

Doriemus

DORIEMUS PLC

Annual Report and Financial Statements

Year Ended 31 December 2018

Company Registered Number 03877125 (England and Wales)

ARBN 619 213 437

Doriemus PLC

Annual Report and financial statements
for the year ended 31 December 2018

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DORIEMUS PLC

COMPANY INFORMATION

DIRECTORS:	David Lenigas – Executive Chairman Donald Strang – Executive Director Greg Lee – Executive Director Hamish Harris – Non-executive Director
JOINT COMPANY SECRETARY:	Donald Strang & Julia Beckett
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REGISTERED NUMBER:	03877125 (England & Wales)
AUDITORS:	Chapman Davis LLP 2 Chapel Court London SE1 1HH
SOLICITORS:	Hill Dickinson LLP The Broadgate Tower 20 Primrose Street London EC2A 2EW
SHARE REGISTRY:	Computershare Investor Services Pty Limited 11/172 St Georges Terrace Perth WA 6000 Australia

DORIEMUS PLC
(“Doriemus” or “the Company”)
CHAIRMAN’S STATEMENT INCORPORATING THE STRATEGIC REPORT

The Company is pleased to present this Annual Report, together with the financial statements and annual corporate governance statement, on the Company (referred to hereafter as ‘Doriemus’) consisting of Doriemus Plc (referred to hereafter as the ‘company’ or ‘parent entity’) and the entities it controlled at the end of, or during, the full year ended 31 December 2018. (The Company acquired newly incorporated subsidiaries after the end of the reporting period.)

2018 focused on bringing our UK oil assets further along the production path with this work continuing in 2019. The end of the year saw the Company move into an exciting new phase as it agreed the terms of a binding term sheet with ASX Listed Rey Resources Limited which could see Doriemus being assigned a 50% in two separate projects in Western Australia together with being appointed operator.

The completion of these projects would see Doriemus moving from a mere minority interest holder to being a significant interest holder and operator of two assets in its own right.

Since year end, Doriemus has sold down a number of its UK assets to provide balance sheet strength to assist with the potential funding of these new Australian based ventures.

Horse Hill Oil Discovery, UK:

The Company currently owns a 4% interest in a special purpose company, HHDL, which is the operator and 65% interest holder in two Petroleum Exploration and Development Licences (“PEDL”) PEDL137 and PEDL246 in the northern Weald Basin between Gatwick Airport and London (having only recently disposed of 6% of its 10% interest as detailed further below). The PEDL137 licence covers 99.29 km² to the north of Gatwick Airport in Surrey and contains the Horse Hill-1 (“HH-1”) discovery well. PEDL246 covers an area of 43.58 km² and lies immediately adjacent and to the east of PEDL137.

2018 saw the beginning of definitive and successful flow testing of our Horse Hill oil discovery, near London’s Gatwick International Airport south of London. The Extended Well testing (EWT) on the Portland and Kimmeridge oil pools and is still ongoing as of the date of this report.

Despite disbelief from certain sections of the UK media that the Horse Hill-1 well (“HH-1”) would flow oil any at all, the discovery well has performed very well with the Operator (Horse Hill Developments Pty Limited) having now declared the Portland oil pool as commercial and the Kimmeridge oil pool testing has performed as per expectations.

As at 18 March 2019, the HH-1 discovery well EWT continues to flow Portland crude oil with no formation water produced to date. The Portland is producing at a stable restricted daily rate and this stabilised flow is a key component of the conceptual design and planning required to finalise the Portland field development plan and to the targeted establishment of permanent long-term Portland production by end 2019. HH-1 test production is planned to continue until the completion and testing of the new HH-2 Portland well.

As at 18 March 2019, HH-1 has produced:

- Over 35,000 barrels (“bbl”) aggregate Kimmeridge (40 API) and Portland oil (36 API) production to date.
- Over 25,000 bbl total Kimmeridge oil production.
- Over 10,000 bbl total Portland production to date, flow continues.
- 165 tankers of crude exported primarily to Perenco’s Hamble oil terminal.

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CHAIRMAN'S STATEMENT INCORPORATING THE STRATEGIC REPORT (continued)

Drilling of the HH-2 Portland and HH-1z Kimmeridge horizontal appraisal/production wells are targeted to start over the coming months.

The Portland's continued excellent production performance, particularly from a non-optimised vertical well, provides confidence that the previously reported 720-1,080 bopd horizontal well production targets are increasingly attainable. The recent rig-tender exercise also means Horse Hill remains on track to begin the first horizontals shortly, with long term production testing of both wells planned to follow directly afterwards. This programme puts the Horse Hill partners in a strong position to deliver real growth and positive cash flow in the near future.

Subsequent to the year end, the Company sold a total of 6% of its 10% interest in Horse Hill Developments Pty Limited to UK Oil & Gas Plc ("UKOG") for 129,629,630 UKOG shares, worth an estimated \$3.5 million (£2.1million) at the time of announcing the transaction, resulting in Doriemus retaining a 4% interest in HHDL.

Western Australian Onshore Block L15:

On 31 December 2018, Doriemus announced that it had signed a binding letter of intent with Rey Resources Limited (ASX: REY) to earn 50% (plus operatorship) over the 163 km² WA onshore block L15, which contains the fully permitted West Kora oil field. L15 is located only 20km east of Derby in Western Australia. Then on 5 March 2019, Doriemus announced that the Doriemus group had executed a farmout agreement with a wholly owned subsidiary of Rey Resources Limited (**L15 Farmout Agreement**).

The L15 Farmout Agreement confirms the terms on which the Doriemus group will, subject to fulfilling certain earning obligations, be assigned a 50% interest in the 163 km² WA onshore block L15 as well as be appointed the operator of the field pursuant to an agreed form Joint Operating Agreement which forms part of the Farmout Agreement and will become operational in conjunction with the assignment of the 50% interest.

Doriemus now plans to finalise the permits required with the Western Australian Government with the aim of recommencing oil production from Kora West.

Reserves associated with L15 are outlined in the Company's news release dated 31 December 2018.

The Company is conducting an independent revised reserve report and expects to publish this before 30 June 2019.

Western Australian Onshore Block EP 487:

On 31 December 2018, Doriemus announced it had signed a binding letter of intent with Rey Resources Limited (ASX: REY) to obtain a 50% interest (plus operatorship) over the 5,058 km² WA onshore petroleum exploration permit block EP 487. EP 487 is located only 30km ESE of Derby (Western Australia), and close to existing infrastructure.

Completion of the farmin was subject to Doriemus completing satisfactory due diligence, which has now been completed and the execution of formal documentation, which is currently being negotiated.

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CHAIRMAN'S STATEMENT INCORPORATING THE STRATEGIC REPORT (continued)

Brockham Oil Field, UK:

Doriemus holds a direct 10% interest Brockham, operated by a subsidiary of Angus Energy Plc (the "Operator"). The 8.9 km² Brockham oil field ("Brockham"), in the Weald Basin, is held under UK Production License 235 (PL 235).

The year-end finally also saw the permitting from the various UK Government authorities and the rig was mobilised at year end to perforate 200 metres of potential Kimmeridge pay in the BR-X4Z well at our adjacent Brockham oil field. This was perforated early in 2019. High pressure water ingress prognosed in an interval not expected from the initial well log assessment during the well testing and plans are now afoot to isolate the water zone over the coming months and then assess the well's oil production potential.

Lidsey Oil Field, UK:

Production at Lidsey oil field has been limited and therefore the Company recently decided to sell its interest in Lidsey to the field's operator (Angus Energy Plc) for an agreed amount to be settled by way of the issue of 8,324,024 Angus Energy shares. The transaction will close upon approval of the licence interest by the UK Oil and Gas Authority and was worth an estimated \$0.6 million (£467,377) at the time of announcing the transaction.

Isle of Wight, UK:

Doriemus has a 5% participating interest in a 200km² onshore Isle of Wight Petroleum Exploration and Development Licence (PEDL 331). The Operator is UK Oil & Gas Investments Plc.

On 23 January 2019 the Operator advised of its plans for the Isle of Wight PEDL 331's Arreton main oil discovery and Arreton South Exploration.

The Operator has advised that:

- during the Winter in the United Kingdom (i.e. December 2019 and January / February 2020) it aims to convert the the current estimate of contingent resources into proven and probable reserves via the drilling and long-term testing of an Arreton-3 ("A-3") appraisal well within the Arreton Main oil discovery; and
- an application to drill, core and test an A-3 pilot hole and horizontal wellbore is planned to be submitted to the Isle of Wight Council in the first quarter of 2019. Shortly afterwards, the Operator also intends to submit a further planning application to drill, core and test the geological look-alike Arreton South prospect with operations planned to follow A-3 testing.

Investment in Greenland Gas & Oil Plc (1.33% interest in GGO)

The Company has a small shareholding in the English registered company Greenland Gas and Oil Plc ("GGO"), which is an early stage oil and gas exploration company focused on acquiring oil and gas exploration assets in Greenland. The Company considers this to be a passive investment.

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CHAIRMAN'S STATEMENT INCORPORATING THE STRATEGIC REPORT (continued)

Corporate:

Results for the period:

Retained loss for the year to 31 December 2018 amounted to £1,745,000 (2017: £2,760,000 loss) which included a write off of capitalized exploration costs of £998,000(2017:nil); an impairment charge of £160,000 (2017: £nil); administrative costs of £656,000 (2017:£574,000); a share-based payment charge of £nil (2017: £1,683,000) and approximately £nil (2017: £504,000) of professional fees in relation to the Company's listing on the ASX.

Total revenue from oil production for the period was £43,000 (2017: £nil) and £90,000 (2017: £15,000) related to Oil Field expenses

Director Change:


Mr Glenn Whiddon resigned as a director on 30 July 2018.

Outlook:

2018 saw the Horse Hill interest continue to show its potential, with two production / appraisal wells planned shortly for Horse Hill discovery nearby London Gatwick Airport, together with other onshore activities at Brockham and Isle of Wight.

As for 2019, the completion of the L15 work programme and the execution of the documentation necessary to allow Doriemus to attempt to drill the Butler prospect on the EP487 licence will be the main focus for the Company as it moves forward and this should provide shareholders with a great deal of activity during 2019 and beyond.

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


David Lenigas
Executive Chairman
22 March 2019

DORIEMUS PLC

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2018

The Directors present their report together with the audited financial statements of the Company for the year ended 31 December 2018.

Principal activities and business review and future developments

The principal activity of the Company is to invest in and / or acquire companies and / or projects with clear growth potential, focusing on businesses that are available at attractive valuations and hold opportunities to unlock imbedded value, mainly focusing in the mining, and oil & gas sectors.

A review of the business and future developments is given in the Chairman's statement incorporating the strategic report, on pages 2-5.

Key Performance Indicators

Due to the current status of the Company, the Board has not identified any performance indicators as key.

Principal Risks and Uncertainties

The principal risks and uncertainties facing the Company involve the ability to secure funding in order to finance the acquisition and exploitation of oil and gas assets and fluctuating commodity prices.

In addition, the amount and quality of the Company's oil and gas resources and the related costs of extraction and production represent a significant risk to the Company.

Financial Risk Management Objectives and Policies

The Company's principal financial instruments are available for sale assets, trade receivables, trade payables and cash at bank. The main purpose of these financial instruments is to fund the Company's operations.

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

Liquidity Risk

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

Going Concern

The Directors note the losses that the Company has made for the year ended 31 December 2018. The Directors have prepared cash flow forecasts for the period ending 31 March 2020 which take account of the current cost and operational structure of the Company.

The cost structure of the Company comprises a high proportion of discretionary spend and therefore in the event that cash flows become constrained, costs can be quickly reduced to enable the Company to operate within its available funding.

These forecasts demonstrate that the Company has sufficient cash funds available to allow it to continue in business for a period of at least twelve months from the date of approval of these financial statements. Accordingly, the financial statements have been prepared on a going concern basis.

Results, dividends

The statement of comprehensive income shows the result for the year of £1,745,000 (loss) (2017: £2,760,000 loss). No dividends were paid in the current or prior years, and no dividends are proposed.

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REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

Events after the end of the reporting period

Events after the end of the reporting period have been fully detailed in Note 16 to the financial statements.

Directors' Remuneration and interests

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

All the directors below served during throughout the period unless otherwise stated:

David Lenigas
Donald Strang
Gregory Lee
Hamish Harris
Glenn Whiddon – resigned 30 July 2018

Each of the directors hold fully vested options over ordinary shares, Donald Strang, and David Lenigas each hold 3 million, and Gregory Lee, Hamish Harris, and Glenn Whiddon hold 1.5 million options (total options held by directors is 10,500,000), all of which are exercisable at 0.197p each up until 28 September 2022.

Substantial Shareholdings

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

Policy on Payment of Creditors

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

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

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REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

Statement of Directors' responsibilities

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

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

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

Website publication

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

Disclosure of information to Auditors


Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware; and
- the directors have taken all the steps that ought to have been taken as directors in order to be aware of any information needed by the Company's auditors in connection with preparing their report and to establish that the Company's auditors are aware of that information.

Independent Auditors

The auditors, Chapman Davis LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the Annual General Meeting.

By order of the Board



David Lenigas
Director
22 March 2019

DORIEMUS PLC

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DORIEMUS PLC

OPINION

We have audited the financial statements of Doriemus Plc (the 'Company') for the year ended 31 December 2018 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity, the statement of cash flows and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in the preparation of the company financial statements is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion:

- the financial statements give a true and fair view of the state of the Company's affairs as at 31 December 2018 and of the Company's losses for the year then ended;
- the Company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union;
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

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

CONCLUSIONS RELATING TO GOING CONCERN

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

KEY AUDIT MATTERS

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

We have determined the matters described below to be the key audit matters to be communicated in our report.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DORIEMUS PLC (continued)

CARRYING VALUE OIL & GAS PROPERTIES' ASSETS

The Company's oil & gas properties' assets ('O&G assets') represent the most significant asset on its statement of financial position totalling £1.27m as at 31 December 2018.

Management and the Board are required to ensure that only costs which meet the IFRS criteria of an asset and accord with the Company's accounting policy are capitalised within the O&G asset. In addition, in accordance with the requirements of IFRS 6 'Exploration for and Evaluation of Mineral Resources' ('IFRS 6') Management and the Board are required to assess whether there is any indication whether there are any indicators of impairment of the O&G assets.

Given the significance of the O&G assets on the Company's statement of financial position and the significant management judgement involved in the determination of the capitalisation of costs and the assessment of the carrying values of the O&G asset there is an increased risk of material misstatement.

How the Matter was addressed in the Audit

The procedures included, but were not limited to, assessing and evaluating management's assessment of whether any impairment indicators in accordance with IFRS 6 have been identified across the Company's exploration assets/projects, the indicators being:

- Expiring, or imminently expiring, licence and/or exploration rights;
- A lack of budgeted or planned exploration and evaluation spend on the licence areas; and
- Discontinuation of, or a plan to discontinue, exploration activities in the licence areas.
- Sufficient data exists to suggest carrying value of oil & gas exploration and evaluation assets is unlikely be recovered in full through successful development or sale.

In addition, we obtained the expenditure budget for the 2019/20 year(s) and assessed that there is reasonable forecasted expenditure to confirm continued exploration spend into the projects indicating that Management are committed to the assets/projects. We also reviewed the Operator's AIM & the Company's ASX announcements and Board meeting minutes for the year and subsequent to year end for exploration activity to identify any indicators of impairment.

We also assessed the disclosures included in the financial statements.

Our audit procedures in relation to these matters were designed in the context of our audit opinion as a whole. They were not designed to enable us to express an opinion on these matters individually and we express no such opinion.

MATERIALITY

In planning and performing our audit we applied the concept of materiality. An item is considered material if it could reasonably be expected to change the economic decisions of a user of the financial statements. We used the concept of materiality to both focus our testing and to evaluate the impact of misstatements identified. Based on professional judgement, we determined overall materiality for the financial statements as a whole to be £110,000, based on a 1.5% percentage consideration of the total assets and 10% consideration of an adjusted loss for the year.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DORIEMUS PLC (continued)

OTHER INFORMATION

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

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

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

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

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

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DORIEMUS PLC (continued)

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the Directors' responsibilities statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) or ISA IAASB will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

USE OF OUR REPORT

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



Keith Fulton
(Senior Statutory Auditor)
For and on behalf of Chapman Davis LLP, Statutory Auditor
London

Chapman Davis LLP is a limited liability partnership registered in England and Wales (with registered number OC306037).

Date: 22 March 2019

DORIEMUS PLC

FINANCIAL STATEMENTS

Statement of Comprehensive Income
for the year ended 31 December 2018

	Note	2018 £'000	2017 £'000
Revenue	2	43	-
Cost of sales		(90)	(15)
Gross (loss)		<u>(47)</u>	<u>(15)</u>
Administrative expenses		(656)	(574)
ASX Listing costs		-	(504)
Share based payment charge		-	(1,683)
Exploration costs written-off		(998)	-
Impairment charge		(160)	-
Depletion charge		<u>(3)</u>	<u>(5)</u>
(Loss) from operations	4	(1,864)	(2,781)
Loan Interest received		95	-
Realised gain on AFS investments		12	40
Unrealised gain/(loss) on AFS investments		<u>12</u>	<u>(19)</u>
(Loss) before income tax		(1,745)	(2,760)
Income tax expense	5	<u>-</u>	<u>-</u>
(Loss) attributable to the owners of the company and total comprehensive income for the year		<u>(1,745)</u>	<u>(2,760)</u>
Other comprehensive income			
Transfer to income statement on equity swap settlement		<u>-</u>	<u>-</u>
Other comprehensive income for the year net of taxation		<u>-</u>	<u>-</u>
Total comprehensive income for the period attributable to equity holders of the company		<u>(1,745)</u>	<u>(2,760)</u>
Earnings per share			
Basic earnings per share	6	(3.42p)	(7.39)p
Diluted earnings per share	6	<u>(3.42p)</u>	<u>(7.39)p</u>

The notes form an integral part of these financial statements.

DORIEMUS PLC

Statement of Changes in Equity
for the year ended 31 December 2018

	Share capital	Share premium	Share based payment reserve	Retained earnings / Accumulated losses	Total
	£'000	£'000	£'000	£'000	£'000
At 31 December 2016	125	5,221	241	(2,172)	3,415
Issue of share capital	77	2,728	-	-	2,865
Share issue costs	-	(275)	-	-	(275)
Share based payment charge	-	-	1,683	-	1,683
Share options cancelled	-	-	(207)	207	-
Transactions with owners	77	2,513	1,476	207	4,273
(Loss) for the year	-	-	-	(2,760)	(2,760)
Total comprehensive loss for the year	-	-	-	(2,760)	(2,760)
At 31 December 2017	202	7,734	1,717	(4,725)	4,928
Issue of Share capital	30	252	-	-	282
Share issue costs	-	-	-	-	-
Share options lapsed	-	-	(34)	34	-
Transactions with owners	30	252	(34)	34	282
(Loss) for the year	-	-	-	(1,745)	(1,745)
Total comprehensive loss for the year	-	-	-	(1,745)	(1,745)
At 31 December 2018	232	7,986	1,683	(6,436)	3,465

The notes form an integral part of these financial statements.

DORIEMUS PLC

**Statement of Financial Position
at 31 December 2018**

	Note	2018 £'000	2017 £'000
Assets			
Non-current assets			
Intangible assets	7	296	280
Oil & gas properties	8	1,274	2,222
Available for sale investments	9	941	1,012
		2,511	3,514
Current assets			
Trade and other receivables	10	1,340	753
Cash and cash equivalents		209	1,098
Total current assets		1,549	1,851
Total assets		4,060	5,365
Liabilities			
Current liabilities			
Trade and other payables	11	(595)	(437)
Total current liabilities		(595)	(437)
Total liabilities		(595)	(437)
Net assets		3,465	4,928
Equity attributable to owners of the parent			
Share capital	12	232	202
Share premium account		7,986	7,734
Share based payment reserve		1,683	1,717
Retained earnings		(6,436)	(4,725)
Total equity		3,465	4,928

The financial statements were approved by the Board of Directors and authorised for issue on 22 March 2019.

David Lenigas
Director


Donald Straig
Director

Company registered number 03877125

The notes form an integral part of these financial statements.

DORIEMUS PLC

Statement of Cash Flows
for the year ended 31 December 2018

	2018	2017
	£'000	£'000
Cash flows from operating activities		
(Loss) from operations	(1,864)	(2,781)
<i>Adjustments for:</i>		
Impairment charge	160	-
Exploration costs written-off	998	-
Depletion charge	3	5
Share based payment charge	-	1,683
Decrease in trade and other receivables	27	2
Increase in trade and other payables	158	176
Net cash (outflow) from operating activities	(518)	(915)
 Cash flows from investing activities		
Payments for intangible assets/OGP's	(229)	(1,156)
Loans advanced to related parties	(519)	(25)
Payments for AFS investments	-	(110)
Receipts on sale of AFS investments	95	177
Net cash used in investing activities	(653)	(1,114)
 Cash flows from financing activities		
Proceeds from Issuance of ordinary share capital	282	2,712
Share issue costs	-	(122)
Net cash generated in financing activities	282	2,590
 Net (decrease)/increase in cash and cash equivalents	(889)	561
 Cash, cash equivalents and bank overdrafts at beginning of year	1,098	537
 Cash and cash equivalents at the end of year	209	1,098
 <i>Cash and cash equivalents comprise:</i>		
Bank & cash available on demand	209	1,098

The notes form an integral part of these financial statements.

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018

1 Accounting policies

Background information

Doriemus plc is incorporated and domiciled in the jurisdiction of England and Wales. The address of Doriemus plc's registered office is Suite 3B, 38 Jermyn Street, London, SW1Y 6DN which is also the Company's principal place of business. Doriemus plc's shares in the form of CHESS Depository Interests are listed on the Australian Securities Exchange ("ASX"). The Company commenced trading on the ASX on 29 September 2017 and delisted from the NEX Exchange Growth Market on 1 March 2018.

These Financial Statements (the "Financial Statements") have been prepared and approved by the Directors on 22 March 2019 and signed on their behalf by Donald Strang and David Lenigas.

Basis of preparation

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

Going Concern

The Directors noted the losses that the Company has made for the Year Ended 31 December 2018. The Directors have prepared cash flow forecasts for the period ending 31 March 2020 which take account of the current cost and operational structure of the Company.

The cost structure of the Company comprises a high proportion of discretionary spend and therefore in the event that cash flows become constrained, costs can be quickly reduced to enable the Company to operate within its available funding.

These forecasts demonstrate that the Company has sufficient cash funds available to allow it to continue in business for a period of at least twelve months from the date of approval of these financial statements. Accordingly, the financial statements have been prepared on a going concern basis.

It is the prime responsibility of the Board to ensure the Company remains a going concern. At 31 December 2018, the Company had cash and cash equivalents of £209,000 and no borrowings. The Company has minimal contractual expenditure commitments and the Board considers the present funds sufficient to maintain the working capital of the Company for a period of at least 12 months from the date of signing the Annual Report and Financial Statements. For these reasons the Directors adopt the going concern basis in the preparation of the Financial Statements.

New standards, amendments and interpretations adopted by the Company

No new and/or revised Standards and Interpretations have been required to be adopted, and/or are applicable in the current year by/to the Company, as standards, amendments and interpretations which are effective for the financial year beginning on 1 January 2018 are not material to the Company.

DORIEMUS PLC

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

New standards, amendments and interpretations not yet adopted

At the date of authorisation of these financial statements, the following Standards and Interpretations which have not been applied in these financial statements, were in issue but not yet effective for the year presented:

- IFRS 16 in respect of Leases which will be effective for accounting periods beginning on or after 1 January 2019.
- IFRS 17 Insurance Contracts (effective date 1 January 2021).

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

Revenue

Revenue is generated from one main source of income currently. In the current year, revenue is being generated from the Company's Farm-in interests, on an accrued monthly basis, along with the associated costs.

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

Expenses

Expenses are recognised in the period when obligations are incurred and matched against when the related revenue is recognised.

Financial assets

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

Cash and cash equivalents

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

Trade and other receivables

These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables), but also incorporate other types of contractual monetary asset. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at cost, less provision for impairment, if appropriate.

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty or default or significant delay in payment) that the group will be unable to collect all of the amounts due under the terms receivable, the amount of such a provision being the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable. For trade receivables, which are reported net, such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses in the statement of comprehensive income. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

The company's loans and receivables comprise trade and other receivables and cash and cash equivalents in the statement of financial position, and also include amounts due from invested entities.

Financial liabilities

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

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

Share capital

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

Reserves

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

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

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

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

Intangible assets – Exploration of mineral resources

Acquired intangible assets, which consist of mining rights, are valued at cost less accumulated amortisation.

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

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

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

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

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

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

Oil and gas properties and other property, plant and equipment

(i) Initial recognition

Oil and gas properties and other property, plant and equipment are stated at cost, less accumulated depreciation and accumulated impairment losses.

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

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

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

(ii) Depreciation/amortisation

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

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

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

(ii) Major maintenance, inspection and repairs

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

Provision for rehabilitation / Decommissioning Liability

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

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

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

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

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

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

Significant accounting judgements, estimates and assumptions

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

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

(i) Judgements

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

(a) Contingencies

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

(ii) Estimates and assumptions

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

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

(a) Hydrocarbon reserve and resource estimates

Hydrocarbon reserves are estimates of the amount of hydrocarbons that can be economically and legally extracted from the Company's oil and gas properties. The Company estimates its commercial reserves and resources based on information compiled by appropriately qualified persons relating to the geological and technical data on the size, depth, shape and grade of the hydrocarbon body and suitable production techniques and recovery rates. Commercial reserves are determined using estimates of oil and gas in place, recovery factors and future commodity prices, the latter having an impact on the total amount of recoverable reserves and the proportion of the gross reserves which are attributable to the host government under the terms of the Production-Sharing Agreements. Future development costs are estimated using assumptions as to the number of wells required to produce the commercial reserves, the cost of such wells and associated production facilities, and other capital costs. The current long-term Brent oil price assumption used in the estimation of commercial reserves is US\$75/bbl. The carrying amount of oil and gas development and production assets at 31 December 2017 is shown in Note 8.

The Company estimates and reports hydrocarbon reserves in line with the principles contained in the SPE Petroleum Resources Management Reporting System (PRMS) framework. As the economic assumptions used may change and as additional geological information is obtained during the operation of a field, estimates of recoverable reserves may change. Such changes may impact the Company's reported financial position and results, which include:

- The carrying value of exploration and evaluation assets; oil and gas properties; property, plant and equipment; and goodwill may be affected due to changes in estimated future cash flows
- Depreciation and amortisation charges in the statement of profit or loss and other comprehensive income may change where such charges are determined using the Units of Production (UOP) method, or where the useful life of the related assets change
- Provisions for decommissioning may require revision — where changes to the reserve estimates affect expectations about when such activities will occur and the associated cost of these activities
- The recognition and carrying value of deferred tax assets may change due to changes in the judgements regarding the existence of such assets and in estimates of the likely recovery of such assets

(b) Exploration and evaluation expenditures

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

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

(c) Units of production (UOP) depreciation of oil and gas assets

Oil and gas properties are depreciated using the UOP method over total proved developed and undeveloped hydrocarbon reserves. This results in a depreciation/amortisation charge proportional to the depletion of the anticipated remaining production from the field.

The life of each item, which is assessed at least annually, has regard to both its physical life limitations and present assessments of economically recoverable reserves of the field at which the asset is located. These calculations require the use of estimates and assumptions, including the amount of recoverable reserves and estimates of future capital expenditure. The calculation of the UOP rate of depreciation/amortisation will be impacted to the extent that actual production in the future is different from current forecast production based on total proved reserves, or future capital expenditure estimates change. Changes to the proved reserves could arise due to changes in the factors or assumptions used in estimating reserves, including:

- The effect on proved reserves of differences between actual commodity prices and commodity price assumptions
- Unforeseen operational issues

(d) Recoverability of oil and gas assets

The Company assesses each asset or cash generating unit (CGU) (excluding goodwill, which is assessed annually regardless of indicators) each reporting period to determine whether any indication of impairment exists. Where an indicator of impairment exists, a formal estimate of the recoverable amount is made, which is considered to be the higher of the fair value less costs of disposal (FVLCD) and value in use (VIU). The assessments require the use of estimates and assumptions such as long-term oil prices (considering current and historical prices, price trends and related factors), discount rates, operating costs, future capital requirements, decommissioning costs, exploration potential, reserves (see (a) *Hydrocarbon reserves and resource estimates* above) and operating performance (which includes production and sales volumes). These estimates and assumptions are subject to risk and uncertainty. Therefore, there is a possibility that changes in circumstances will impact these projections, which may impact the recoverable amount of assets and/or CGUs.

(e) Decommissioning costs

Decommissioning costs will be incurred by the Company at the end of the operating life of some of the Company's facilities and properties. The Company assesses its decommissioning provision at each reporting date. The ultimate decommissioning costs are uncertain and cost estimates can vary in response to many factors, including changes to relevant legal requirements, the emergence of new restoration techniques or experience at other production sites. The expected timing, extent and amount of expenditure may also change — for example, in response to changes in reserves or changes in laws and regulations or their interpretation.

Therefore, significant estimates and assumptions are made in determining the provision for decommissioning.

As a result, there could be significant adjustments to the provisions established which would affect future financial results.

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

External valuers may be used to assist with the assessment of future decommissioning costs. The involvement of external valuers is determined on a case by case basis, taking into account factors such as the expected gross cost or timing of abandonment, and is approved by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The provision at reporting date represents management's best estimate of the present value of the future decommissioning costs required

(f) Fair value measurement

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

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

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

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

(f) Fair value measurement (continued)

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. From time to time external valuers are used to assess FVLCD of the Company's non-financial assets. Involvement of external valuers is decided upon by the valuation committee after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Valuers are normally rotated every three years. The valuation committee decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

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

Current and deferred income tax

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

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

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

1 Accounting policies (continued)

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

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

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

Segmental reporting

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

2 Revenue and segmental reporting

The Company's current revenue is all generated in the United Kingdom from oil & gas production in accordance with its farm-in agreements, within the United Kingdom. However with this segment in its infancy, and with the only major related transactions being the carrying value of the oil & gas properties assets as described in note 8, no further segmental analysis is deemed useful to disclose currently. The revenue from this segmental was £43,000 (2017: £nil)

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

DORIEMUS PLC

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

3 Staff and director costs

	2018	2017
	£'000	£'000
Staff costs, including directors, consist of:		
Fees and remuneration for management services	414	1,575
Employers NI	11	6
Pension costs	1	-
	426	1,581

The Company had one employee other than the directors. No pension contributions were made in respect of the directors (2017: £nil). The key management personnel of the group are the board of directors and their remuneration is disclosed below;

	Fees and salaries	Share based payments (****)	Total
	£'000	£'000	£'000
2018			
D Lenigas	119	-	119
D Strang	119	-	119
G Lee	114	-	114
H Harris	28	-	28
G Whiddon ***	18	-	18
	398	-	398
	Fees and salaries	Share based payments (****)	Total
	£'000	£'000	£'000
2017			
D Lenigas	105	388	493
D Strang	38	388	426
G Lee**	32	194	226
H Harris	14	194	208
G Whiddon**	8	194	202
G Roberts *	8	-	8
	205	1,358	1,563

* Resigned 25th August 2017

** Appointed 29th September 2017

*** Resigned 30 July 2018

**** Share based payments are non-cash remuneration by way of the issue of share options in the company.

Directors' fees totalling £298,000 have been accrued and remain unpaid as at 31 December 2018.
(2017: £66,000)

DORIEMUS PLC

**Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)**

4 Loss from operations

	2018	2017
	£'000	£'000
Loss from operations is stated after charging:		
Fees payable to the company's auditor for the audit of: Parent company and consolidated financial statements	10	10
Fees payable to the company's auditor for other services - Taxation services	-	-
Foreign currency exchange losses	35	35
Depletion & impairment charge	3	5
	3	5

5 Taxation

	2018	2017
	£'000	£'000
Current tax expense:		
UK corporation tax and income tax of overseas operations on profits for the period	-	-
Total income tax expense	-	-

The reasons for the difference between the actual tax charge for the period and the standard rate of corporation tax in the UK applied to profits for the year are as follows:

Loss for the period	(1,745)	(2,760)
Standard rate of corporation tax in the UK	19%	19/20%
Loss on ordinary activities multiplied by the standard rate of corporation tax	(332)	(531)
Expenses not deductible for tax purposes	-	325
Future income tax benefit not brought to account	332	206
Current tax charge for period	-	-

No deferred tax asset has been recognised because there is uncertainty of the timing of suitable future profits against which they can be recovered.

6 Earnings per share

The calculation of the basic and diluted earnings per share is based upon:

	2018	2017
Basic earnings per share (pence)	(3.42)	(7.39)
Diluted earnings per share (pence)	(3.42)	(7.39)
 (Loss) attributable to equity shareholders	 (£1,745,000)	 (£2,760,000)
	Number	Number
Weighted average number of shares - basic	50,984,872	37,355,677
Weighted average number of shares - diluted	65,434,872	51,855,677

The diluted number of shares includes 14.45 million share options (2017: 14.50 million share options) as described in Note 13. However the impact of the share options are considered to be anti-dilutive.

DORIEMUS PLC

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

7 Intangible assets

	Licences & Exploration costs £'000	Total £'000
Cost		
At 1 January 2017	250	250
Additions	30	30
At 31 December 2017	<u>280</u>	<u>280</u>
Additions	16	16
At 31 December 2018	<u>296</u>	<u>296</u>
Amortisation and impairment		
At 1 January 2017	-	-
Impairment	-	-
At 31 December 2017	<u>-</u>	<u>-</u>
Impairment	-	-
At 31 December 2018	<u>-</u>	<u>-</u>
Net book value		
At 31 December 2018	<u>296</u>	<u>296</u>
At 31 December 2017	<u>280</u>	<u>280</u>

On 10 August 2016 the Company entered into an agreement to acquire a 5% beneficial interest in the onshore Isle of Wight oil & gas licence "PEDL 331", in the United Kingdom. Consideration paid for the total 5% interest totalled £200,000. During 2017, the Company incurred direct exploration costs in relation to the Company's investment in Greenland Gas & Oil Ltd, and its respective exploration licences, and during 2018 expenditure in relation to PEDL331.

Impairment Review

At 31 December 2018, the directors have carried out an impairment review and have considered that no impairment write-down is required (2017: £nil). The directors are of the opinion that the carrying value is stated at fair value.

DORIEMUS PLC

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

8 Oil & gas properties

	Oil & Gas Properties £'000	Total £'000
Cost		
At 31 December 2016	1,106	1,106
Additions	1,126	1,126
At 31 December 2017	2,232	2,232
Additions	213	213
Exploration costs written-off	(998)	(998)
Impairment charge	(160)	(160)
At 31 December 2018	1,287	1,287
Depletion		
At 1 January 2017	5	5
Depletion charge	5	5
At 31 December 2017	10	10
Depletion charge	3	3
At 31 December 2018	13	13
Net book value		
At 31 December 2018	1,274	1,274
At 31 December 2017	2,222	2,222

Impairment review

The Oil & Gas properties comprise the 20% participating interest in the Lidsey oil field, in the United Kingdom and the 10% participating interest in the Brockham oil field, also in the United Kingdom.

The Directors have carried out an impairment review as at 31 December 2018 and determined that an impairment charge in relation to the Lidsey Oil Field is required as a result of the agreement to sale the Company's interest after the end of the reporting period, and consequently have expensed exploration costs and written down the licence carrying values to the recoverable sale value of £467,000. No impairment in relation to Brockham is currently deemed required. The Directors based this assessment on continuing operational work schedules that are ongoing to improve operational efficiencies.

DORIEMUS PLC

**Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)**

9 Available for sale financial assets

	2018	2017
	£'000	£'000
Investment in Listed & unlisted securities		
Valuation at 1 January	1,012	1,058
Additions at cost	-	110
Disposal proceeds	(95)	(177)
Net gain on disposals & market value movements	24	21
Valuation at 31 December	<u>941</u>	<u>1,012</u>

The available for sale investments splits are as below:

Non-current assets – unlisted – at cost	850	850
Non-current assets – listed – at market value	91	162
	<u>941</u>	<u>1,012</u>

Available-for-sale investments comprise investments in listed and unlisted which if listed are traded on stock markets throughout the world, and are held by the Company as a mix of strategic and short term investments.

10 Trade and other receivables

	2018	2017
	£'000	£'000
Trade receivables	-	-
Loan to related party (See Note 15)	1,297	683
Other receivables	15	66
Prepayments and accrued income	28	4
	<u>1,340</u>	<u>753</u>

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

11 Trade and other payables

	2018	2017
	£'000	£'000
Trade payables	135	139
Other payables	103	51
Accrued liabilities and deferred income	357	247
	<u>595</u>	<u>437</u>

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

DORIEMUS PLC

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

12 Share capital

	Ordinary Shares Number	Nominal Value £'000
Ordinary shares of 0.001p each Allotted, called up and fully paid At 31 December 2016	12,526,285,711	125
10 July 2017 – Placing for cash at 0.035p per share	1,857,142,568	19
Pre – consolidation 400:1 (see below)	14,383,428,279	144
Post – consolidation shares – Ordinary shares of 0.4p each	35,958,570	144
25 September 2017 - Open offer for cash at 0.1531p per share (A\$0.26)	13,461,539	54
25 September 2017 – Non-cash issue at 0.1531p per share, re: ASX listing fees	1,000,000	4
At 31 December 2017	50,420,109	202
3 December 2018 – Placing for cash at 0.0372p(A\$0.065) per CHESS Depository Interests	4,750,000	19
5 December 2018 – Placing for cash at 0.0375p(A\$0.065) per CHESS Depository Interests	2,813,016	11
At 31 December 2018	57,983,125	232

Share Consolidation

On 28 July 2017 at a General Meeting of the Company it was approved by shareholders that the Ordinary Shares were consolidated on the basis of 1 new Ordinary Share with a nominal value of 0.4 pence for every 400 Ordinary Shares held with a nominal value of 0.001 pence.

Dividends Paid

During the years ended 31 December 2018 and 31 December 2017, the Company paid no dividends.

Capital Management

The Company's capital comprises the ordinary shares 0.4p (2017: 0.4p) each, as shown above.

The Company's objectives when maintaining capital are:

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

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

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

12 Share capital (continued)

Share Options

The Company has as at 31 December 2018, 14,450,000 (2017: 14,500,000) share options issued through its share schemes. During the year nil share options were issued. (2017: 14,450,000) The share options in issue have exercise prices of 13.2p up to 20p per share, which are exercisable on various dates up to 29 September 2022. The Company cancelled none of the existing options in issue. (2017: 750,000,000 pre-share consolidation). During the year 50,000 options lapsed (2017:nil).

Warrants in issue

As at 31 December 2018, nil warrants remained outstanding. (2017: nil) No warrants were issued during the year. (2017: nil).

Employment Benefit Trust

The Company established on 12 December 2016 a share incentive plan ("SIP") and effective as of 12 December 2016. The purpose of the SIP is to incentivise officers, employees and consultants of the Company by the award of ordinary shares in the capital of the Company ("Ordinary Shares") for no cost. Ordinary Shares under this plan will not exceed 10 per cent of the Company's issued share capital from time to time without the prior approval of shareholders of the Company.

The Company also established on 12 December 2014, an employee benefit trust called the Doriemus Employee Benefit Trust ("EBT") to implement the use of the SIP. The EBT was a discretionary trust for the benefit of directors, employees and consultants of the Company and its subsidiaries.

Accordingly, the trustees of the EBT subscribed for 1,100,000,000 new ordinary shares of 0.001p each in the Company, at par value per share at an aggregate cost to the Company of £11,000, such shares representing 9.63% of the so enlarged issued share capital of the Company. The shares held in the EBT are intended to be used to satisfy future awards made by the Company's Remuneration Committee under the SIP. It is intended that any individual awards under the scheme will be subject to vesting and performance conditions. There have been no further subscriptions during the year ended 31 December 2016.

On 6 July 2017, the Company announced that the EBT which held 1,100,000,000 ordinary shares of 0.001p each in the Company had been allocated to the beneficiaries of the EBT following satisfaction of the required performance and vesting conditions. Following these allocations, the EBT has been closed.

DORIEMUS PLC

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

13 Share based payments

The expense recognised for employee services received during the period is shown in the following table:

	2018	2017
	£'000	£'000
Expenses arising from equity settled share-based payments;		
Share options issued and vested	-	1,683

£34,000 (2017: £207,000) was transferred via equity to retained earnings on the lapsing/cancelling of options during the year.

Share options held by directors, employees and third parties are as follows:

Grant date	Expiry date	Exercise price	Outstanding as at 31 December 2018
		£	Number
11 May 2017	30 June 2021	0.20	75,000
24 May 2017	30 June 2021	0.132	1,250,000
29 September 2017	28 September 2021	0.1917	2,000,000
29 September 2017	28 September 2022	0.1917	11,125,000
Total options on issue			14,450,000

A modified Black-Scholes model has been used to determine the fair value of the share options on the date of grant. The fair value is expensed to the income statement on a straight-line basis over the vesting period, which is determined annually. The model assesses a number of factors in calculating the fair value. These include the market price on the date of grant, the exercise price of the share options, the expected share price volatility of the Company's share price, the expected life of the options, the risk-free rate of interest and the expected level of dividends in future periods.

For those options granted where IFRS 2 "Share-Based Payment" is applicable, the fair values were calculated using the Black-Scholes model. The inputs into the model were as follows:

	Risk free rate	Share price volatility	Expected life	Share price at date of grant
29 September 2017	0.5%	44.2%	5 years	£0.265
29 September 2017	0.5%	44.2%	4 years	£0.265

Expected volatility was determined by calculating the historical volatility of the Company's share price for 12 months prior to the date of grant. The expected life used in the model is the term of the options.

DORIEMUS PLC

**Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)**

14 Related party transactions

The company had the following amounts outstanding from its investee companies (Note 10) at 31 December:

	2018	2017
	£'000	£'000
Horse Hill Development Ltd ("Horse Hill")	1,202	683
Loan Interest receivable	95	-
	1,297	683

The above loan outstanding is included within trade and other receivables, Note 10. The loan to Horse Hill has been made in accordance with the terms of the investment agreement whereby it accrues interest daily at the Bank of England base rate +10%, and is repayable out of future cashflows.

Remuneration of Key Management Personnel

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

	2018	2017
	£'000	£'000
Short-term employee benefits	398	205
Share-based payments	-	1,358
	398	1,563

15 Financial instruments

Financial risk management

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

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

- interest rate risk;
- liquidity risk;
- credit risk;
- market risk; and
- Commodity price risk.

Interest rate risk

The company borrows only in sterling at both fixed and floating rates of interest. At the year end, all borrowings were at variable rates.

Liquidity risk

The company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and overdrafts as well as funding from shareholders.

Credit risk

The company has no significant concentration of credit risk.

DORIEMUS PLC

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

15 Financial instruments (continued)

Market risk

The company's current exposure to market risk is fundamentally linked to its own share price, as a result of the currently active equity swap arrangement.

The Board agrees and reviews policies and financial instruments for risk management. The primary objectives of the treasury function are to provide competitively priced funding for the activities of the company and to identify and manage financial risk.

Commodity price risk

The Company is exposed to the risk of fluctuations in prevailing market commodity prices on the mix of oil and gas products through its farm-in arrangements.

Commodity price sensitivity

The table below summarises the impact on profit before tax for changes in commodity prices. The analysis is based on the assumption that the crude oil price moves 10% resulting in a change of US\$7.13/bbl (2017: US\$5.43/bbl), with all other variables held constant. Reasonably possible movements in commodity prices were determined based on a review of the last two years' historical prices and economic forecasters' expectations.

Increase/decrease in crude oil prices			Effect on profit before tax for the year ended 31 December 2018 Increase/(Decrease)	Effect on profit before tax for the year ended 31 December 2017 Increase/(Decrease)
			£'000	£'000
Increase	US\$7.13/bbl	(2017: US\$5.43)	4	-
Decrease	US\$7.13/bbl	(2017: US\$5.43)	(4)	(-)

Principal financial instruments

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

Financial assets

	2018 £'000	2017 £'000
Trade receivables	-	-
Other receivables	15	66
Other loans	1,297	683
Cash and cash equivalents	209	1,098
Total financial assets classified as loans and receivables	1,521	1,847

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

At 31 December 2018 and 2017 the carrying amounts of financial assets approximate to their fair values.

DORIEMUS PLC

Notes forming part of the financial statements
for the year ended 31 December 2018 (continued)

15 Financial instruments (continued)

Financial liabilities	2018 £'000	2017 £'000
Trade payables - current	135	139
Other payables	103	51
Accrued liabilities	357	247
Total financial liabilities measured at amortised cost	<u>595</u>	<u>437</u>

To the extent trade and other payables are not carried at fair value in the statement of financial position, book value approximates to fair value at 31 December 2018 and 2017.

All financial assets and liabilities are due in less than 1 year.

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

Liquidity risk

Liquidity risk arises from the company's management of working capital and the finance charges and principal repayments on its debt instruments. It is the risk that the company will encounter difficulty in meeting its financial obligations as they fall due.

Short term liquidity risk is managed by preparing forecasts together with obtaining and reviewing the adequacy of banking facilities. There is currently no long-term liquidity risk.

Market operational and pricing risks

The company operates only in the United Kingdom. The company's only revenue is derived from income from its farm-in agreements. The level of income is entirely dependent on the production and operation of the oil fields by its existing operator. And the subsequent exposure to the movement in oil price in the market.

Credit risk

The credit qualities of financial assets that are neither past nor impaired are considered to be good, as they are primarily trade receivables and cash held with the Lloyds Bank. There are no financial assets which are past due or impaired.

Credit risk also arises from cash and cash equivalents and deposits with banks and financial institutions. For banks and financial institutions, only independently rated parties with minimum rating "AA" are accepted.

Cash flow interest rate risk

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

Currency risk

The company is not directly exposed to currency risk as its assets, liabilities, revenue and expenditure are denominated in Sterling.

DORIEMUS PLC

Notes forming part of the financial statements for the year ended 31 December 2018 (continued)

16 Events after the end of the reporting period

On 15 February 2019, the Company announced it had signed a binding Heads of Terms to sell 60% of its 10% interest in Horse Hill Developments Limited ("HHDL") to UK Oil and Gas Plc ("UKOG") for a consideration of 129,629,630 new ordinary shares in UKOG, worth approximately \$3.5 million at UKOG's closing price in London on 14 February 2019, at 1.5 pence per share at an exchange rate of GBP:AUD of 1.81.

On 15 February 2019, the Company announced that further to the announcements dated 31 December 2018 and 30 January 2019 to Farmin to the West Kora Oil Field on the Western Australian L15 permit, the Company had completed due diligence to its satisfaction on the L15 asset and has advised Rey Resources Limited (ASX:REY) ("REY"). Then on 5 March 2019, the Company announced that the Doriemus group had executed a farmout agreement with a wholly owned subsidiary of REY (**L15 Farmout Agreement**). The L15 Farmout Agreement confirms the terms on which the Doriemus group will, subject to fulfilling certain earning obligations, be assigned a 50% interest in the 163 km² WA onshore block L15 as well as be appointed the operator of the field pursuant to an agreed form Joint Operating Agreement which forms part of the Farmout Agreement and will become operational in conjunction with the assignment of the 50% interest.

On 5 March 2019 the Company announced that further to the announcements dated 31 December 2018, it had completed due diligence to its satisfaction on the potential farm in for a 50% interest (plus operatorship) over the 5,058 km² WA onshore petroleum exploration permit block EP 487, also with REY. The Company is now in the final negotiations over a binding farm-in agreement and agreed form joint operating agreement which will confirm the terms on which Company will be assigned the 50% interest and appointed operator of this asset.

On 14 March 2019, the Company announced, that further to its announcement dated 27 February 2019, that it has now executed all the required sale and purchase agreements to sell its interest in the Lidsey Oil Field in the UK to Angus Energy Plc. The deal will complete when the UK Government's Oil & Gas Authority approves the transfer of the interest from Doriemus to Angus Energy. The consideration for the sale is 8,324,024 new ordinary shares in Angus Energy, worth approximately \$0.6 million at Angus Energy's closing price in London on 26 February 2019 at 3.9 pence per share at an exchange rate of GBP:AUD of 1.84.

17 Commitments and contingencies

The directors have confirmed that there were no contingent liabilities or capital commitments which should be disclosed at 31 December 2018. No provision has been made in the financial statements for any amounts in relation to any capital expenditure requirements of the Company's farm-in agreements, and such costs are expected to be fulfilled in the normal course of the operations of the Company.

18 Ultimate controlling party

There is not considered to be an ultimate controlling party of the company.

DORIEMUS PLC

ADDITIONAL INFORMATION FOR ASX LISTED PUBLIC COMPANIES

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

1 Shareholding as at 14 March 2019

(a) Distribution of Equity Shareholders

Category (size of holding)	Shares (including CDIs)		Options (unlisted)	
	Number of Shareholders	Number of Shares	Number of option holders	Number of options
1 – 1,000	184	75,832	-	-
1,001 – 5,000	204	508,770	-	-
5,001 – 10,000	83	648,205	-	-
10,001 – 100,000	185	6,261,502	1	75,000
100,001 and over	63	50,488,816	9	14,375,000
Total	719	57,983,125	10	14,450,000

(b) Number of Shareholdings with Less than a Marketable Parcel

415

(c) Voting Rights

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

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

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

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

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

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

- (b) informing the Company that they wish to nominate themselves or another person to be appointed as CDN's proxy with respect to their Shares underlying the CDIs for the purposes of attending and voting at the general meeting; or
- (c) converting their CDIs into a holding of Shares and voting these at the meeting (however, if thereafter the former CDI holder wishes to sell their investment on ASX it would be necessary to convert the Shares back to CDIs). In order to vote in person, the conversion must be completed prior to the record date for the meeting. See above for further information regarding the conversion process.

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

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

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

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

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

(d) 20 Largest Shareholders as at 14 March 2019

No.	Shareholder	CDIs	%
1	HSBC Custody Nominees (Australia) Limited	7,143,257	12.32
2	Citicorp Nominees Pty Limited	6,158,203	10.62
3	J P Morgan Nominees Australia Pty Limited	3,715,186	6.41
4	Portfolio Design Group	2,677,999	4.62
5	BNP Paribas Nominees Pty Ltd <Jarvis A/C Non-Treaty DRP>	1,775,832	3.06
6	Exchange Minerals Limited	1,700,000	2.93
7	Mr Jay Evan Dale Hughes <Inkese Family A/C>	1,400,000	2.41
8	Primorus Investments Plc	1,400,000	2.41
9	Bruce Garlick Superannuation Pty Ltd	1,160,138	2.00
10	Torlok Pty Ltd <Torlok Super Fund A/C>	1,089,926	1.88
11	Hopetoun Nominees Pty Ltd <Hopetoun A/C>	1,047,339	1.81
12	Beaufort Nominees Limited	1,043,496	1.80
13	Troca Enterprises Pty Ltd <Coulson Super A/C>	1,011,414	1.74
14	Zero Nominees Pty Ltd	1,000,000	1.73
15	Ocean View WA Pty Ltd <Daniel Wise Superfund A/C>	1,000,000	1.73
16	Golden Triangle Capital Pty Ltd	950,000	1.64
17	Flue Holdings Pty Ltd <Bromley Superannuation A/C>	945,321	1.63
18	Kobia Holdings Pty Ltd	887,912	1.53
19	TYF Holdings Pty Ltd <TYF Investment A/C>	750,000	1.29
20	Mr Hamish Harris	750,000	1.29
		37,606,023	64.85

(e) **Substantial Shareholders as at 14 March 2019**

To the best of Doriemus' knowledge, the names of all Substantial Holders and the number of equity securities in which each Substantial Holder has a relevant interest (within the meaning of section 608 of the Corporations Act) is as follows:

No.	Shareholder	CDIs	%
1	HSBC Custody Nominees (Australia) Limited	7,143,257	12.32
2	Citicorp Nominees Pty Limited	6,158,203	10.62
3	J P Morgan Nominees Australia Pty Limited	3,715,186	6.41
		17,016,646	29.35

2 Name of Joint Company Secretaries

Donald Strang and Julia Beckett.

3 Principal Registered Offices

Australia

Suite 12, Level 1
11 Ventnor Avenue
West Perth WA 6005
Telephone +61 (0) 6245 2050

United Kingdom

Suite 3B Princes House
38 Jermyn Street
London
SW1Y 6DN
Telephone +44 (0) 207 440 0642

4 Registers of Securities

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

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

The Register of Securities is held at:

Australia

Computershare Investor Services Limited
Level 11
172 St Georges Terrace
PERTH WA 6000
Telephone number: +61 (0) 9323 2000

United Kingdom

Computershare Investor Services PLC
The Pavilions, Bridgwater Road
Bristol, BS99 6ZZ
United Kingdom
Telephone number: +44 (0) 370 703 6300

5 Securities Exchange Listing

Quotation has been granted for all the CDIs of the Company on the Australian Securities Exchange Limited.

The Company is not listed on any other exchange.

6 Unquoted Securities

Doriemus has 14,450,000 options on issue, which are exercisable over 14,450,000 ordinary shares as follows:

Grant date	Expiry date	Exercise price	Outstanding as at 31 December 2018
		£	Number
11 May 2017	30 June 2021	0.20	75,000
24 May 2017	30 June 2021	0.132	1,250,000
29 September 2017	28 September 2021	0.1917	2,000,000
29 September 2017	28 September 2022	0.1917	11,125,000
		Total	14,450,000

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

7 Restricted Securities

There are no restricted securities on issue.

8 Use of Funds

We have used the cash (and assets in a form readily convertible to cash) that we had at the time of admission to the ASX in a manner that is generally consistent with our stated business objectives (as described in the Australian prospectus lodged with the Australian Securities and Investments Commission with respect to our IPO) from the time of our admission to the ASX through to December 31, 2018, in that Doriemus has mostly applied these funds to the work programmes in connection with its UK assets (in accordance with its contractual arrangements with the operator of these assets) and as otherwise required for general working capital.

9 On Market Buy-Back

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

10 Section 611 (7) Corporations Act

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

11 Place of Incorporation

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

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

12 Corporate Governance Statement

Doriemus PLC is committed to high standards of corporate governance. The Company is listed on the Australian Securities Exchange ("ASX") and advise that copy of our corporate governance section of the Company's website www.Doriemus.co.uk (together with the various Corporate Governance policies of the Company). This corporate governance statement relates to the financial year ended 31 December 2018, and has been approved by the Board.

A Corporate Governance summary discloses the extent to which the Company will follow the recommendations set by the ASX Corporate Governance Council in its publication 'Corporate Governance Principles and Recommendations (3rd Edition)' (**Recommendations**). The Recommendations are not mandatory, however, the Recommendations that will not be followed have been identified and reasons have been provided for not following them.

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

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

Communication with shareholders

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

The 2019 Annual General Meeting of the Company will provide an opportunity for the Chairman to present to the shareholders a report on current operations and developments and enable the shareholders to express their views about the Company's business.

The Board

The Board of Doriemus PLC consists of three Executive Directors and one Non-Executive Director. The composition of the Board ensures no one individual or group of persons dominates the decision making process.

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

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

The composition and tenure of the Board as of 31 December 2018, as well as each member's independence status during 2018, was as follows:

Director	Director Position	Tenure ¹	Independence	Audit & Risk Committee	Remuneration & Nomination Committee
David Lenigas	Executive Chairman	2.5 years	No		
Donald Strang	Executive Finance Director	5.5 years	No	x	x
Greg Lee	Executive Technical Director	1 year and 3 months	No		
Hamish Harris	Non-executive Director	4.5 years	No	x	Chair
Glen Whiddon ²	Non-executive Director	10 months	Yes	x	x

NOTES:

1 – Calculated as of 31 December 2018.

2 – Mr Whiddon resigned from the board on 30 July 2018.

13 Takeover regulations

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

Mandatory bid

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

Squeeze-out

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

Sell-out

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

14 Key risks**

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

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

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

General risks

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

- (a) **Trading Price of Shares and Options** -The Company's operating results, economic and financial prospects and other factors will affect the trading price of its shares and CDIs. In addition, factors that in the future may impact specifically on the share prices of listed companies identified as being part of or involved in the oil and gas sector may impact likewise on the price of the Company's securities. In particular, the share / CDI prices for many companies including Doriemus, have been and may in the future be highly volatile, which in many cases may reflect a diverse range of non-company specific influences such as global hostilities and tensions relating to certain unstable regions of the world, acts of terrorism and the general state of the global economy and trading on the market. No assurances can be made that the Company's market performance will not be adversely affected by any such market fluctuations or factors.
- (b) **Political conditions and government regulations** - although political conditions in the UK are generally stable (See risk factor 'Withdrawal of the UK from the European Union' below), changes may occur in its political, fiscal and legal systems, which might adversely affect the ownership or operation of the Company's interests including, inter alia, changes in exchange rates, exchange control regulations, expropriation of oil and gas rights, changes in government and in legislative, fiscal and regulatory regimes. The Company's strategy has been formulated in the light of the current regulatory environment and likely future changes. Although the Directors believe that the Company's activities are currently carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules, laws and regulations will not be enacted or that existing or future rules and regulations will not be applied in a manner which could serve to limit or curtail exploration, production or development of the Company's business or have an otherwise negative impact on its activities. Amendments to existing rules, laws and regulations governing the Company's operations and activities, or increases in or more stringent enforcement, implementation or interpretation thereof, could have a material adverse impact on the Company's business, results of operations and financial condition and its industry in general in terms of additional compliance costs.
- (c) **Withdrawal of the UK from the European Union** - A referendum on 23 June 2016 approved the withdrawal of the UK from the European Union (Brexit). Although the position and timing is not entirely clear there are a number of potential issues raised by it, some of which may affect the Company. The UK's current main trade partners are members of the European Union (EU) single market and the effect of the UK's exit may prove to be a barrier to trade or determine that trade is less favourable for the UK which could lose the automatic benefit of access to the EU single market and EU free trade agreements. Currency rates including Pounds Sterling and the euro were volatile prior to and immediately after the referendum and may remain volatile during the exit negotiations which may increase the Company's investment and portfolio risk. Brexit may also make it more difficult for the Company to acquire or access funds for investment on acceptable terms whilst the exit negotiations may create uncertainty and further risk which could affect the Company's investment strategy. A material amount of UK law is based on EU law including significant parts of the financial services legislation. Subject to the exit negotiations, the Company may be required to adopt other measures which could increase its costs and adversely affect its investment strategy.

- (d) **Commodity prices** - Historically, commodity prices have fluctuated and are affected by numerous factors beyond the Company's control, including global demand and supply, weather conditions, the price and availability of alternative fuels, actions taken by governments and international cartels, the cost of freight, international economic trends, currency exchange fluctuations, expectations for inflation, speculative activity, consumption patterns and global or regional political events. The aggregate effect of these factors is impossible to predict. Fluctuations in commodity prices, over the long term, may adversely impact the returns from the Company's investments. International oil and gas prices have fluctuated widely in recent years and may continue to fluctuate significantly in the future. Sustained downward movements in oil and gas prices could render less economic, or wholly uneconomic, some or all of the exploration and the existing, and potential future, oil production related activities to be undertaken in respect of those assets in which the Company has an interest. Any material decline in oil and gas prices could result in a reduction of the Company's net production revenue and overall value. The economics of producing from some wells may change as a result of lower prices, which could result in a reduction in the volumes produced from the Company's assets. The operators and other owners of the assets in which the Company holds interests might also elect not to produce from certain wells at lower prices. All of these factors could result in a material decrease in the Company's net production revenue causing a reduction in its acquisition and development activities. A substantial material decline in prices from historical average prices could also reduce the Company's ability to borrow future funds.
- (e) **Force majeure events** - Events may occur within or outside the UK or Australia that could impact upon the global and Australian economies, the operations of the Company and the price of the CDIs. These events include but are not limited to acts of terrorism, an outbreak of international hostilities, fires, floods, earthquakes, labour strikes, civil wars, natural disasters, outbreaks of disease or other man-made or natural events or occurrences that can have an adverse effect on the demand for oil and gas products and the Company's ability to conduct business.
- (f) **Greenhouse gas emissions** - Many participants in the oil and gas sector are subject to current and planned legislation in relation to the emission of carbon dioxide, methane, nitrous oxide and other so called "greenhouse gases". Failure by the operator of any investments of the Company to comply with existing legislation or any future legislation could adversely affect the Company's profitability. Future legislative initiatives designed to reduce the consumption of hydrocarbons could also have an impact on the ability to market the oil and gas produced from the Company's investments and/or the prices which can be obtained from them. These factors could have a material adverse effect on the Company's business, results of operations, financial condition or prospects.
- (g) **Technological developments** - the operators of the oil and gas licences in which the Company is a participant or may acquire in the future or the Company itself may not be able to keep pace with technological developments in the oil and gas industry. The oil industry is characterised by rapid and significant technological advancements and introductions of new products and services using new technologies. As others use or develop new technologies, the Company may be placed at a competitive disadvantage, and competitive pressures may force the operators of the Company's investments to implement those new technologies at substantial cost.

- (h) **Material facts or circumstances not revealed in the due diligence process** - Prior to making or proposing any investment, the Company will undertake legal, financial and commercial due diligence on potential investments to a level considered reasonable and appropriate by the Company on a case by case basis. However, these efforts may not reveal all material facts or circumstances that would have a material adverse effect upon the value of the investment. In undertaking due diligence, the Company will need to utilise its own resources and may be required to rely upon third parties to conduct certain aspects of the due diligence process. Further, the Company may not have the ability to review all documents relating to the proposed investee company and assets. Any due diligence process involves subjective analysis and there can be no assurance that due diligence will reveal all material issues related to a potential investment. Any failure to reveal all material facts or circumstances relating to a potential investment may have a material adverse effect on the business, financial condition, results of operations and prospects of the Company.
- (i) **Currency and foreign exchange** - The Company's business may be carried out in the future in currencies other than Pounds Sterling. Principal operations are expected to involve transactions in either Pounds Sterling or US dollars. To the extent that there are fluctuations in exchange rates, this may have an impact on the figures consolidated in the Company's accounts, which could have a material impact on the Company's financial position or result of operations, as shown in the Company's accounts going forward. The proceeds of the Offer will be received in Australian dollars, while the Company's functional currency is Pounds Sterling. As the Company is not currently hedging against exchange rate fluctuations it will be at risk of any adverse movement in the Pounds Sterling-Australian dollar exchange rate between the pricing of the Offer and the closing of the Offer.
- (j) **Trading** - The price at which the CDIs may trade and the price which investors may realise for their CDIs will be influenced by a large number of factors, some specific to the Company and some which may affect quoted companies generally. These factors could include the performance of the Company's operations, large purchases or sales of Shares or CDIs, liquidity (or absence of liquidity) in its Shares or CDIs, currency fluctuations, legislative or regulatory changes (including changes in the tax regime in the jurisdiction in which the Company or its investments operate), additions or departures of key personnel at the Company, adverse press, newspaper and other media reports and general economic conditions. In addition, stock markets from time to time suffer significant price and volume fluctuations that affect the market price for securities and which may be unrelated to the Company's performance. The value of the CDIs may therefore fluctuate and may not reflect their underlying asset value.
- (k) **Forward looking statements** - This annual report contains forward-looking statements that involve risks and uncertainties. The Company's results could differ materially from those anticipated in the forward-looking statements as a result of many factors, including the risks faced by the Company, which are described above and elsewhere. Additional risks and uncertainties not currently known to the Directors may also have an adverse effect on the Company's business.

Specific Risks

- (a) **Early stage development of the Assets** - The assets in which the Company has an interest are at an early stage of development. While the Brockham and Lidsey assets have historically produced oil they do not currently produce oil at income generating levels and there can be no assurance that the drilling programmes at the Brockham and Lidsey oil fields, that are being sought to be implemented in order to increase production, will be successful. In addition, the other oil and gas interests of the Company detailed in this annual report are only at the exploration or appraisal stage and there can be no assurance that they will eventually produce oil to income generating levels. If income generating levels of oil are not produced from the Company's assets, the Company's revenue potential will be materially and adversely impacted.
- (b) **Licensing, planning permission and other consents** - The development of the Company's current and future assets may be dependent on the receipt and maintenance of planning permissions from relevant local authorities as well as other necessary consents such as environmental permits, leases and regulatory consents including, in particular, the grant and maintenance of appropriate permissions from, amongst others, the OGA (Authorisations). The Company is not the operator of any of the licences that it holds interests in. As a result, obtaining the necessary consents and approvals will be largely dependent on the operators of the licences taking the necessary actions to obtain such Authorisations. Obtaining such Authorisations may be costly exercises, and they may not be granted, may be withdrawn, may be challenged by local authorities, third parties and activists, or made subject to limitations. For example, during March 2017 it was alleged by a local authority that drilling conducted by the operator of the Brockham oil field was unauthorised in that planning permission was not obtained. Such allegation has since been refuted by the operator and no further action has been taken to date by the local authority or any other party, but it is illustrative of the risks that can arise for the Company. Onshore oil and gas operations in the UK have also recently been subject to extensive planning and environmental approval procedures, the outcomes of which have often been uncertain. Unforeseen circumstances or circumstances beyond the control of the Company may also lead to commitments given to licencing authorities not being discharged on time. The failure by the operators of the licences to gain the necessary Authorisations on a timely basis or gain them on terms or at a cost acceptable to the Company may limit the Company in its ability to extract value from its assets and could have a material adverse effect on the Company's business, results of operations, financial position and prospects.
- (c) **No guarantee of success of the drilling programmes at the Brockham and Lidsey oil fields and the costs involved may be greater, and the returns lower, than estimated** - The Company will not generate any material income from the Brockham and Lidsey oil fields unless there is a successful completion of the proposed horizontal side track wells at the Brockham and Lidsey oil fields. There is no guarantee that this drilling will be successful. These investments also have a limited operating history upon which to base estimates of proven and probable oil reserves and future cash operating costs. For early stage projects, estimates of proven and probable oil reserves and cash operating costs are, to a large extent, based upon the interpretation of geological data and feasibility studies which derive estimates of cash operating costs based upon anticipated recoveries, expected recovery rates, comparable facility and equipment operating costs, anticipated climatic conditions and other factors. As a result, it is possible that actual cash operating costs and economic returns may differ materially from those estimated which may adversely impact the Company's financial position, revenue potential and ability to invest in other investments.

- (d) **Reliance on partners in the Brockham and Lidsey oil fields** - The Company only has an interest of 10% in the Brockham oil field and 20% in the Lidsey oil field. Angus Energy is the operator of and major interest holder in both fields. Accordingly, the Company is reliant on Angus Energy for the majority portion of the operating and development funding required to exploit these oil fields. Various other participating parties are also responsible for the payment of the costs to operate the oil fields. Any failure or delay in the provision of such funding by Angus Energy or the payment of such costs by any of the other participating parties could cause a material delay in the exploitation of these oil fields and as a result adversely affect the Company's ability to implement its stated strategy and consequentially its financial position and revenue potential. As operator of the Brockham and Lidsey licences, Angus Energy is also responsible for adhering to the work programs in respect of those fields in the form approved by the OGA. A failure to adhere to such work programs could result in the rescission of the permission by the OGA, which could result in the Company losing its interest in these licences, which would adversely impact the Company and as a result adversely affect the Company's ability to implement its stated strategy and consequentially its financial position and revenue potential.
- (e) **Over-run of drilling programme and costs** - It may not be possible for Angus Energy, as the operator of the Brockham and Lidsey oil fields, to adhere to agreed drilling schedules. This may impact the Company as a participant in the fields, and its future plans. The final determination of whether to drill any scheduled or budgeted wells will depend on a number of factors including:
- (1) results of the exploration efforts and the acquisition, review and analysis of seismic data, if any;
 - (2) availability of sufficient capital resources for the drilling of the prospects;
 - (3) approval of the prospects by other participants after additional data has been compiled;
 - (4) economic and industry conditions at the time of drilling, including prevailing and anticipated processes for oil and natural gas and the availability and prices of drilling rigs and crews; and
 - (5) availability of leases, licence options, farm-outs, other rights to explore and permits on reasonable terms for the prospects.

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

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

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

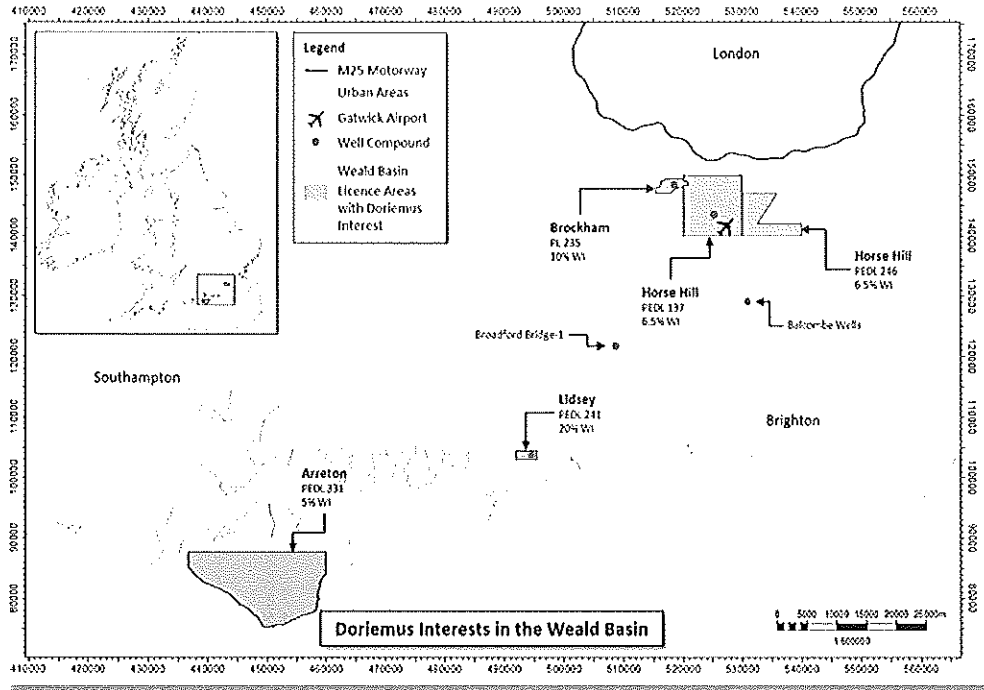
- (g) **Funding risk** - Although the Directors believe that, on completion of the Offer, the Company will have sufficient working capital to carry out its short term objectives, there can be no assurance that each objective can be met without further financing, or if further financing is necessary, that financing can be obtained on favourable terms or at all. In addition, the Company may require capital in addition to the amount being sought in the Offer to continue exploring and appraising its existing assets following the completion of the existing work program budgets at the Lidsey and Brockham oil fields. As and when further funds are required, either for the existing assets or for acquisitions, the Company will consider raising additional capital from both the issue of equity securities and/or debt finance if appropriate. There is no assurance that the Company will be able to access and secure additional funding on reasonable terms or at all.
- (h) **Reliance on key personnel** - The Company's success depends in part on the Directors being able to identify potential investment and/or acquisition opportunities, and to implement the Company's business strategy. The loss of the services of any of the Directors could materially and adversely affect the Company. In addition, although the Company and the Directors will evaluate the risks inherent in a particular investment, they cannot offer any assurance that a proper discovery, or a complete assessment of all significant risk factors associated with the investment, can be made.
- (i) **Resource estimation risk** - There are inherent risks in the estimation of contingent resources including the estimates included in this annual report. There is a risk that such estimations will not convert into reserves or any actual production may significantly vary from such estimations, which may adversely impact the Company's revenue potential and financial position.
- (j) **Litigation** - While the Company currently has no material outstanding litigation or dispute, there can be no guarantee that the current or future actions of the Company or of the other parties which have interests in the same assets as the Company will not result in litigation since there have been a number of cases where the rights and privileges of natural resource companies have been the subject of litigation. The oil and gas industries, as with all industries, may be subject to legal claims including personal injury claims, both with and without merit, from time to time. The Directors cannot preclude that such litigation may be brought against the Company or its assets in the future.
- (k) **Potential acquisitions** - As part of its business strategy, the Company may undertake acquisitions of, or significant investments in, other oil and gas assets or companies with interests in oil and gas assets. Any such transactions will be accompanied by risks commonly encountered in making such acquisitions as well as risks such as access to additional capital.

** As detailed in the Chairman's Statement in the Annual Report, Doriemus has since 31 December 2018 signed a binding agreement to dispose of its interest in PL 241 and upon completion it will no longer hold an interest in this asset.

DORIEMUS PLC

Oil and Gas Exploration Entity - Resources Report as at 31 December 2018

1. DORIEMUS PLC'S UK BASED OIL AND GAS ASSETS AS AT 31 DECEMBER 2018:



2. SUMMARY OF LICENCES AS AT 31 DECEMBER 2018

Asset	Country	Doriemus Interest	Status	Operator	Licence Area
Brockham PL 235	UK	10% participating interest in PL 235	Producing	Angus	8.9km ²
Lidsey ** PL 241	UK	20% ¹ participating interest in PL 241	Producing	Angus	5.3km ²
Horse Hill* PEDL 137	UK	10% shareholding in HHDL (representing a 6.5% attributable interest in PEDL137)	Exploration	HHDL	99.3km ²
Horse Hill* PEDL 246	UK	10% shareholding in HHDL (representing a 6.5% attributable interest in PEDL 246)	Exploration	HHDL	43.4km ²
Isle of Wight PEDL331	UK	5% participating interest in PEDL 331	Exploration (passive investment)	UKOG	199.8km ²
GGO EL 2015/13	Greenland	2.82% shareholding in GGO (representing a 2.64% interest in EL 2015/13)	Exploration (passive investment)	GGO	2.572 km ²
GGO EL 2015/14	Greenland	2.82% shareholding in GGO (representing a 2.64% interest in EL 2015/14)	Exploration (passive investment)	GGO	2.923 km ²

* As detailed in the Chairman's Statement in the Annual Report, Doriemus has since 31 December 2018 disposed of 6% of its 10% interest in HHDL and currently only holds a 4% interest in HHDL.

** As detailed in the Chairman's Statement in the Annual Report, Doriemus has since 31 December 2018 signed a binding agreement to dispose of its interest in PL 241 and upon completion it will no longer hold an interest in this asset.

3. RESERVES AS AT 31 DECEMBER 2018:

Oil Reserves (Developed) ('000 bbl)	W.I.	Gross			Net to DOR		
		1P	2P	3P	1P	2P	3P
Brockham Field PL 235 ¹	10%	65	82	92	7	8	9
**Lidsey Field PL 241 ^{1,2}	20%	6	6	6	1	1	1
TOTALS		71	88	98	8	9	10

Notes:

¹ Refer to the Doriemus 30 August 2017 Prospectus (Xodus Technical Experts report).

² Doriemus had a 30% Participating Interest (P.I.) in the production from Lidsey 2 and a 20% WI in all other wells in Lidsey Field.

** As detailed in the Chairman's Statement in the Annual Report, Doriemus has since 31 December 2018 signed a binding agreement to dispose of its interest in PL 241 and upon completion it will no longer hold an interest in this asset.

NOTE (Reserves Table):

The reserves in these tables only refer to the reserves estimated by the Independent Technical Experts report(s) on the conventional oil developments in the Oolite Limestones (Lidsey), the Portland Sandstones (Brockham) and the Horsehill Upper Portland. No consideration has been given to the potential Reserves of the Kimmeridge and Corallian reservoirs in Brockham and Lidsey. Doriemus is of the view that with the current planned analysis and testing of the wells drilled through the Kimmeridge and other prospective formations there is the possibility of an upgrade of reserves and contingent resources which will be reported as required.

Xodus Group Ltd. ("Xodus") reports are performed by a qualified petroleum reserves and resources evaluator ("QPRRE") as defined by the rules made by the Australian Securities Exchange ("ASX").

Xodus provide certified an independent evaluation of the In Place Hydrocarbons and recoverable volumes expected in accordance with Petroleum Resources Management System ("PRMS") (2007 and 2011) prepared by the Oil and Gas Reserves Committee of the Society of Petroleum Engineers ("SPE") and reviewed and jointly sponsored by the World Petroleum Council ("WPC"), the American Association of Petroleum Geologists ("AAPG") and the Society of Petroleum Evaluation Engineers ("SPEE"). The results of this work have been presented in accordance with the Listing Rules and Guidelines of the ASX

The reserves as at 31 December 2018 remain the same as 31 December 2017.

4. CONTINGENT RESOURCES AS AT 31 DECEMBER 2018:

Contingent Resources (‘000 bbl)	W.I	Gross			Net to DOR		
		1C	2C	3C	1C	2C	3C
Brockham Field PL 235 ¹	10 %	89	237	283	9	24	28
**Lidsey Field PL 241 ^{1,3}	20 %	296	568	739	89	0	221
*Horse Hill Upper Portland PEDL 137 ²	6.5 %		1,49 8	3,62 9	38. 5	97. 4	
*Horse Hill Kimmeridge, Oxford, Lias ⁴	6.5 %				TB C	TB C	
Isle of Wight Arreton Discovery ⁵	5 %	9,90 0	15,7 00	24,1 00	50 0	79 0	
							1,200

Notes:

¹ Refer to the Doriemus 30 August 2017 Prospectus (Xodus Technical Experts report).

² Refer to UKOG website - Xodus Report Horse Hill Upper Portland Sandstone STOIP and recoverable Volumes review PEDL 137 dated 6 February 2017.

³ Doriemus has a 30% Participating Interest (P.I.) in the production from Lidsey 2 and a 20% WI in all other wells in Lidsey Field.

⁴ Refer Schlumberger report 4th June 2015 (PEDL 137 & PEDL 246 Horse Hill Licenses), and UKOG and DOR release 26 August 2015.

⁵ Refer to the Xodus Arreton Discovery - PEDL 331, Onshore Isle of Wight Independent review 27 January 2016 (Technical Experts report).

* As detailed in the Chairman’s Statement in the Annual Report Doriemus has since 31 December 2018 disposed of 6% of its 10% interest in HHDL and currently only holds a 4% interest in HHDL.

** As detailed in the Chairman’s Statement in the Annual Report, Doriemus has since 31 December 2018 signed a binding agreement to dispose of its interest in PL 241 and upon completion it will no longer hold an interest in this asset.

NOTE (Resources Table):

The resources in these tables only refer to the reserves estimated by the Independent Technical Experts report(s) on the conventional oil developments in the Oolite Limestones (Lidsey), the Portland Sandstones (Brockham) and the Horsehill Upper Portland. No consideration has been given to the potential Reserves of the Kimmeridge and Corallian reservoirs in Brockham and Lidsey. Doriemus is of the view that with the current planned analysis and testing of the wells drilled through the Kimmeridge and other prospective formations there is the possibility of an upgrade of reserves and contingent resources which will be reported as required.

The resources as at 31 December 2018 remain the same as 31 December 2017.

5. RESERVES AND RESOURCES COMPARISON 31 DECEMBER 2017 vs 31 DECEMBER 2018

No change.

6. DISCOVERED PETROLEUM IN PLACE AS AT 31 DECEMBER 2018:

Gross STOIP (MMbbl)	Low	Best	High
Brockham Field (PL 235) ¹	1.7	2.8	4.3
**Lidsey Field (PL 241) ^{1,2}	5.8	9.7	15.1

¹ Refer to the Doriemus 30 August 2017 Prospectus (Xodus Technical Experts report).

² Doriemus had a 30% Participating Interest (P.I.) in the production from Lidsey 2 and a 20% WI in all other wells in Lidsey Field

Note: The Gross STOIP in this table refer to the estimated by the Xodus Report on the STOIP (discovered petroleum in place) in the Oolite Limestones (Lidsey), the Portland Sandstones (Brockham) and the Horsehill Upper Portland.

** As detailed in the Chairman's Statement in the Annual Report, Doriemus has since 31 December 2018 signed a binding agreement to dispose of its interest in PL 241 and upon completion it will no longer hold an interest in this asset.

7. CONTROLS AND AUDIT SYSTEMS

Doriemus does not presently hold operating interests in any of its assets and as a result does not have day to day control over its assets. However, since obtaining the interests in its relevant assets the Company has worked, and will continue to work, closely with the relevant operators of our assets as they review resources and reserves over time to ensure these are updated and / or revised as appropriate.

As has been the case to date, any reserve estimates conducted in the future are likely to be performed by independent technical expert groups such as McDaniel & Associates Consultants Ltd, RPS Group Plc, Ryder Scott Company, Xodus Group in other internationally recognised experts in conjunction with both our fields operators experts and our Technical Director, Mr Gregory Lee.

The Board will ensure the reserve/resources/oil in place reports presented will be in accordance with SPE Petroleum Resources Management System ("PRMS") in compliance with the Oil and Gas Reserves Committee of the Society of Petroleum Engineers ("SPE"), World Petroleum Council ("WPC"), the American Association of Petroleum Geologists ("AAPG") and the Society of Petroleum Evaluation Engineers ("SPEE") when appropriate.

8. QUALIFIED PETROLEUM RESERVES AND RESOURCES EVALUATOR STATEMENT:

The Resources Statement in this Annual Report is based on, and fairly represents, information and supporting documentation prepared by, or under the supervision of, a qualified petroleum reserves and resources evaluator. The Reserves Statement as a whole has been approved by Mr Gregory Lee, who is the Technical Director of the Company. Mr Lee has more than 30 years' diversified experience in the petroleum industry. Mr Lee is a chartered professional Engineer (CPEng) and a member of the society of petroleum engineers (MSPE) and has been an independent consultant Petroleum Engineer since 1992 and has sufficient experience in exploration for, appraisal and development, operations of oil and gas resources.