

Statement of Reasons

Petroleum Act 1984

Determination and reasons for determination as to appropriate person to hold a licence or lease

Applicant	<i>Horizon Oil Limited</i> <i>ACN 009 799 455</i> <i>Level 4, 360 Kent Street</i> <i>Sydney NSW 2000</i>
Permit or licence being applied for	<i>Production Licence 7</i> <i>Production Leases 3, 4, and 5</i>
Date of determination	<i>May 2026</i>

1. Background

- (a) The Applicant has applied for the change in control of a corporation holding a licence under section 104E of the *Petroleum Act 1984* (the Act).
- (b) The Applicant has applied to acquire shares in a company or corporation, either directly or indirectly, in another company or corporation which holds a lease under section 16 of the repealed *Petroleum (Prospecting and Mining) Act 1980* (PPMA).
- (c) Section 104E(7) of the Act and regulation 14 of the Petroleum Regulations 202 require me to be satisfied that the Applicant, and any associated entity of the applicant, is an appropriate person to hold a licence or a lease under the Act. In making that determination, I must have regard to the matters set out in section 15A(1) and, where necessary, section 15A(2).
- (d) Section 15A(5) provides that I must publish, on the Agency's website, the reasons why I have determined that an Applicant, and any associated entity of the Applicant, is or is not an appropriate person to hold a licence or lease under the Act.
- (e) This document contains my determination and my reasons.

2. Determination

- (a) I am satisfied that the Applicant is an appropriate person to hold a licence or a lease under the Act and the PPMA.

3. Reasons for determination

- (a) I have had regard to the matters set out in section 15A.
- (b) Where there is a reference to a director, I have taken into consideration any person concerned in the management of the body corporate as is required by section 15A(3).
- (c) The table below sets out the matters referred to in section 15A(1). I set out in that table the material factors that are relevant to each such matter.

Section in Act	Matter	Material factors
15A(1)(a)	<p>The Applicant or associated entity's record of compliance with the prescribed legislation, including:</p> <ul style="list-style-type: none"> (i) whether the Applicant or entity has contravened any of the prescribed legislation; and (ii) the seriousness of any contraventions; and (iii) the length of time since the contraventions (if any) occurred; and (iv) any other matter the Minister considers relevant. 	<p><i>The Applicant has provided a statement that it confirms that there have been no instances of non-compliance with the prescribed legislation.</i></p> <p><i>The Applicant's success with respect to its other titles, including OL4 and OL5 within the Amadeus Basin, demonstrates a strong record of compliance.</i></p> <p><i>The Applicant is not aware of, nor has it been made aware of, any contraventions of the Prescribed Legislation by any government authority, joint venture partner or stakeholder in respect of its existing permits.</i></p> <p><i>No evidence was discovered to establish that this is not the case.</i></p> <p><i>The Applicant has not contravened the prescribed legislation.</i></p>
15A(1)(b)	Whether the Applicant or associated entity has held a licence or other authority under the prescribed legislation where that licence or authority has been suspended or revoked.	<p><i>The Applicant has not held a licence or other authority under the prescribed legislation that has been suspended or revoked.</i></p>
15A(1)(c)	Whether in the opinion of the Minister, the action or thing to be authorised by the permit or licence is or will be under the control of a technically competent person.	<p><i>The Applicant provided the following documents to support its technical capacity:</i></p> <ul style="list-style-type: none"> • <i>a statement on its technical capacity</i> • <i>CVs for each director and technical staff of the Applicant</i> • <i>Details of the Well Integrity Management System for the operator of the titles; Central Petroleum Limited.</i> <p><i>All key personnel have extensive experience in the oil and gas industry.</i></p> <p><i>The titles will continue to be operated by the operator, Central Petroleum Limited, which has demonstrated experience in the Amadeus Basin.</i></p> <p><i>For these reasons, I am of the opinion that the action or thing will be under the control of a technically competent person.</i></p>
15A(1)(d)	Whether in the opinion of the Minister, the Applicant or associated entity is of good repute, having regard to character, honesty and integrity.	<p><i>The Applicant has provided statements that it considers itself to be of good financial standing and of good repute, having regard to character, honesty and integrity.</i></p>

		<p><i>The Applicant operates on a commercial and transparent basis, and is committed to maintaining a high standard of corporate governance.</i></p> <p><i>The Applicant has developed a robust internal governance system through its policies and charters which detail the key governance policies and practices adopted by the Board. This framework guides the governance and management of the Applicant. Under ASX Listing Rule 4.10.3, ASX-listed entities are required to benchmark their corporate governance practices against the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (ASX Recommendations). All these practices, unless otherwise stated, were in place for the full financial year.</i></p> <p><i>For these reasons, I am of the opinion that the Applicant or entity is of good repute.</i></p>
15A(1)(e)	Whether the Applicant or associated entity has, within the previous 10 years, been convicted in the Territory or elsewhere of an offence involving fraud or dishonesty	<p><i>The Applicant has not within the previous 10 years, been convicted in the Territory or elsewhere of an offence involving fraud or dishonesty.</i></p> <p><i>No evidence has been discovered to establish that this is not the case.</i></p>
15A(1)(f)	Whether the Applicant or associated entity, within the previous 3 years: <ul style="list-style-type: none"> (i) was an undischarged bankrupt; or (ii) applied to take the benefit of any law for the relief of bankrupt or insolvent debtors; or (iii) entered into an arrangement with the Applicant or entity's creditors or made an assignment of the Applicant or entity's remuneration for their benefit. 	<p><i>None of these events have occurred within the previous 3 years.</i></p> <p><i>No evidence has been discovered to establish that this is not the case.</i></p>
15A(1)(g) 15A(3)	Whether the Applicant or associated entity is or was a director of a body corporate that is the subject of a winding-up order or for which a controller or administrator has been appointed within the previous 3 years	<p><i>None of the directors or management of the Applicant have been the director of a body corporate the subject of a winding up order or for which a controller or administrator has been appointed in the past 3 years.</i></p> <p><i>No evidence has been discovered to establish that this is not the case.</i></p>

15A(1)(h)	Whether the Applicant has demonstrated to the Minister the financial capacity to comply with the Applicant's obligations under the permit or licence.	<p><i>When considering the Applicant's and associated entities' financial capacity, consideration was given to:</i></p> <ul style="list-style-type: none"> • <i>Applicant's covering letter</i> • <i>A letter from Richard Beament, Managing Director and Chief Executive Officer of Horizon, a member of Chartered Accountants Australia and New Zealand.</i> • <i>Financial statements:</i> <ul style="list-style-type: none"> ○ <i>prepared by a chartered accountant</i> ○ <i>signed by a director of the company</i> ○ <i>audited by an independent chartered accountant.</i> • <i>Extract of audited financial statements.</i> <p><i>Consideration was also given to the Applicant's independent probity report, and no adverse details were reported.</i></p> <p><i>For these reasons, the Applicant has demonstrated the financial capacity to comply with its obligations under the licence or lease.</i></p>
15A(1)(i)	Whether the Applicant or associated entity is in partnership, in connection with the action that is the subject of the permit or licence, with a person whom the Minister does not consider to be an appropriate person having regard to the matters listed in section 15A(1) (being the matters above) and section 15A(2) (being the matters below).	<p><i>The Applicant is not in partnership with any other person that the minister does not consider to be an appropriate person.</i></p> <p><i>The term 'partnership' does not include Joint Ventures.</i></p>
15A(1)(j)	Any other matters the Minister considers relevant in determining whether a person is an appropriate person to hold a permit or licence.	<p><i>I do not consider that any other matters are relevant.</i></p>
<p><i>If the Applicant or entity is not a body corporate, the matters below do not need to be considered.</i></p>		
15A(2)(a) 15A(3)	<p>Whether a director of the Applicant or associated entity:</p> <p>(i) has contravened the prescribed legislation or has held a licence or other authority under the prescribed legislation that has been suspended or revoked; or</p> <p>(ii) is or has been the director of another body corporate that has</p>	<p><i>The Applicant's board members include:</i></p> <ul style="list-style-type: none"> • <i>Mr Bruce Clement - Independent Non-Executive Chairman</i> • <i>Mr Richard Beament – Managing Director and Chief Executive Officer</i> • <i>Ms Catherine Costello – Independent Non-Executive Director</i> • <i>Mr Gregory Bittar – Non-Executive Director</i>

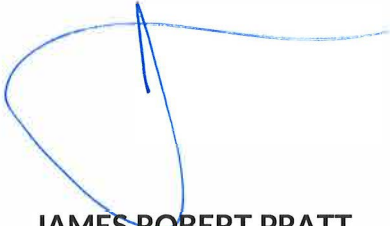
	<p>contravened the prescribed legislation or has held a licence or other authority under the prescribed legislation that has been suspended or revoked</p>	<ul style="list-style-type: none"> • Mr Nigel Burgess – Non-Executive Director • Dr Petere Goode – Independent Non-Executive Director. <p><i>The Applicant's key personnel include:</i></p> <ul style="list-style-type: none"> • Mr Richard Beament – Managing Director and Chief Executive Officer • Mr Gavin Douglas – Chief Operating Officer • Mr Kyle Keen – Chief Financial Officer & Assistant Company Secretary • Mr Vasilios Margiankakos – Group Tax Manager & Company Secretary • Mr Hany Sadek – General Manager Projects and Engineering. <p><i>The directors have not contravened the prescribed legislation.</i></p> <p><i>The directors have not held a licence or other authority under the prescribed legislation that has been suspended or revoked.</i></p> <p><i>The directors are not and have not been a director of another body corporate that has contravened the prescribed legislation.</i></p> <p><i>The directors are not and have not been a director of another body corporate that has held a licence or other authority under the prescribed legislation that has been suspended or revoked.</i></p>
<p>15A(2)(b) 15A(3)</p>	<p>In the case of a body corporate that is the subsidiary of another body or company (the parent company) – whether:</p> <p>(i) the parent company or a director of the parent company has contravened the prescribed legislation or has held a licence or other authority under the prescribed legislation that has been suspended or revoked; or</p> <p>(ii) a director of the parent company is or has been the director of another body corporate that has contravened the prescribed legislation or has held a licence or other authority under the prescribed legislation that has been suspended or revoked.</p>	<p><i>The parent company is Horizon Oil Limited.</i></p> <p><i>The directors and persons concerned in the management of the parent company are listed above.</i></p> <p><i>The directors have not contravened the prescribed legislation.</i></p> <p><i>The directors have not held a licence or other authority under the prescribed legislation that has been suspended or revoked.</i></p> <p><i>The directors are not and have not been a director of another body corporate that has contravened the prescribed legislation.</i></p> <p><i>The directors are not and have not been a director of another body corporate that has held a licence or other authority under the prescribed legislation that has been suspended or revoked.</i></p>

15A(2)(c) 15A(3)	The record of compliance with the prescribed environmental legislation of any director of the Applicant or associated entity.	<i>The directors of the Applicant have not contravened any of the prescribed environmental legislation in any material way. I am not aware of any breach of the prescribed legislation by the directors or any persons concerned in the management.</i>
15A(2)(d) 15A(3)	Whether in the opinion of the Minister, a director of the Applicant or associated entity is of good repute, having regard to character, honesty and integrity.	<i>The Applicant has provided a statement that it considers the directors of its company to be of good repute, having regard to character, honesty and integrity. There is no evidence available that suggests otherwise. For these reasons, I am of the opinion that each director is of good repute.</i>
15A(2)(e) 15A(3)	Whether a director of the Applicant or associated entity has, within the previous 10 years, been convicted in the Territory or elsewhere of an offence involving fraud or dishonesty.	<i>No director nor any person concerned in the management has, within the previous 10 years, has been convicted in the Territory or elsewhere of an offence involving fraud or dishonesty. No evidence has been discovered to establish that this is not the case.</i>
15A(2)(f)	Whether the Applicant or associated entity is the subject of a winding up order or has had a controller or administrator appointed within the previous 3 years.	<i>None of these events has occurred within the previous 3 years. No evidence has been discovered to establish that this is not the case.</i>

- (d) In making my determination I have had regard to each of the matters noted above.
- (e) *In making my determination I have had regard to documents that include the following:*
- (i) *Applicant's covering letter.*
 - (ii) *Letter from Richard Beament, Managing Director and Chief Executive Officer of Horizon, a member of Chartered Accountants Australia and New Zealand.*
 - (iii) *Horizon Oil Limited's financial statements for the period ended 30 June 2025.*
 - (iv) *Extract of audited financial statements for the period ended 30 June 2025.*
 - (v) *Horizon Oil Limited's 2025 Annual Report*
 - (vi) *Illion Comprehensive Report.*
 - (vii) *Appropriate person statement from Horizon Oil Limited.*
 - (viii) *CVs for board members, key personnel and technical staff.*
 - (ix) *Application for Change of Control of Corporation holding the production licence.*
 - (x) *Department of Mining and Energy technical assessment, information and data.*
 - (xi) *Search of online information.*

Dated this 14 day of May 2026

Made under the *Petroleum Act 1984* of the Northern Territory of Australia



JAMES ROBERT PRATT

Senior Executive Director Energy Development

Delegate of the Minister for Mining and Energy

Under an Instrument of Delegation dated 18 March 2025