



GAS2GRID LIMITED
A.B.N. 46 112 138 780
INTERIM REPORT
31 DECEMBER 2022

GAS2GRID Limited ABN 46 112 138 780
Interim Report – 31 December 2022

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This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2022 and any public announcements made by Gas2Grid Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

Directors

David A Munns - Chairman
Dennis J Morton - Managing Director
Patrick W V M Sam Yue - Executive Director

Company Secretary

Patrick W V M Sam Yue

Registered Office

Suite 22 Level 5
58 Pitt Street

Sydney NSW 2000

Telephone: 61 2 9241 1927

Email: office@gas2grid.com

Share Registry

Next Registries

Level 16

1 Market Street

Sydney NSW 2000

Telephone: 61 2 9251 1700

Facsimile: 61 2 9251 7138

Email: mail@nextregistries.com.au

Website

www.gas2grid.com

Home Stock Exchange

ASX Limited
Exchange Centre
20 Bridge St
Sydney NSW 2000

ASX Code: GGX

Solicitors

Piper Alderman
Level 23, Governor Macquarie
Tower
1 Farrer Place
Sydney NSW 2000

Auditors

Stantons
Level 2, 40 Kings Park Road
West Perth WA 6005

OPERATIONS REVIEW

PHILIPPINES

Service Contract 44 (100% working interest), Onshore Cebu

The Company completed an arbitration application for submission to the International Chamber of Commerce (“**ICC**”) with respect to the termination of Service Contract 44 (“**SC 44**”) by the Department of Energy (“**DOE**”) in June, 2021 on grounds disputed by the Company and as provided for in the Service Contract. The selection of an Arbitrator to be nominated by the Company has been in process.

SC 44 was unlawfully terminated by the previous Philippines Government during a period of Government imposed Covid-19 sanctions. These sanctions legally forced the Company to stop its active drilling operations that were underway at that time with the Nuevo Malolos-1 Deepening, a Force Majeure event as defined under SC 44.

Philippines national elections were held in 2022. The Company’s Manila based lawyers discussed the unjust cancellation of SC 44 with the newly appointed Energy Secretary and his DOE administration. Based on those discussions the Company will now apply for a new Service Contract with an aim to continue evaluation of the Malolos Oil Field and areas attractive exploration targets originally within SC 44. A new SC, if granted, will provide for a new 7 year initial term.

New Ventures

The Company has been in discussions for new projects with local companies active in the oil and gas industry in the Philippines. The approach is to contribute use of the Company’s drilling rig for operations and in return acquire equity in those projects, without cash contributions.

FRANCE

Legal Claim on unlawful non-renewal by the French Government of ST. GRIEDE (100% workinginterest), Onshore Aquitaine Basin

In early January 2020, the Company lodged at the Pau Tribunal, France, a claim of €34.35 million (approximately A\$55 million at current exchange rate) for compensation against the French Government. This claim is in respect to the damages caused by the French Government in refusing, unlawfully as ruled by the French Courts, to renew the St Griede conventional hydrocarbon exploration permit in accordance with the then prevailing mining law. The non-renewal of the permit prevented the Company continuing exploration with the aim to eventual exploitation of oil and gas to achieve a return on exploration work incurred since the grant of the permit.

The Tribunal had set the 29th June, 2022 for a hearing to be conducted. A few days before the hearing date the Tribunal delayed the scheduled hearing to a future date to be advised. In December 2022, the Company has made a submission to the Tribunal requesting advice for the new hearing date and is awaiting a response.

AUSTRALIA

New Ventures

The Company continues to review new ventures in eastern Australia with a focus on the Cooper and Bowen-Surat Basins in South Australia and Queensland. The Company considers that there are numerous high quality exploration opportunities potentially the subject of farmin or sale or new State Government Gazettal.

During the period, the Company has been presented with several oil and gas exploration opportunities by title holders and has conducted technical exploration work consisting of interpretation of available seismic data and well data, reviewing regional setting, in some cases exhaustive technical assessment from first principles and where applicable commercial development economics. The opportunities included participation in an oil production licence in Queensland and gas exploration drilling in Western Australia however, these opportunities were deemed unsuitable for the Company.

An agreement entered in April 2022 with Santos QNT Pty Ltd ("STO"), a subsidiary of Santos Limited, to acquire under joint venture terms 60% participating interest in each of two of STO's licences in the Cooper Basin, Queensland, ATP 1063 and ATP 1174 was terminated in September 2022 because the agreed commitments cannot be met within the time frames associated with the licences without an approved extension by the Government.

ASX LISTING RULE 12.1 COMPLIANCE

In March 2023, the Australian Securities Exchange ("ASX") has advised the Company that in their opinion the Company's level of operations are not of a level sufficient to satisfy the requirements of Listing Rule 12.1 which provides that the level of an entity's operations must, in ASX's opinion, be sufficient to warrant the continued quotation of the entity's securities and its continued listing.

ASX has afforded the Company until 1 September 2023 to demonstrate to ASX that it is or has become compliant with Listing Rule 12.1. If the Company does not demonstrate compliance with this rule to ASX's satisfaction, ASX intends to suspend the Company's securities from official quotation.

In the Company's opinion a recommencement of operations in Philippines should assist in a positive outcome when the ASX next assess the level of Company operations.

EXTERNAL FACTORS AND MATERIAL RISKS ON OPERATIONS

Key risks to which the Group is exposed in its current business and operations are summarised as follows:

- *Key personnel:* The Group's ability to execute its activities depends in retention of key team members to implement the business plan. There has been no disruption in personnel availability during the period for the Group's activities.
- *Changes in global economic and geopolitical conditions:* The Group's business is dependent on economic conditions including inflation, interest rates, consumer confidence, access to funds and government fiscal, monetary and regulatory policies. During the period, the Group has not experienced adverse impacts on its operations as a result of changes in economic and geopolitical conditions.
- *Health and safety:* The Group's operations expose its personnel and contractors to health and safety risks inherent in oil and gas exploration that could subject the Group to extensive liability under health and safety laws and regulations. During the period, there has been no adverse event in that respect.

- *Climatic*: Adverse climatic conditions e.g. rain, floods, typhoons and earthquakes during the period have not affected the Group's activities.
- *Information technology and cyber security*: The Group's information technology systems are protected by security measures but unauthorised third party access to these systems for theft of information or disruption of the operations could adversely impact business performance. There has been no event of security breaches during the period.
- *Risks of foreign operations and litigation*: The Group invests in France and the Philippines where there may be risks arising out of foreign governmental sovereignty and in being subject to the exclusive jurisdiction of foreign courts in addition to risks usually present in Australian operations. The Group has been progressing financial claims in the French courts against the French Government with respect to their not renewing the St Griede permit in disregard to local mining law. The Group has also prepared for arbitration proceedings at the International Chamber of Commerce against the Philippines Government for wrongfully cancelling the Service Contract 44 during the Covid-19 pandemic. During the period, the costs of those disputes have been contained and manageable with existing cash resources.
- *Changes in law and their applications in practice, including tax laws and accounting standards*: Any changes to taxation laws, regulations or policies in jurisdictions in which the Group operates may adversely affect Shareholder returns. Any changes to the Australian Accounting Standards, as determined by the Australian Accounting Standards Board, may affect the future measurement and recognition of key income statement and balance sheet items. Such changes could materially and adversely affect the financial performance and position reported in the Company's financial statements.

The recent introduction of price caps on natural gas by the Australian Federal Government has an adverse effect on the risk profile of gas exploration and production industry in Australia.

COMPETENT PERSON

The information on oil and gas projects in this report has been compiled by Dennis Morton, Managing Director of Gas2Grid Limited, who graduated with First Class Honours in Geology (Macquarie University) and has over 40 years' experience in the oil and gas industry.

FORWARD-LOOKING STATEMENT

This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning planned exploration program and other statements that are not historical facts. When used in this document, the words such as "could", "plan", "estimate", "expect", "intend", "may", "potential", "should" and similar expressions are forward-looking statements. Although Gas2Grid Limited believes that its expectations reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that actual results will be consistent with these forward-looking statements.

Directors' report

Your Directors present their report on the consolidated entity consisting of Gas2Grid Limited and the entity it controlled at the end of, or during the half-year ended 31 December 2022.

Directors

The following persons were Directors of Gas2Grid Limited during the half-year and up to the date of this report:

D A Munns
D J Morton
P W V M Sam Yue

Operating Results

The operating loss of the Group for the half-year ended 31 December 2022 was \$461,029 (2021: loss \$361,311).

Review of Operations

A review of operations for the half-year ended 31 December 2022 is set out on pages 2 to 4.

Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under s307C of the Corporations Act 2001 is included on page 11 of this financial report and forms part of this Directors' Report.

Signed in accordance with a resolution of the Directors.



Dennis J. Morton
Managing Director
Sydney

15 March 2023



PO Box 1908
West Perth WA 6872
Australia

Level 2, 40 Kings Park Road
West Perth WA 6005
Australia

Tel: +61 8 9481 3188
Fax: +61 8 9321 1204

ABN: 84 144 581 519
www.stantons.com.au

15 March 2023

Board of Directors
Gas2Grid Limited
World Tower
Suite 1312
87-89 Liverpool Street
Sydney NSW 2000

Dear Sirs

RE: GAS2GRID LIMITED

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Gas2Grid Limited.

As Audit Director for the review of the financial statements of Gas2Grid Limited for the half-year ended 31 December 2022, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Yours faithfully

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(An Authorised Audit Company)

Samir Tirodkar
Director



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Gas2Grid Limited
Consolidated statement of profit or loss and other comprehensive income
for the half-year ended 31 December 2022

	Note	Half-year	
		2022	2021
		\$	\$
Interest and other income		3,097	104
Administration expense		(45,337)	(80,085)
Auditor's remuneration		(13,795)	(11,864)
Depreciation	9	(6,515)	(3,857)
Directors and management fees		(150,500)	(120,500)
Finance costs		(963)	-
Foreign exchange losses		(28,848)	(5,383)
Impairment of exploration and evaluation expenditure	11	(20,000)	-
Insurance costs		(7,017)	(13,565)
Licences extension costs		(43,153)	(15,537)
Listing and registry fees		(41,867)	(56,061)
Loss on financial liabilities at amortised cost	7	(71,239)	-
Projects costs reversal/(expense)		34,509	(45,000)
Reduction in fair value gain on extinguishment of liabilities		(62,837)	-
Rental expenses		(6,564)	(9,563)
Loss before income tax		(461,029)	(361,311)
Income tax expense		-	-
Loss from continuing operations		(461,029)	(361,311)
Other comprehensive income		-	-
Other comprehensive income for the half-year, net of tax			
Total comprehensive loss for the half-year		(461,029)	(361,311)
Loss for the half-year attributable to the owners of Gas2Grid Limited		(461,029)	(361,311)
Total comprehensive loss for the half-year attributable to owners of Gas2Grid Limited		(461,029)	(361,311)
		Cents	Cents
Loss per share from continuing operations attributable to the ordinary equity holders of the Company:			
Basic and diluted loss per share		(0.01)	(0.01)

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

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Gas2Grid Limited
Consolidated statement of financial position
as at 31 December 2022

	Note	31 DECEMBER 2022 \$	30 JUNE 2022 \$
ASSETS			
Current assets			
Cash and cash equivalents		982,538	1,578,285
Other assets	8	21,829	10,771
Total current assets		<u>1,004,367</u>	<u>1,589,056</u>
Non-current assets			
Right of use assets	9	24,758	-
Other assets	8	10,089	-
Total non-current assets		<u>34,847</u>	<u>-</u>
Total assets		<u>1,039,214</u>	<u>1,589,056</u>
LIABILITIES			
Current liabilities			
Trade and other payables		661,328	882,585
Lease liabilities	10	15,463	-
Provisions	11	839,800	796,500
Total current liabilities		<u>1,516,591</u>	<u>1,679,085</u>
Non-current liabilities			
Trade and other payables	12	3,606,107	3,560,880
Lease liabilities	10	9,825	-
Borrowings	13	1,268,429	1,249,800
Total non-current liabilities		<u>4,884,361</u>	<u>4,810,680</u>
Total liabilities		<u>6,400,952</u>	<u>6,489,765</u>
Net liabilities		<u>(5,361,738)</u>	<u>(4,900,709)</u>
EQUITY			
Contributed equity	14	38,943,696	38,943,696
Reserves		319,802	319,802
Accumulated losses		(44,625,236)	(44,164,207)
Total deficit		<u>(5,361,738)</u>	<u>(4,900,709)</u>

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

Gas2Grid Limited
Consolidated statement of changes in equity
for the half-year ended 31 December 2022

	Contributed Equity	Accumulated Losses	Reserves	Total Equity
	\$	\$	\$	\$
As at 1 July 2021	34,782,400	(46,089,349)	319,802	(10,987,147)
Total comprehensive loss for the half-year	-	(361,311)	-	(361,311)
Transactions with owners in their capacity as owners:				
Contribution of equity, net of transaction costs	6,128,912	-	-	6,128,912
As at 31 December 2021	<u>40,911,312</u>	<u>(46,450,660)</u>	<u>319,802</u>	<u>(5,219,546)</u>
As at 1 July 2022	38,943,696	(44,164,207)	319,802	(4,900,709)
Total comprehensive loss for the half-year	-	(461,029)	-	(461,029)
Transactions with owners in their capacity as owners:				
Contribution of equity, net of transaction costs	-	-	-	-
As at 31 December 2022	<u>38,943,696</u>	<u>(44,625,236)</u>	<u>319,802</u>	<u>(5,361,738)</u>

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

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Gas2Grid Limited
Consolidated statement of cash flows
for the half-year ended 31 December 2022

	Half-year	
	31 December 2022	31 December 2021
	\$	\$
Cash flows from operating activities		
Interest received	3,097	104
Payments to suppliers and employees	(412,265)	(479,575)
Net cash (outflow) from operating activities	(409,168)	(479,471)
 Cash flows from financing activities		
Proceeds from issue of shares	-	158,805
Share transaction costs	(152,317)	(128,939)
Payments for lease liabilities	(33,970)	-
Net cash (outflow)/inflow from financing activities	(186,287)	29,866
 Net (decrease) in cash and cash equivalents	(595,455)	(449,605)
Cash and cash equivalents at the beginning of the half-year	1,578,285	2,293,420
Effects of exchange rate changes on cash and cash equivalents	(292)	(266)
Cash and cash equivalents at the end of the half-year	982,538	1,843,549

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

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1. Nature of operations

Gas2Grid Limited and subsidiaries' (the Group) principal continuing activities consisted of pursuing new venture opportunities in Australia, the financial claim against the French Government for the non-renewal of its licence in France and remedies on the cancellation of SC 44 by the Philippines Government.

2. General information and basis of preparation

The condensed interim consolidated financial statements ('the interim financial statements') of the Group are for the six months ended 31 December 2022 and are presented in Australian Dollar, which is the functional currency of the Parent Company (Gas2Grid Limited). These general purpose interim financial statements have been prepared in accordance with the requirements of the Corporations Act 2001 and AASB 134: *Interim Financial Reporting*. They do not include all of the information required in annual financial statements in accordance with Australian Accounting Standards, and should be read in conjunction with the consolidated financial statements of the Group for the year ended 30 June 2022 and any other public announcements made by the Group during the half-year in accordance with continuous disclosure requirements arising under the Australian Securities Exchange Listing Rules and the *Corporations Act 2001*.

The interim financial statements have been approved and authorised for issue by the Board of Directors on 15 March 2023.

3. Significant accounting policies

The same accounting policies and methods of computation have been followed in this interim report as were applied in the most recent annual financial statements.

The Group has adopted all of the new and amended Accounting Standards and Interpretations that are relevant to its operations and effective for annual reporting periods beginning on or after 1 July 2022.

It has been determined that there has been no material impact of the new and revised Accounting Standards and Interpretations on its business.

The Group has not early adopted new Accounting Standards and Interpretations that are not yet mandatory in this reporting period. No significant impact on the Group's financial performance or position is expected when they are adopted.

4. Significant events

Significant events during the period are set out in the Operations Review on pages 2 to 4.

5. Estimates

When preparing the interim financial statements, management undertakes a number of judgements, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

The judgements, estimates and assumptions applied in the interim financial statements, including the key sources of estimation uncertainty were the same as those applied in the Group's last annual financial statements for the year ended 30 June 2022.

6. Going concern – material uncertainty

The consolidated financial statements of the Group have been prepared on a going concern basis, which indicates continuity of business activities and the realisation of assets and settlement of liabilities in the normal course of business.

At 31 December 2022 the Group had net liabilities of \$5,361,738 (30 June 2022: net liabilities \$4,900,709), including \$1,268,429 (30 June 2022: \$1,249,800) in Directors' loans at amortised cost and \$3,606,107 (30 June 2022: \$3,560,880) in Directors' fees and accrued finance charges at amortised cost that fall due for repayment on 16 April 2024, with net working capital deficiency of \$512,224 (30 June 2022: deficiency \$90,029). The Group has made a loss of \$461,029 (31 December 2021: loss \$361,311) for the half-year ended 31 December 2022.

To undertake exploration and appraisal activities in new ventures in Australia, seek remedies in Philippines following the termination of SC 44 by DOE and protect the investment made in the St Griede permit in France while the Group has no revenue producing assets, the Group requires regular injection of funds.

The continuing ability of the Group to continue as a going concern and to undertake exploration activities and repay Directors' loans, outstanding fees and interest and other liabilities is dependent upon acquisition of new oil and gas interests and their successful development and exploitation, positive outcome from the claim against the French Government; obtaining remedies in Philippines with respect to the termination of SC 44 and new equity capital that may be raised.

As a result of these matters, there is a material uncertainty related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business and at the amounts stated in the financial report.

At the date of this report, the Directors are of the opinion that there are reasonable grounds to expect that the Group will be able to continue as a going concern. In arriving at this conclusion, the Directors considered the following:

- The expiry date of the loan facilities from related entities of Directors (D Morton, D Munns and P Sam Yue) is 16 April 2024. The undrawn amount on these facilities is \$3,599,851 at 31 December 2022 and is able to be drawn upon in the short term.
- The Directors' fees and management fees may be negotiated to be deferred and not paid in cash by the Group.
- If required, management will negotiate to extend the maturity terms of the loan facilities and the fees to the Directors beyond the current maturity date on 16 April 2024.
- Undertaking further capital raisings.

At this time, the Directors are of the opinion that no asset is likely to be realised for an amount less than the amount at which it is recorded in the financial report at 31 December 2022. Accordingly, no adjustments have been made to the financial report relating to the recoverability and classification of the asset carrying amounts or the amounts and classification of liabilities that might be necessary should the Group not continue as a going concern.

Gas2Grid Limited
Condensed notes to the financial statements
For the half-year ended 31 December 2022
(continued)

	31 December 2022	31 December 2021
	\$	\$
7. Loss on financial liabilities at amortised cost		
Loss on non-current trade and other payables (see Note 12)	52,710	-
Loss on non-current borrowings (see Note 13)	18,629	-
	71,239	-
	31 December 2022	30 June 2022
	\$	\$
8. Other assets		
Current		
Prepayments	21,829	10,771
Non-current		
Prepayments	10,089	-
9. Right of use assets		
Office lease		
Cost at beginning of period/year	-	44,859
Addition during the period/year	31,273	-
	31,273	44,859
Depreciation at beginning of period/year		41,121
Depreciation charge for period/year	6,515	3,738
Depreciation at end of period/year	6,515	44,859
Carrying amount at end of period/year	24,758	-
10. Lease liabilities		
Current		
Office lease	15,463	-
Non-current		
Office lease	9,825	-
The lease liabilities are accounted for under AASB 16 – Leases.		
11. Provisions – Current		
Provision for rehabilitation	220,000	200,000
Provision for refund of penalties received	619,800	596,500
	839,800	796,500

The provision for rehabilitation of exploration areas relates to three wells in SC 44 that remain to be plugged and abandoned. During the half-year, this provision for rehabilitation was increased by \$20,000 and the amount recognised as an impairment of exploration and evaluation expenditure.

The provision for refund of penalties received is for €383,500 received in August 2018 by the Company

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Gas2Grid Limited
Condensed notes to the financial statements
For the half-year ended 31 December 2022
(continued)

from the French Government following a Pau Tribunal judgement on 5 July 2018. The judgement was subsequently annulled in December 2020 by the Court of Appeal of Bordeaux following an appeal by the French Government in September 2018 after they have paid the penalties. In June 2021, the

Company lodged an appeal with the Conseil d'Etat which, in September 2022, declined the appeal for a full hearing. The Company has considered it prudent to keep the existing provision for this amount in Euros made in prior year and revalued at reporting dates until the Company's lawyers advise on further action that can be undertaken.

12. Trade and other payables – Non-current

Fees payable to Directors (including GST)	1,056,184	1,063,567
Accrued interest on fees payable to Directors	285,814	285,814
Accrued interest on loans from Directors	2,253,389	2,253,389
Accrued establishment fees on Directors' loans	482,500	482,500
	<u>4,077,887</u>	<u>4,085,270</u>
Less: Gain on non-current trade and other payables at amortised cost	<u>(471,780)</u>	<u>(524,390)</u>
	<u>3,606,107</u>	<u>3,560,880</u>

At 31 December 2022, Directors and their related entities had agreed for the amounts owing to them at balance date to be settled on 16 April 2024 or earlier at the Company's option. Effective from 1 July 2021, the non-current trade and other payables are non-interest bearing.

The movement in the gain on non-current trade and other receivables at amortised cost during the half-year was a loss of \$52,610 (see Note 7).

13. Borrowings

Non-current

Loans from Directors' related entities	1,434,375	1,434,375
Less: Gain on borrowings at amortised cost	<u>(165,946)</u>	<u>(184,575)</u>
	<u>1,268,429</u>	<u>1,249,800</u>

The expiry date of the unsecured loan facilities from Directors' related entities totalling \$5,034,226 (30 June 2022: \$5,034,226) at balance date is 16 April 2024. Effective from 1 July 2021, the loans under the facilities are non-interest bearing.

The movement in the gain on borrowings at amortised cost during the half-year was a loss of \$18,629 (see Note 7).

14. Contributed equity

	Number shares	\$
At beginning and end of period	<u>4,089,102,078</u>	<u>38,943,696</u>

At balance date there were 19,000,000 (30 June 2022: 31,000,000) shares issued under EIP with non-recourse loans outstanding on these shares of \$124,000 (30 June 2022: \$220,000). In December 2022 EIP loan of \$96,000 on 12,000,000 EIP shares which expired were not repaid and the shares were transferred to the Company's Treasury Stock.

In February 2023, EIP loans of \$28,000 which had expired on 7,000,000 EIP shares were not repaid and the shares were transferred to the Company's Treasury Stock.

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15. Segment information

The Group operates an exploration business performing geological and geophysical studies, exploratory drilling of wells and seismic surveys in the Philippines currently suspended while resolving service contract issues with the Government and is pursuing a legal claim in France. The Group manages these activities from its head office in Sydney, Australia, a branch office in Manila, Philippines and an office in Singapore.

	Revenue		Segment Results		Segment Assets		Segment Liabilities	
	2022 \$	2021 \$	2022 \$	2021 \$	31 Dec 2022 \$	30 Jun 2022 \$	31 Dec 2022 \$	30 Jun 2022 \$
Australia	2,913	104	(398,060)	(345,774)	1,014,526	1,574,417	5,035,794	5,173,752
France	-	-	-	-	-	-	619,800	596,500
Philippines	184	--	(62,969)	(15,537)	24,688	14,639	745,360	719,513
Consolidated	3,097	104	(461,029)	(361,311)	1,039,214	1,589,056	6,400,954	6,489,765

16. Contingent liabilities

The Group did not have any contingent liabilities as at 31 December 2022.

17. Events occurring after the reporting period

There has not arisen in the interval since 31 December 2022 and up to the date of this report, any matter that, in the opinion of the Directors, has significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years other than the following:

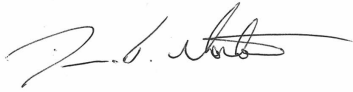
- In March 2023, the Australian Securities Exchange (“ASX”) has advised the Company that in their opinion the Company’s level of operations are not of a level sufficient to satisfy the requirements of ASX Listing Rule 12.1 and has afforded the Company until 1 September 2023 to demonstrate to ASX that it is or has become compliant with Listing Rule 12.1, otherwise ASX intends to suspend the Company’s securities from official quotation. In the Company’s opinion a recommencement of operations in Philippines should assist in a positive outcome when ASX assess the level of operation of the Company.

Gas2Grid Limited
Directors Declaration
For the half-year ended 31 December 2022

In the Directors' opinion:

- (a) the interim financial statements and notes set out on pages 7 to 15 are in accordance with the *Corporations Act 2001*, including:
- (i) complying with Accounting Standard AASB 134: Interim Financial Reporting;
 - (ii) giving a true and fair view of the consolidated entity's financial position as at 31 December 2022 and of its performance, for the half-year ended on that date; and
- (b) there are reasonable grounds to believe that Gas2Grid Limited will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Directors.



Dennis J. Morton
Director

Sydney
Date: 15 March 2023

**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF
GAS2GRID LIMITED****Report on the Half-Year Financial Report****Conclusion**

We have reviewed the half-year financial report of Gas2Grid Limited, which comprises the consolidated statement of financial position as at 31 December 2022, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, condensed notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of Gas2Grid Limited does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of Gas2Grid Limited's financial position as at 31 December 2022 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001* has been given to the directors of the Company on 15 March 2023.

Material Uncertainty Related to Going Concern

We draw attention to Note 6 in the financial report, which indicates that the Group had current assets of \$1,004,367 including total cash of \$982,538, current liabilities of \$1,516,591, non-current liabilities of \$4,884,361 and has incurred a net loss of \$461,029 in the period ended 31 December 2022.

The ability of Gas2Grid Limited to continue as a going concern is subject to the company being able to draw down and/or extend loan facilities, defer directors' and management fees and/or a successfully recapitalise Gas2Grid Limited by raising new capital. In the event that the Board is not successful in recapitalising the Group and in raising further funds and/or extending and or drawing down loan facilities, Gas2Grid Limited

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may not be able to pay its debts as and when they become due and may be required to realise its assets and discharge its liabilities other than in the normal course of business, and at amounts different to those stated in the financial report. Our conclusion is not modified in respect of this matter.

Responsibility of the Directors for the Financial Report

The directors of Gas2Grid Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Company's financial position as at 31 December 2022 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(An Authorised Audit Company)

A handwritten signature in black ink, appearing to read "Samir Tirodkar", written over a faint, larger signature that reads "Stantons International Audit and Consulting Pty Ltd".

Samir Tirodkar
Director

West Perth, Western Australia
15 March 2023

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