



A.C.N. 004 247 214

Lakes Oil N.L.

**ASX
Announcement
and Media
Release
31 January
2019**

Quarterly Activities Report

For the three months ended
31 December 2018



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Lakes Oil NL is a no-liability company incorporated in Australia. Unless otherwise stated references to 'Lakes Oil' or "the company" or "the Group" refer to Lakes Oil NL and its controlled entities as a whole. Lakes Oil operates a web site which Directors encourage you to access for the most recent company information.

CORPORATE ACTIVITIES:

Annual General Meeting and Board Composition

- The Company held its annual General Meeting in Melbourne on 13 November 2018.
- Mr William Stubbs retired from his role as a Non-Executive Director at the conclusion of the Annual General Meeting.

Takeover of Rawson Oil & Gas Limited

- When the Company's offer to takeover Rawson Oil and Gas Limited closed on 24 September 2018, the Company's relevant interest in Rawson was 89.82%.
- Following application by the Company, on 7 November 2018 the Australian Stock Exchange (ASX) gave approval for removal of Rawson from the Official List of the ASX. The delisting process was completed on 18 January 2019, with Rawson removed from the Official List following close of business that day.
- In advance of Rawson's removal from the Official List, Rawson implemented a share buy-back scheme to assist holders of unmarketable parcels of Rawson shares (that is, a parcel with value below \$500) with disposal of their holdings. Cancellation of the shares that have been bought back will result in the Company's relevant interest in Rawson being increased to more than 90%.
- The Company intends to proceed with compulsory acquisition of all outstanding Rawson shares, with Rawson becoming a wholly owned subsidiary.

Victorian Onshore Exploration Ban

- The Victorian Government's unprecedented and unsubstantiated ban on all onshore petroleum exploration activity remains in place. The ban is legislatively scheduled to expire at mid-2020, following which conventional exploration activity should again be allowed to proceed.

Legal Proceedings

- In June 2017, following enacting of the Fracking Ban Act by the Victorian Government, the amended legal proceedings that it already had underway against the Victorian Government to take account of the provisions of that Act. In essence, the Company asserted that the Petroleum Act 1998 (as amended by the Fracking Ban Act) does not empower Government to refuse to allow exploration companies to fulfil existing obligations and commitments under exploration authorities. Rather, the Petroleum Act specifically provides that existing obligations and commitments are not subject to the moratorium.
- Subsequently, in August 2017 and again in November 2017, the Victorian Department of Economic Development, Jobs, Transport and Resources (**Department**), which has responsibility for oversight of the Petroleum Act, wrote to the Company advising that it proposed to make unilateral changes to the conditions of the Company's authorities. In the Company's view the purpose of the Department's proposed changes was for an improper purpose (to circumvent legislation) and the changes were therefore illegal.
- The legal proceedings were heard in the Victorian Supreme Court on 14-15 March 2018 before Justice Macaulay. The Company was represented by Alan Sullivan, QC.
- Justice Macaulay handed down his Judgement on 21 September 2018. While the Judgement confirmed that the Department's purported changes to the conditions of the Company's authorities were not valid, it was otherwise not in the Company's favour.

- The Company has received advice that there are serious flaws in the Judgement handed down by Justice Macaulay. The Judgement has not dealt with and has incorrectly applied the law in respect of key aspects of Lakes Oil's case. In consideration of this advice, on 5 November 2018 the Company lodged an Appeal against part of the Judgement.
- It is anticipated the Appeal will be ready for hearing by early March 2019.
- While the Appeal proceedings are progressed, the Company will focus on pursuit of its South Australian, Queensland and PNG opportunities, as outlined within the following sections.

GeoVic Reporting of Well Status

- On two occasions, on or around 27 April 2018 and 8 May 2018, the Victorian Department of Economic Development, Jobs, Transport and Resources (the Department) made changes to its online Earth Resources – GeoVic mapping facility. Specifically, and without consulting or advising the Company, the Department changed the published status of the Company's Wombat and Trifon gas wells to either "other" or "plugged and abandoned".
- The actual status of the wells is unchanged from what has been historically reported, that is:
 - Wombat-1: gas well with minor oil shows, cased and perforated, shut-in pending further work.
 - Wombat-2: gas well, cased and perforated, shut-in pending further work.
 - Wombat-3: gas well with minor oil shows, cased and perforated, shut-in pending further work.
 - Wombat-4: gas well with minor oil shows, cased and suspended, shut-in pending further work.
 - Trifon-2: gas well, cased and perforated, shut-in pending further work.
- The Company made an inquiry with the Department seeking an explanation of the changes of well status. The Department advised that translation of detailed well descriptions in the petroleum well database to the limited library of symbols used for the online mapping maybe causing representation and interpretation issues. Since the status of all of the Company's wells has, until the Department's recent changes, been accurately reported, the Department's advice seems implausible.
- The Company has repeatedly sought, but not yet received, further clarification from the Department and has offered to assist the Department with gaining an understanding of technical aspects of the petroleum industry and reporting conventions.

Sale of Land

- A Company owned parcel of land near Seaspray is on offer for sale.

Capital Raising

- On 17 December the Company completed a placement of 350,000,000 shares to professional and sophisticated investors at an issue price of \$0.001 (0.1 cent) per share, raising \$350,000.
- On 19 December 2018 the Company announced it would proceed with a non-renounceable entitlement issue of 1 new share for each 5 shares held in the Company. The issue price of each new share is \$0.001 (0.1 cent). The entitlement offer opened on 2 January 2019 with a Record Date of 27 December 2018 and a scheduled Closing Date of 1 February 2019.
- On 29 January 2019, following numerous instances of shareholders not receiving offer documentation or personalised Entitlement and Acceptance Forms, the Company announced that the Offer Closing Date would be extended to 8 February 2019.

- The Company considers that the entitlement issue of shares affords shareholders an opportunity for increased participation in the Nangwarry prospect, onshore in the South Australian portion of the Otway Basin.

EXPLORATION ACTIVITIES:

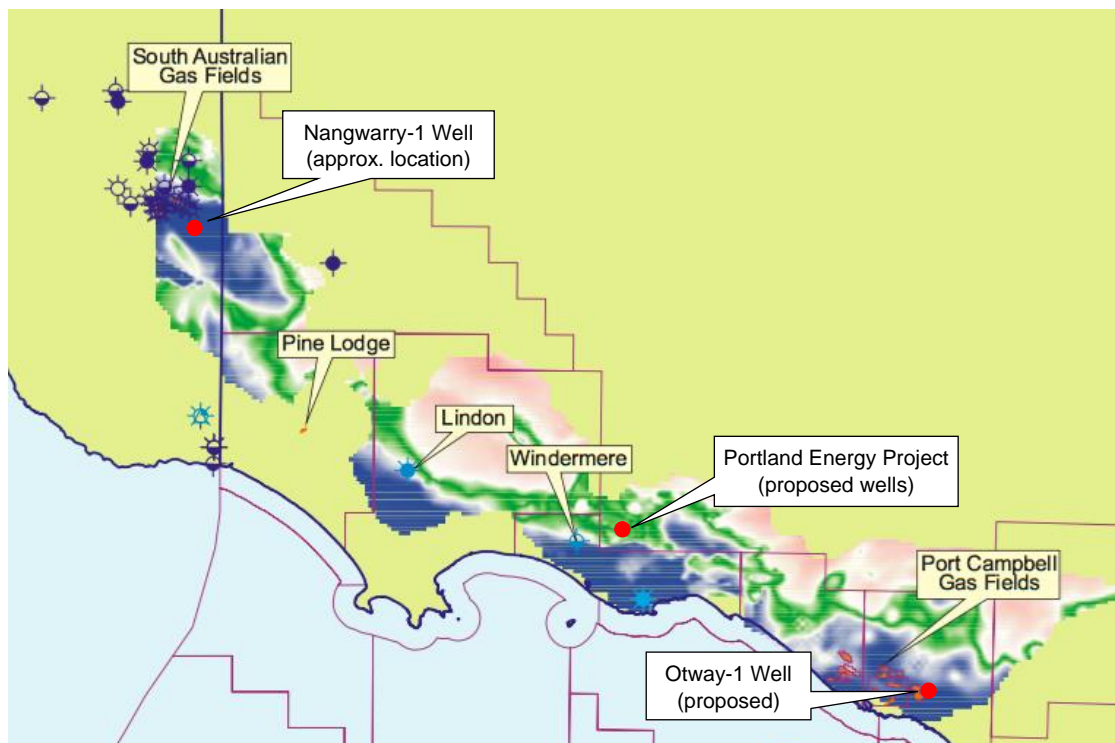
South Australia

PEL 155 Nangwarry Prospect (Lakes Oil: 50% interest)
 PEL 154 (Lakes Oil: 100% interest)

- Through its acquisition of Rason Oil & Gas Limited the Company has secured an interest in South Australian acreage including the Nangwarry Prospect, to be drilled in 2019.
- The Nangwarry-1 well is 8 km away from the Haselgrove-3 well, drilled by Beach Energy Ltd in late 2017, which encountered gas in the Pretty Hill and Sawpit Sandstones and flowed gas from the Sawpit Sandstones at a rate (constrained by tubing size) of 25 million cubic feet per day. The Nangwarry-1 well is a 50:50 joint venture between Rawson and Vintage Energy Ltd, with \$4.95m of the cost of drilling the well to be funded by a Petroleum Accelerated Exploration (**PACE**) grant from the South Australian Government. The Unrisked Prospective Resource Best Estimate¹ of the potential of the Nangwarry prospect is 28.5 Bcf (net to the Company) with recent seismic reprocessing indicating considerable potential upside to this resource. The Company’s share of the cost of drilling the 4,300-metre depth Nangwarry-1 well is estimated at \$5.0m, after allowing for the PACE grant.
- In addition to the resource potential of the Nangwarry-1 well, the well will serve to further demonstrate the prospectivity of the Company’s Victorian acreage. As illustrated in Figure 1, the Astral 1 petroleum system (essentially the Crayfish Subgroup, including the Pretty Hill and Sawpit Sandstones) extends across much of the onshore Otway Basin, with the best potential for gas production being in proximity to the green shaded areas of peak hydrocarbon generation. The Company’s western Victorian exploration targets the same formations as those to be drilled at Nangwarry.

Figure 1: Extent of Astral 1 Petroleum System²

(with green shading representing areas of peak hydrocarbon generation)



¹ Source: Rawson Media Release dated 24 May 2018.

² Source: Figure 10 of VIMP Report 90 (“A Technical Assessment of the Yet-to-find Hydrocarbon Resource Inventory, Offshore and Onshore Otway Basin, Victoria, Australia”, GeoScience Victoria, June 2007).

Onshore Victoria

PEPs 163, 167 and 175, Otway Basin (Lakes Oil: Operator, 100% interest)

PEP 169, Otway Basin (Lakes Oil: 49% interest)

PRL 2, Gippsland Basin (Lakes Oil: Operator, varying interest across permit - subject to reserved rights)

PRL 3, Gippsland Basin (Lakes Oil: Operator, 100% interest)

PEP 166, Gippsland Basin (Lakes Oil: Operator; 75% interest)

- In view of the Victorian Government's onshore exploration ban there was no new exploration activity within Victoria during the current Quarter.
- Information regarding the Company's proposed future Victorian exploration drilling activity is set out below:
 - Portland Energy Project (Petroleum Exploration Permit 175)

The proposed Greenslopes-2 and Portland Energy-1 gas wells are proof-of-concept wells, deigned to confirm the conventional gas production potential of the Eumeralla Formation and the underlying Crayfish Subgroup within a 'Focus Area' on the southwestern corner of Petroleum Exploration Permit 175, as depicted in Figure 2.

To date, 14 wells have been historically drilled without incident in the Focus Area region and, without exception, the Eumeralla Formation was shown to contain gas. Historically, this gas was of no interest since the search at the time was for oil. There was no market for gas, nor was there infrastructure through which it could be delivered.

An indication of the significant potential of the Focus Area can be gleaned from work undertaken by SRK Consulting on behalf of Lakes Oil. In May 2015 SRK used available information (essentially historic well logs and seismic data) to estimate the recoverable resources of gas within the Focus Area. SRK concluded (at a 50% confidence level) that there may be 8.3 Tcf of gas recoverable from the Eumeralla Formation and 3.2 Tcf recoverable from deeper Formations. *(Source of estimate: SRK Consulting (Australasia) Pty Ltd, as reproduced on page 29 of "Independent Specialist Report on the petroleum assets of Navgas Pty Ltd and Lakes Oil NL", SRK Consulting (Australasia) Pty Ltd, made public in December 2016. The Company is not aware of any new information or data that materially affects the information included in the relevant market announcement and confirms that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons)*

Figure 2: Location of Focus Area Within PEP 175



- Otway-1 Gas Well (Petroleum Exploration Permit 169)

The Otway-1 gas well is a conventional, vertical well targeting both the Waarre Sandstone and the Eumeralla Formation. The well will be located about 400 metres from the existing Iona gas storage field and associated facilities, as shown in Figure 3. The well was first proposed in 2013, at which time all regulatory and access requirements were fully satisfied (as advised in writing by the Victorian Department of Economic Development, Jobs, Transport and Resources).

The Waarre Sandstone is very productive, with gas flow rates up to 50 TJ/d having previously been achieved at other nearby locations. The Waarre Sandstone is the basis of historic gas production at the Iona gas field which is now utilised as a gas storage reservoir.

The Eumeralla Formation is known to contain gas and has previously, at the Skull Creek-1 well location (nearby to Otway-1), flowed gas at a rate of 7.5 TJ/d.

Figure 3: Location of Otway-1 Gas Well



- Wombat-5 Gas Well (Petroleum Retention Lease 2)

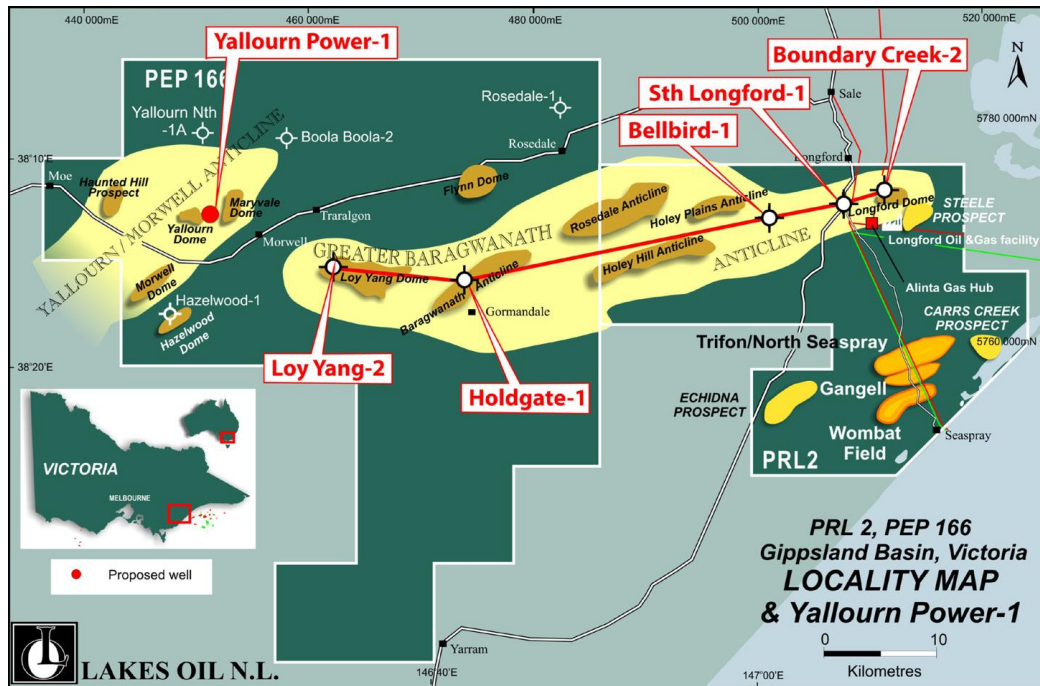
The Wombat-5 well is a conventional, lateral well that will target the upper, permeable section of the Strzelecki Formation. The well, which will cost around \$4.5m, has an independently estimated gas production potential of around 10 TJ/d. The well was first proposed in 2012, at which time all regulatory and access requirements were fully satisfied (as advised in writing by the Victorian Department of Economic Development, Jobs, Transport and Resources).

The independently estimated contingent recoverable gas resource of the Wombat and adjoining Trifon-Gangell gas fields is 329 PJ and 390 PJ, respectively, at the 50% probability level. (Source of estimate: Gafney, Cline and Associates, as reproduced on pages 24-25 of "Independent Specialist Report on the petroleum assets of Navgas Pty Ltd and Lakes Oil NL", SRK Consulting (Australasia) Pty Ltd, made public in December 2016. The Company is not aware of any new information or data that materially affects the information included in the relevant market announcement and confirms that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The estimated quantities of petroleum that may potentially be recovered by the application of

a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons).

The Company envisages an integrated approach to development of the Wombat and Trifon-Gangell gas fields. Sales gas production would initially be from the Wombat gas field with the Trifon-Gangell gas field developed to support steady gas sales over a 20-year period. On this basis the estimated conventional sales gas potential of the fields is at least 20 PJ/a.

Figure 4: Location of Wombat and Trifon-Gangell Gas Fields



Near-shore Victoria (Gippsland Basin)

VIC/P43(V) and VIC/P44(V) (Lakes Oil: Operator, 100% interest)

- For cost efficiency reasons it is desirable that work within these permit areas be coordinated with onshore activity.
- In view of the Victorian Government's onshore exploration ban there was no new exploration activity within Victoria during the current Quarter.

Queensland, Eromanga Basin

ATPs 642P and 662P (Lakes Oil: Operator, 100% interest)

- Lakes Oil is seeking a joint venture partner for pursuit of its western Queensland opportunities.

Queensland, Roma Shelf Project

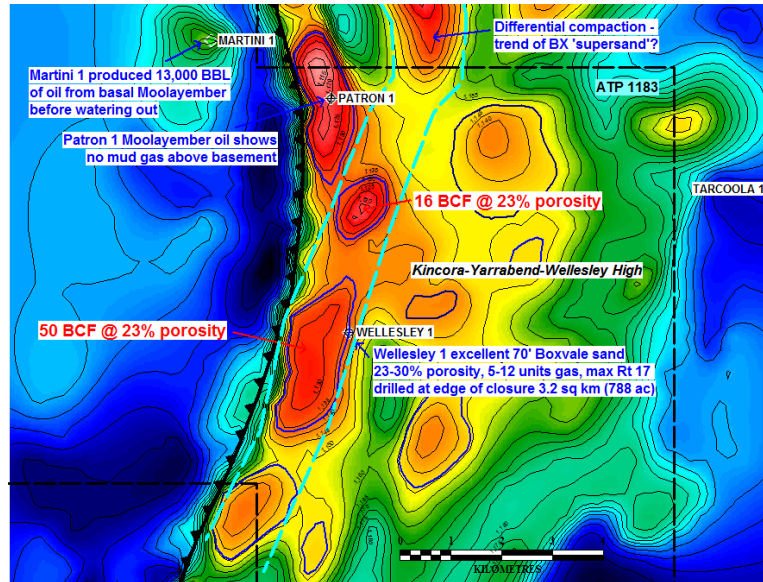
ATP 1183 (Lakes Oil: Operator, 100% interest)

- ATP 1183 is highly prospective for oil, gas and condensate discoveries, and is within close proximity of established production facilities and infrastructure. The tenement area itself surrounds the Riverslea Oil Field and Major Gas/Condensate Field.
- Since acquiring ATP 1183 the Company has undertaken extensive review of exploration prospects within the permit area. A number of compelling opportunities have been assessed in detail and the Company is now progressing planning and approvals for an exploration well drilling campaign. Given the proximity of ATP 1183 to existing oil and gas production infrastructure, any discoveries within the permit area can be brought on line quickly to provide cashflow to support ongoing Company operations.

- The key exploration prospects that the Company proposes to drill are:
 - Wellesley Dome

The Wellesley Dome is a fault bound, three way dip closure approximately 4.4km² in area, lying on the Kincora-Yarrabend-Wellesley High to the south of the productive Kincora Gas Field.

Figure 5: Wellesley Dome



A well (Wellesley-1) drilled by BHP in 1979 intersected in excess of 20 metres of thick clean Boxvale Sand. Although the well had fair gas shows and good porosity (average 28%) it was at the time not considered to be of commercial interest. Apart from the Wellesley-1 well, the extensive Wellesley Dome prospect is underexplored. With modern production techniques and at prevailing gas prices, the Company considers the Wellesley Dome to be a compelling exploration opportunity.

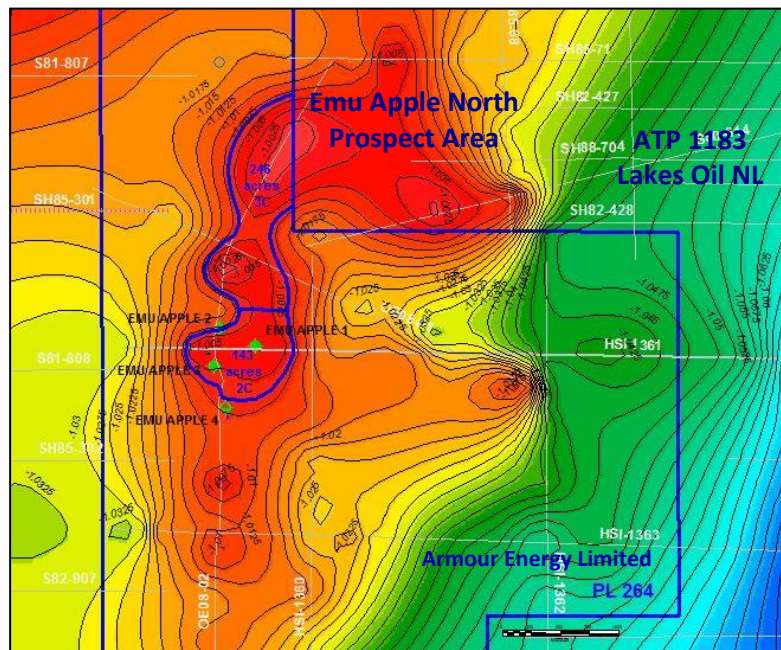
The Company proposes to drill an exploration well approximately 880 metres southwest of Wellesley-1 to a depth of around 1,650 metres, with preparatory work (notably, development of land access arrangements) presently under way.

The Wellesley Dome has a prospective gas resource of 41 BCF (*This is a best estimate prepared on a deterministic basis. It is sourced from page 17 of "Independent Specialist Report on the petroleum assets of Navgas Pty Ltd and Lakes Oil NL", SRK Consulting (Australasia) Pty Ltd, made public in December 2016. The Company is not aware of any new information or data that materially affects the information included in the relevant market announcement and confirms that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.*)

- Emu Apple North

The Emu Apple North prospect comprises the northern extension of the Emu Apple oilfield, an oilfield recently brought back into commercial production by Armour Energy Limited.

Figure 6: Emu Apple North Prospect



The prospect is a broad, low relief, anticlinal structure separated by a small saddle from the main Emu Apple Field. The entire Emu Apple area has been charged with hydrocarbons from Permian source rocks to the southeast.

The Hutton Sandstone and Boxvale Sands, both of which are productive in the Emu Apple-3 well, are the main reservoir targets. The reservoir units will be intersected at shallow depths, between approximately 1350 and 1430 metres, which means drilling the Emu Apple North prospect will be low cost. The Company's proposed well location is readily accessible by existing road infrastructure and is close to Armour's Emu Apple production facilities (meaning any discovery can be quickly developed).

The Emu Apple North prospect covers an area of approximately 382 acres and is estimated to hold up to 3.4 million barrels of oil. *(This is a best estimate prepared on a deterministic basis. It is sourced from page 17 of "Independent Specialist Report on the petroleum assets of Navgas Pty Ltd and Lakes Oil NL", SRK Consulting (Australasia) Pty Ltd, made public in December 2016. The Company is not aware of any new information or data that materially affects the information included in the relevant market announcement and confirms that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons)* Initial oil production rates from existing Emu Apple wells were around 100 barrels per day, with Armour Energy's Emu Apple-3 well currently producing around 40 barrels per day.

- In addition to the prospects outlined above, the Company has also identified the following exploration opportunities:
 - Bendee Prospect

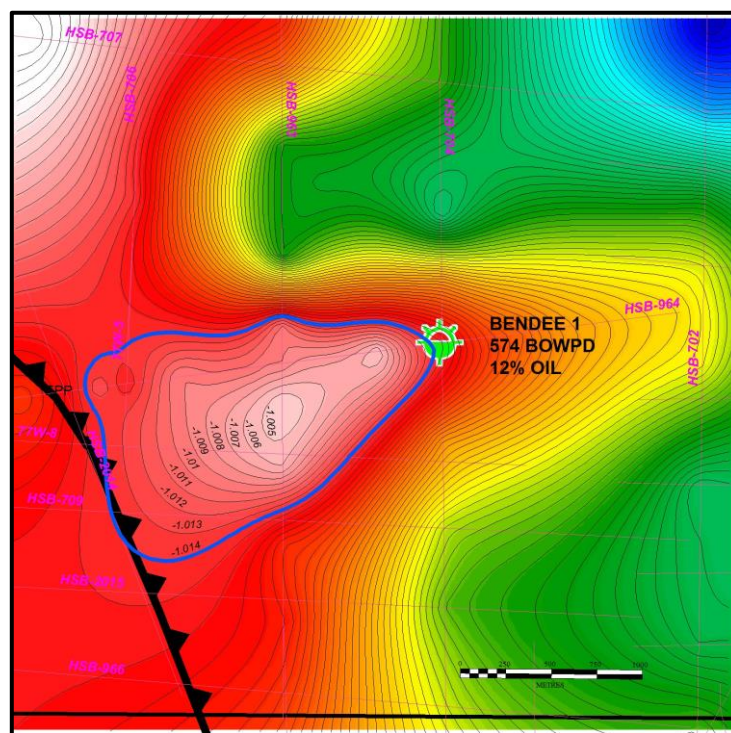
The Bendee Prospect is a four-way dip closure located just to the west of the producing Thomby Creek Oil Field. An historic (Bendee-1) well flowed oil and water to surface, demonstrating that the structure contains oil. However, using currently available data the

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Company has identified that the Bendee-1 well was drilled on the edge of closure, at the level of oil-water contact. Considerable up-dip potential exists.

The Bendee Prospect covers an area of approximately 2 square kilometres and could contain approximately 1 million barrels of oil. *(This is a best estimate prepared on a deterministic basis. It is sourced from page 17 of "Independent Specialist Report on the petroleum assets of Navgas Pty Ltd and Lakes Oil NL", SRK Consulting (Australasia) Pty Ltd, made public in December 2016. The Company is not aware of any new information or data that materially affects the information included in the relevant market announcement and confirms that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons)*

Figure 7: Bendee Prospect

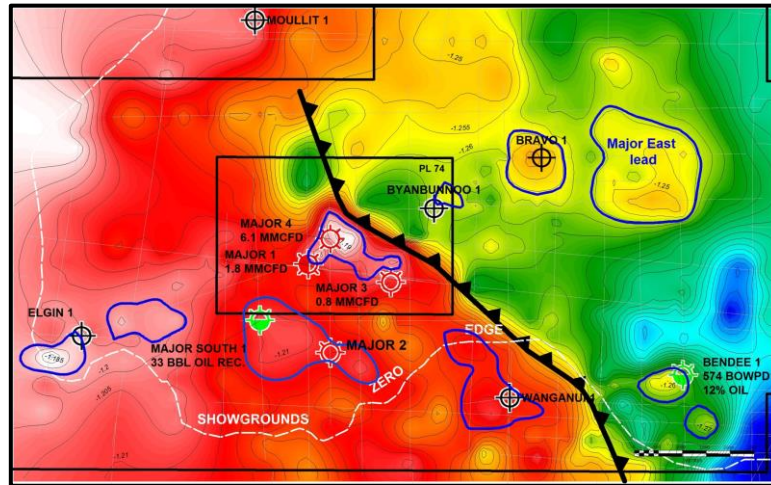


- Major East Lead

The Major East Lead is four way dip closure approximately 5km² in area, located to the east of the producing Major Gas Field.

The Major East Lead has a prospective gas resource of 13.8 BCF *(This is a best estimate, determined by Mr Peter Bubendorfer, Exploration Adviser to Navgas Pty Ltd, who is an AAPG member, qualified in accordance with the requirements of ASX Listing Rule 5.42, and who has consented to the use of the estimate in the form and context in which it appears in this report. The estimate was finalised on 3 February 2015 and was published on the ASX Announcements Platform by the Navgas Pty Ltd then owner Dark Horse Resources Limited (known at that time as Navaho Gold Limited). The Company is not aware of any new information or data that materially affects the information included in the relevant market announcement and confirms that all the material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons).*

Figure 8: Major East Lead

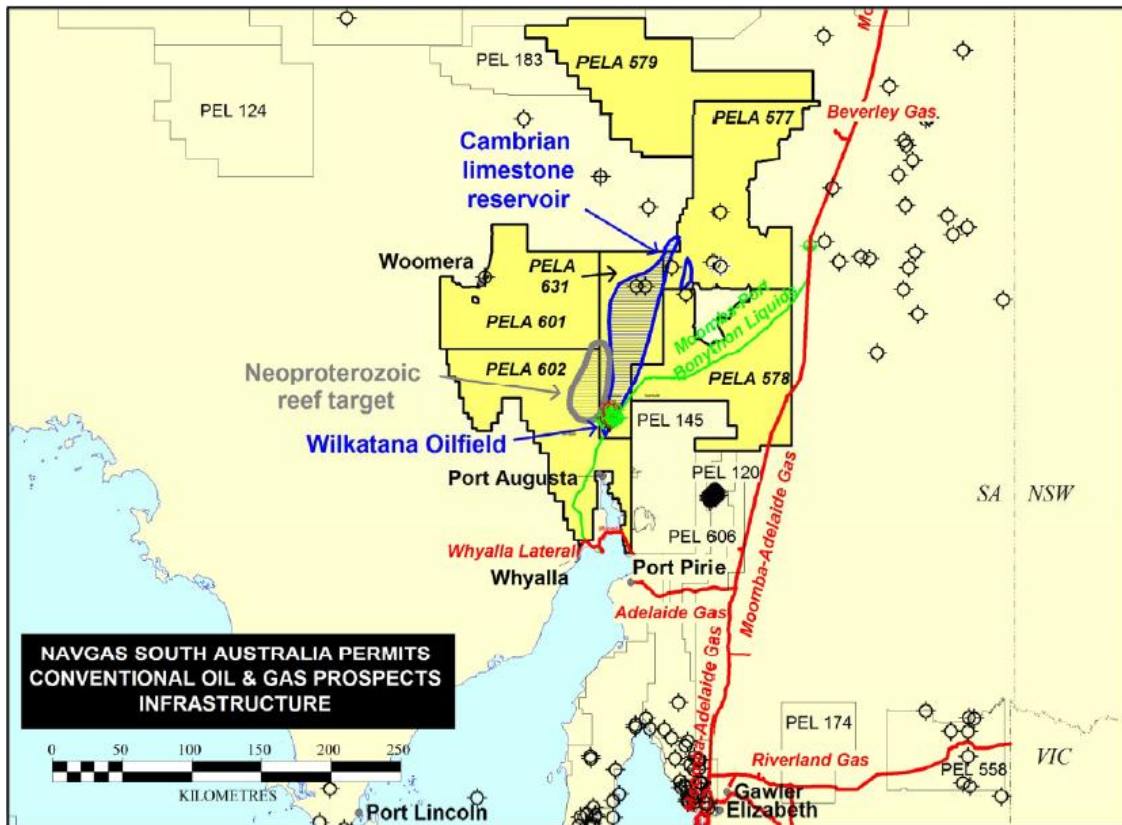


South Australia, Pirie Torrens Oil & Gas Project

PELAs (Lakes Oil: Operator, 100% interest)

- The Pirie Torrens Oil and Gas Project incorporates six Petroleum Exploration Licence Applications (PELAs) located in South Australia and covering approximately 53,000km² as outlined in Figure 9. Petroleum exploration activities in the general area first commenced in 1956, when Santos was established to drill for oil at Wilkatana. This work, and subsequent drilling by other companies, historically confirmed the presence of oil and gas across the area of interest.
- Lakes Oil proposes to review and reprocess historic data, including more recent seismic information gathered by Geoscience Australia, and to investigate potential for drilling of a stratigraphic corehole to further geological knowledge of the basin.
- Of particular near-term interest to the Company are:
 - the potential for oil production to the north of Wilkatana (in an area of closure, associated with the Torrens Hinge Zone, that can be identified on modern seismic data but which has not yet been drilled); and
 - the potential for production of gas from the Tindelpina Shale, which has been demonstrated to contain gas but has not been explored using modern techniques.

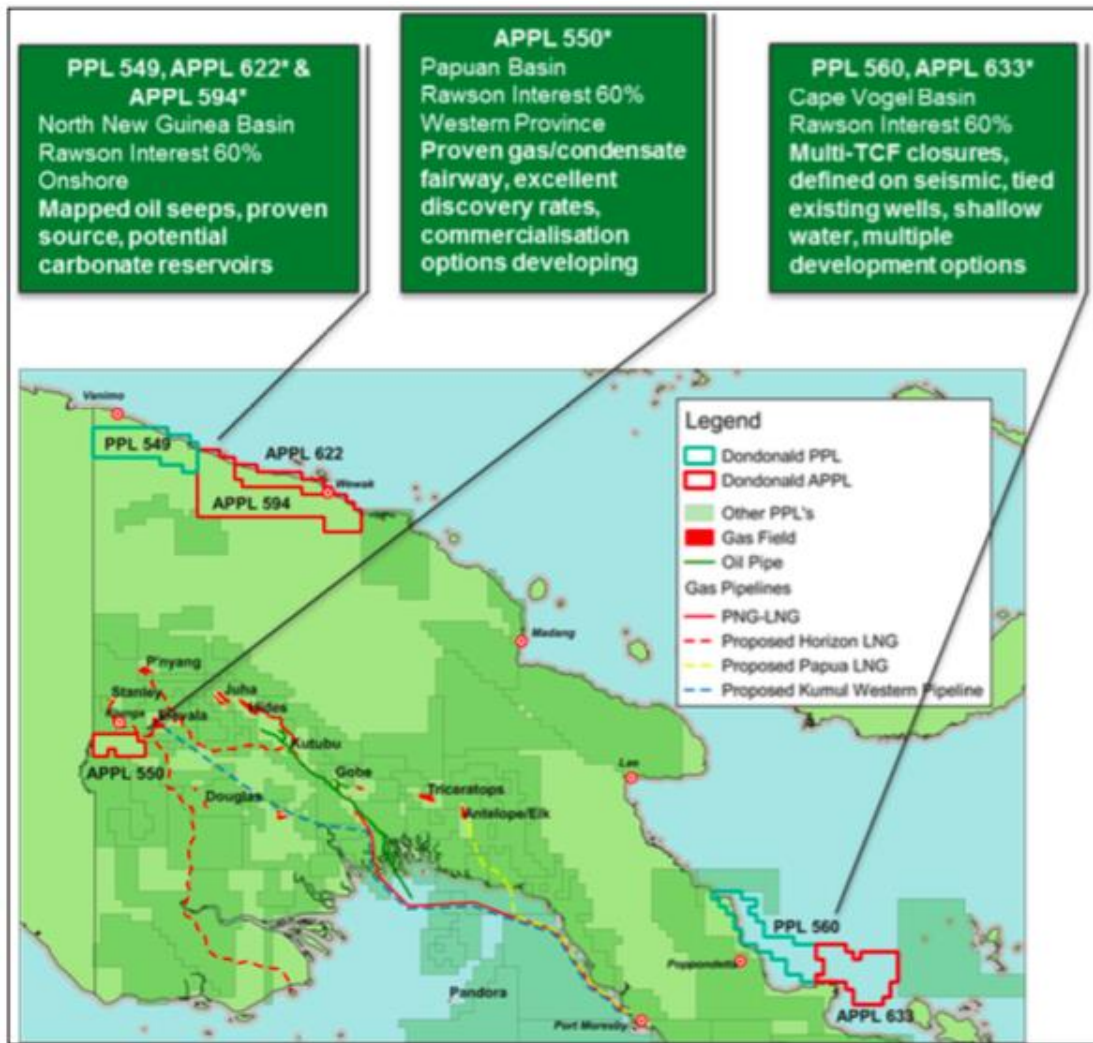
Figure 9: South Australian Licence Application Areas



Papua New Guinea

- Through its takeover of Rawson Oil & Gas Limited, the Company has acquired control of a portfolio of highly prospective exploration acreage in Papua New Guinea. One key tenement is Petroleum Prospecting Licence (PPL) 560, which contains the multi-trillion cubic feet Buna prospect.
- There is presently a disagreement between Rawson and the PNG Government regarding the validity of Rawson's ownership (held through a subsidiary) of PPL 560. On 20 February 2018 the PNG Minister for Petroleum & Energy served a Show Cause Notice on Rawson, giving Rawson 31 days to address the absence of a Security Bond that was required to be lodged in respect of PPL 560. On 6 March 2018 Rawson provided information to demonstrate that while it had forwarded the requisite funds to the Bank South Pacific Limited, the bank had failed to formalise the Bond. This was corrected on or prior to Rawson's 6 March 2018 response to the Minister, thereby resolving the Show Cause matter.
- Despite the matter having been corrected, on 23 April 2018 the Minister purported to cancel the permit. Rawson has appealed the decision and the Court has put a Restraining Order in place preventing the Minister from removing Rawson from PPL 560, and preventing the licence from being issued to any other party.
- The Company will continue the action that has been commenced by Rawson, to confirm the validity of Rawson's ownership of PPL 560, and will separately also seek to achieve a negotiated settlement.
- The Company is working on plans for expedited exploration and development of the PNG tenements, especially the Buna prospect, to be implemented as soon as the PPL 560 ownership matter is resolved.

Figure 10: PNG Interests



Eagle Prospect, Onshore California, USA

(Lakes Oil: 17.97% interest. Operator: Strata-X Inc.)

- The Eagle Prospect contains the Mary Bellochi-1 well, which was drilled in 1986 by Lakes and its joint venture partners, and flowed oil to surface for several weeks before withering out. Indications at the time were that failure of the well was the result of a mechanical problem, rather than oil ceasing to be present.
- The Company is seeking to dispose of its Eagle Prospect interest.

R K Sleeman

Roland Sleeman
Chief Executive Officer

Lakes Oil NL Tenement holding summary

Below is a listing of the tenements held by Lakes Oil NL as at 31 December 2018:

Joint operation or Permit name	Location (basin name)	Interest owned %	Interest acquired/farmin during the quarter	Interest disposed/farmout during the quarter
PEP 163	Otway	100	-	-
PEP 167	Otway	100	-	-
PEP 169	Otway	49	-	-
PEP 175	Otway	100	-	-
PRL 2-Overall Permit	Gippsland	100	-	-
PRL 2 - Trifon Field	Gippsland	57.50	-	-
PRL 3	Gippsland	100	-	-
PEP 166	Gippsland	75	-	-
VIC/P43(V)	Gippsland	100	-	-
VIC/P44(V)	Gippsland	100	-	-
ATP 642P	Eromanga/Cooper E	100	-	-
ATP 662P	Eromanga/Cooper E	100	-	-
ATP 1183	Surat/Bowen	100	-	-
Eagle Prospect	California USA	17.97	-	-
PELA 577*	Pirie Torrens, SA	100	-	-
PELA 578*	Pirie Torrens, SA	100	-	-
PELA 579*	Pirie Torrens, SA	100	-	-
PELA 601*	Pirie Torrens, SA	100	-	-
PELA 602*	Pirie Torrens, SA	100	-	-
PELA 631*	Pirie Torrens, SA	100	-	-
EL 5694	Pirie Torrens, SA	100	-	-
PEL 154	Otway	100**	-	-
PEL 155	Otway	50**	-	-
PPL 549	PNG	93**	-	-
PPL 560	PNG	93**	-	-
APPL 550*	PNG	93**	-	-
APPL594 *	PNG	93**	-	-
APPL 622 *	PNG	93**	-	-
APPL 633 *	PNG	93**	-	-

*Tenements in application phase only, remain subject to government approvals.

**Tenements acquired through the control gained over the acquisition of Rawson Oil & Gas Limited.

Cautionary statement

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Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/13, 01/09/16

Name of entity

LAKES OIL NL

ABN

62 004 247 214

Quarter ended ("current quarter")

31 December 2018

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 month's) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	3	3
1.2 Payments for		
(a) exploration & evaluation	(316)	(387)
(b) development	-	-
(c) production	-	-
(d) staff costs	(81)	(150)
(e) administration and corporate costs	(526)	(803)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	1	3
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Research and development refunds	-	-
1.8 Other (provide details if material)	-	-
1.9 Net cash from / (used in) operating activities	(919)	(1,334)
2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	-	-
(b) tenements (see item 10)	-	-
(c) investments	-	-
(d) other non-current assets	-	-

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Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 month's) \$A'000
2.2	Proceeds from the disposal of:		
	(a) property, plant and equipment	308	308
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (Bank guarantee)	-	(136)
2.6	Net cash from / (used in) investing activities	308	172
3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	350	350
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	-
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 (interest on borrowings)	-	-
3.10	Net cash from / (used in) financing activities	350	350
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	816	1,287
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(919)	(1,334)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	308	172
4.4	Net cash from / (used in) financing activities (item 3.10 above)	350	350

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 month's) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
	Cash acquired on acquisition*	-	80
4.6	Cash and cash equivalents at end of period	555	555

* The cash acquired on acquisition represents cash held by Rawson Oil & Gas Limited at 21 August 2018 being the date in which Lakes Oil NL gained control.

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	484	745
5.2	Call deposits	71	71
5.3	Bank overdrafts	-	-
5.4	Other (funds held on trust)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	555	816

6. Payments to directors of the entity and their associates

- 6.1 Aggregate amount of payments to these parties included in item 1.2
- 6.2 Aggregate amount of cash flow from loans to these parties included in item 2.3
- 6.3 Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2

**Current quarter
\$A'000**

12

-

Payments to directors and director related entities during the December 2018 quarter.

7. Payments to related entities of the entity and their associates

- 7.1 Aggregate amount of payments to these parties included in item 1.2
- 7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3
- 7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2

**Current quarter
\$A'000**

-

-

Nil

Mining exploration entity and oil and gas exploration entity quarterly report

8. Financing facilities available <i>Add notes as necessary for an understanding of the position</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
8.1 Loan facilities	-	-
8.2 Credit standby arrangements	-	-
8.3 Other (please specify)	-	-
8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.		
Nil		

9. Estimated cash outflows for next quarter	\$A'000
9.1 Exploration and evaluation	1,100
9.2 Development	-
9.3 Production	-
9.4 Staff costs	200
9.5 Administration and corporate costs	780
9.6 Other (provide details if material)	-
9.7 Total estimated cash outflows¹	2,080

¹On 19 December 2018 the Company announced a Non-Renounceable Entitlement Offer to raise up to \$6.1 million before costs. It is anticipated that these funds along with other possible capital raisings will be used to fund the Company's activities.

10. Changes in tenements (items 2.1(b) and 2.2(b) above)	Tenement reference and location	Nature of interest	Interest at beginning of quarter	Interest at end of quarter
10.1 Interests in mining tenements and petroleum tenements lapsed, relinquished or reduced	-	-	-	-
10.2 Interests in mining tenements and petroleum tenements acquired or increased	-	-	-	-

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.

Sign here:



Date: 31 January 2019

Company Secretary

Print name:

MELANIE LEYDIN

Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly 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 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.

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