities	136	(505)
2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) entities		
(b) tenements	-	(1,418)
(c) property, plant and equipment	(74)	(74)
(d) exploration & evaluation (if capitalised)	(366)	(615)
(e) investments		
(f) other non-current assets		

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities		
	(b) tenements		
	(c) property, plant and equipment		
	(d) investments		
	(e) other non-current assets		
2.3	Cash flows from loans to other entities	(123)	(123)
2.4	Dividends received (see note 3)		
2.5	Other (MHP cash acquired)	3,047	2,968
2.6	Net cash from / (used in) investing activities	2,484	738

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	3,132
3.2	Proceeds from issue of convertible debt securities		
3.3	Proceeds from exercise of options	10	10
3.4	Transaction costs related to issues of equity securities or convertible debt securities	(37)	(210)
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings		
3.8	Dividends paid		
3.9	Other (share applications in advance)	-	-
3.10	Net cash from / (used in) financing activities	(27)	2,932

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	1,635	1,294
4.2	Net cash from / (used in) operating activities (item 1.9 above)	136	(505)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	2,484	738
4.4	Net cash from / (used in) financing activities (item 3.10 above)	(27)	2,932

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	287	56
4.6	Cash and cash equivalents at end of period	4,515	4,515

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	4,515	1,635
5.2	Call deposits		
5.3	Bank overdrafts		
5.4	Other (provide details)		
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	4,515	1,635

6. Payments to related parties of the entity and their associates

- 6.1 Aggregate amount of payments to related parties and their associates included in item 1 - Directors fees paid in quarter
- 6.2 Aggregate amount of payments to related parties and their associates included in item 2

**Current quarter
\$A'000**

-

-

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments

7. Financing facilities

Note: the term "facility" includes all forms of financing arrangements available to the entity.

Add notes as necessary for an understanding of the sources of finance available to the entity.

	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1 Loan facilities	-	-
7.2 Credit standby arrangements	300	-
7.3 Other (please specify)	-	-
7.4 Total financing facilities	300	-

7.5 Unused financing facilities available at quarter end

300

7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

Unsecured Finance facility of \$300,000 from a private lender at 10% interest, facility available until 31 March 2022.

8. Estimated cash available for future operating activities

\$A'000

8.1 Net cash from / (used in) operating activities (Item 1.9)	136
8.2 Capitalised exploration & evaluation (Item 2.1(d))	(366)
8.3 Total relevant outgoings (Item 8.1 + Item 8.2)	(230)
8.4 Cash and cash equivalents at quarter end (Item 4.6)	4,515
8.5 Unused finance facilities available at quarter end (Item 7.5)	300
8.6 Total available funding (Item 8.4 + Item 8.5)	4,815
8.7 Estimated quarters of funding available (Item 8.6 divided by Item 8.3)	20.9

8.8 If Item 8.7 is less than 2 quarters, please provide answers to the following questions:

1. Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: n/a

2. Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: n/a

3. Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: n/a

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 21 April 2021

Authorised by: .By the Board.....
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.