ANNUAL REPORT

2015/2016

BYRONENERGY LIMITED

CORPORATE DIRECTORY

BYRON ENERGY LIMITED

ABN 88 113 436 141

Directors

Doug Battersby	(Non Executive Chairman)
Maynard Smith	(Executive Director & CEO)
Prent Kallenberger	(Executive Director)
Charles Sands	(Non-Executive)
Paul Young	(Non-Executive)
William Sack	(Executive Director)

Chief Executive Officer

Maynard Smith

Chief Financial Officer and Company Secretary

Nick Filipovic

Registered and Principal Australian Office

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Home Stock Exchange

ASX Limited

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ASX Code: BYE

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BYRONENERGY LIMITED

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DIRECTORS/MANAGEMENT HEAVILY INVESTED WITH APPROXIMATELY 25% OWNERSHIP

* See Company's ASX announcement dated 25 July 2016 – Byron Energy Independent Reserves and Resources

CHAIRMAN'S LETTER

Dear Shareholder,

The year ended 30 June 2016 has proved to be just as challenging for the oil and gas industry as the preceding year. After the precipitous fall in oil prices in 2015, prices have remained low throughout the year, trading in the range of US$26-59 per barrel, hitting a low of US$26.19 in February 2016. At 30 June 2016 the WTI oil price was US$48.27 per barrel. While gas prices in the US have been less volatile than oil they remain depressed due to oversupply. At 30 June 2016 the US spot gas price was US$2.29 per Mcf compared to $US2.83 at June 2015.

Against a background of low oil and gas prices, the level of drilling activity in the sector remains at historically low levels and share prices of oil and gas companies remain under pressure. These issues pose serious challenges for all oil and gas companies, particularly the smaller ones like Byron.

However Byron rose to the challenges of 2016 and had its most active year since listing on the ASX in May 2013 by leveraging its high quality prospect inventory and taking advantage of low drilling and service costs to drill two wells during the past twelve months. One of those wells, at South Marsh Island 71 ("SM 71"), was a great success and has set the stage for a bright future. During the year Byron also acquired the Bivouac Peak Prospect, an onshore/marshland lease from private landowners over approximately 2,400 contiguous acres (9.7 square kilometres) along the southern Louisiana Gulf Coast inboard of Byron's existing shallow water projects. Bivouac Peak is located in the highly productive transitional zone comprising the northernmost shallow waters of the Gulf Of Mexico Shelf, Louisiana State Waters, and onshore coastal Louisiana.

Following last year's annual general meeting, held late in November, we announced a multi-well staged farm out agreement with Otto Energy Limited ("Otto") that potentially injects approximately US$17 million in capital into Byron's existing oil and gas projects in the Gulf of Mexico. Under this transaction Otto obtained a right to:- (i) earn a 50% working interest in Byron's SM 6 and SM 71 leases by paying a disproportionate share of drilling costs of the SM 6 #2 and SM 71 #1 wells and reimbursing a portion of Byron's past costs on those projects, and (ii) an option to earn a 45% working interest in Byron's Bivouac Peak leases by paying a disproportionate share of drilling costs of the first well on the leases and reimbursing a portion of Byron's past costs. The transaction with Otto enabled acceleration of Byron's drilling program in the Gulf of Mexico. Partnering with a well-capitalised company, like Otto, reduced Byron's capital requirements while Byron retained operatorship and leveraged its Gulf of Mexico expertise and scarce capital.

Soon after the Otto transaction, Byron completed a $A 5.0 million (US$3.5 million) equity raising at $A0.15 per share in January 2016 and a conversion of director loans of approximately $US1.1 million to equity at the same price, thus further improving financial strength of the Company.

In February 2016, Byron commenced a two well drilling program on its leases in the Gulf of Mexico. This two well program culminated in a successful oil discovery at SM 71. The SM 71 #1 well logged a total of 132 feet of true vertical thickness oil pay in the I, J and D5 Sands. A fourth sand, 19 feet thick and gas bearing, was logged near the bottom of the well. These results were consistent with pre-drill expectations and were achieved using high-tech 3D seismic data and RTM processing, a stated objective of the Company.

The primary target in the SM 71 #1 well, the D5 Sand, has 91 feet of high reservoir quality oil pay with porosities in the range of 30 to 32%. The I and J sands were also of high quality with porosities up to 30%.

BYRON ROSE TO THE CHALLENGES OF 2016 AND HAD ITS MOST ACTIVE YEAR SINCE LISTING ON THE ASX IN MAY 2013

Following the success of the SM 71 #1 well, Collarini Associates, independent reservoir engineers, revised the reserves and resources for SM 71. As at 30 June 2016 Collarini has assessed Byron's net 2P reserves for SM 71 at 2,028 mbbl of oil and 1.5 bcf of gas, equivalent to 2,272 mboe.

The SM 71 #1 well was preceded by the SM 6 #2 well, which was commercially unsuccessful. After encountering three hydrocarbon bearing sands in the F Series Sands the SM6 #2 well experienced drilling difficulties with the drill pipe becoming stuck in the initial drill hole and also in the bypass hole. Due to increased risk and expense from higher than expected pressure encountered while drilling the SM 6 #2 well and possible mechanical issues with the wellbore, the Company decided not to re-enter the well. Byron also re-assessed the economics of shallower F Series sands. However, in light of Byron's significant success at SM 71 and prevailing oil and gas prices Byron decided to focus its resources on development of SM 71 and relinquished the SM 6 lease in August 2016.

Byron was also active on the funding front. In addition to the Otto transaction, in July 2016 the Company signed a definitive agreement with the ASX listed Metgasco Limited ("Metgasco") to raise up to $A8 million through an issue of a Convertible Note to Metgasco, providing Byron with funding for SM 71 project development. Under this transaction, Metgasco also has an option to earn a 10% working interest in Byron's Bivouac Peak leases by paying a disproportionate share of drilling costs of the first well on the leases having already reimbursed a portion of Byron's past costs. In August 2016 Byron also announced an A$5.5 million capital raising through a placement of 42.4 million shares at A$0.13 per share. The first tranche of the placement, for 36.9 million shares, was completed in August 2016 while the second tranche, for 5.5 million shares, is subject to shareholder approval at the forthcoming AGM.

Byron's focus is now squarely on SM 71 development, with the goal of commencing production in mid-2017, subject to permitting.

The drilling of the two wells combined with the Otto and Metgasco transactions has meant a very active year for our small team of staff and contractors. In that regard, I would like to acknowledge the continued support of Byron's staff and contractors. In particular I would like to acknowledge the effort of our senior executive team - CEO, Maynard Smith, our two Lafayette based Executive Directors, Prent Kallenberger and Bill Sack and our CFO, Nick Filipovic - all of whom have had a very busy and demanding year, culminating with the successful oil discovery at SM 71. The team is now focused on bringing the SM 71 oil discovery into production.

Finally, I would like to take this opportunity on behalf of the Board to thank our shareholders for their ongoing support of the Company. The past 12 months have posed many challenges for Byron and I believe Byron has met those challenges head on with excellent results. We have drilled a well at SM 71 that has launched Byron on a path to oil and gas production, expected in the middle of 2017, and provides a platform of future growth from Byron's other Gulf of Mexico and Louisiana transition zone projects. Without the continued support from our longstanding and new shareholders and our staff, this would not have been possible. We look forward to an active year ahead and to next year's report.

Doug Battersby
Chairman

REVIEW OF OPERATIONS

BYRON ENERGY LIMITED IS FOCUSED ON OIL AND GAS EXPLORATION IN THE SHALLOW WATER OF THE GULF OF MEXICO ("GOM") AND THE TRANSITION ZONE INCLUDING THE STATE WATERS AND ADJACENT COASTLINE IN THE UNITED STATES OF AMERICA.

The GOM and the Transition Zone is viewed by Byron as an attractive area to focus on due to:-

1. favourable economics associated with accessible and extensive infrastructure network,
2. shallow water projects are relatively low cost,
3. reservoirs are generally high rate/high recovery due to high quality sands,
4. proposed wells target multiple stacked hydrocarbon objectives,
5. each project usually has multiple prospects, and
6. projects are usually amenable to utilisation of advanced geophysical technology.

The experienced and committed team at Byron has a proven track record of drilling successful wells and creating wealth particularly through the use of high-tech leading edge technology such as high frequency Reverse Time Migration seismic. Byron is also applying Full Wave Inversion technology where appropriate to produce 3D seismic attributes at the reservoir level.

Byron actively manages its portfolio of leases through participation in the GOM lease sales conducted by the Federal Government through the Bureau of Ocean Energy Management ("BOEM") and leasing of properties from private landowners.

PROPERTIES

At 30 June 2016 Byron's had eight areas of interest in the shallow water of the GOM and the Transition Zone, offshore Louisiana, covering six projects. Following the relinquishment of SM 6 and GI 95, post June 30 2016 balance date, Byron has four projects. With operatorship and a holding between 45-100% in each project, Byron is able to control or significantly influence timing of projects, optimise use of capital and retain flexibility to farm-out equity in the project. Byron's areas of interest, all of which are currently undeveloped, are summarised below.

Properties	Operator	Interest WI/NRI* (%)	Lease Expiry Date	Lease Area (km^2)
South Marsh Island				
Block 70#	Byron	100.00/40.625	July 2017	22.13
Block 71#	Byron	100.00/40.625	July 2017	12.16
Block 6#	Byron	100.00/81.25	December 2016**	20.23
Eugene Island				
Block 18	Byron	100.00/78.75	April 2020	2.18
Block 63	Byron	100.00/81.25	May 2018	20.23
Block 76	Byron	100.00/81.25	May 2018	20.23
Grand Isle				
Block 95***	Byron	100.00/79.75	September 2017	18.37
Transition Zone (Offshore Louisiana)				
Bivouac Peak Leases##	Byron	90.00/67.05	September 2018	9.70

* Working Interest ("WI") and Net Revenue Interest ("NRI").The WI and NRI percentages in respect to SM 70 and SM 71 are post the Otto Energy Limited ("Otto") earn-in. The WI and NRI for and Bivouac Peak are before Otto and Metgasco Limited ("Metgasco") earn any WI and NRI.

** Under with the terms of the Suspension of Operations which expire on 31 December 2016. Subsequent to 30 June 2016, Byron announced that after an extensive study of various development scenarios, it had decided to relinquish the lease and the Bureau of Ocean Energy Management accepted Byron's voluntary relinquishment of the SM 6 lease.

*** Post 30 June 2016 balance date, Byron elected to relinquish GI 95.

\# Because the SM 6 #2 well failed to reach the base of the G 20 Sand Byron's partner, Otto, did not earn an interest in the SM 6 lease.

\## Otto has elected to earn a 50% working interest in Byron's SM 70/71 leases. Consequently, Byron's interest in these leases has reduced to 50%/40.625% respectively. Since the end of the June 2016 quarter Otto has acquired an option to earn a 45% working interest in Byron's Bivouac Peak leases. If Otto earns its interest Byron's interest in Bivouac Peak will decline to 45%/33.525%. As announced on 9 June 2016, Byron has also granted Metgasco the right (but Metgasco does not incur an obligation) to acquire an option to farm in to Byron's Bivouac Peak leases for a 10% working interest (out of Byron's 45% working interest). If Otto earns an interest and Metgasco exercises its option and earns into the Bivouac Peak project, Byron's working interest and net revenue interest will reduced to 35% and 26.075% respectively.

OPERATIONS

PORTFOLIO

BYRON HAS A PORTFOLIO OF OPERATED PROPERTIES IN THE GULF OF MEXICO, WHICH ARE OIL PRONE.

TECHNOLOGY

THE COMPANY'S STRATEGY IS UNDERPINNED BY CUTTING EDGE TECHNOLOGY INCLUDING REVERSE TIME MIGRATION SEISMIC.

STRATEGY

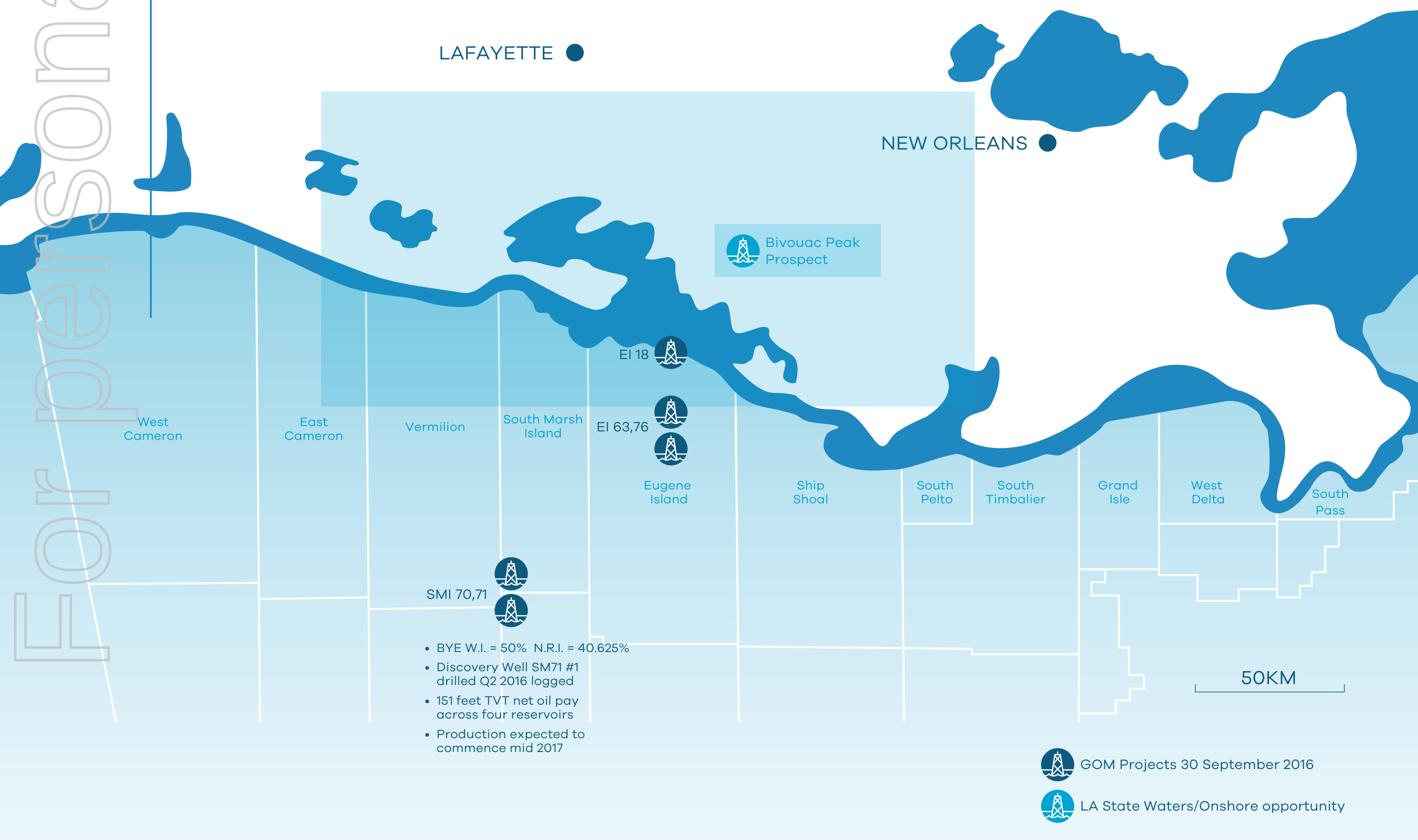
BYRON'S STRATEGY IS TO IDENTIFY HIGHLY PROSPECTIVE OIL AND GAS PLAYS VIA CUTTING EDGE GEOPHYSICS, LEASE BLOCKS AND OPERATE WITH A 100% WORKING INTEREST OR FARM DOWN ON FAVOURABLE TERMS.

GULF OF MEXICO

THE GOM IS A PROLIFIC HYDROCARBON PROVINCE WITH SIGNIFICANT REMAINING RESERVES, EXCELLENT INFRASTRUCTURE AND A FAVOURABLE LEASING AND OPERATING ENVIRONMENT.

BYRON ENERGY IS FOCUSED SOLELY ON THE US GULF OF MEXICO SHELF

BYRON ENERGY GULF OF MEXICO & LOUISIANA STATE WATERS LEASES

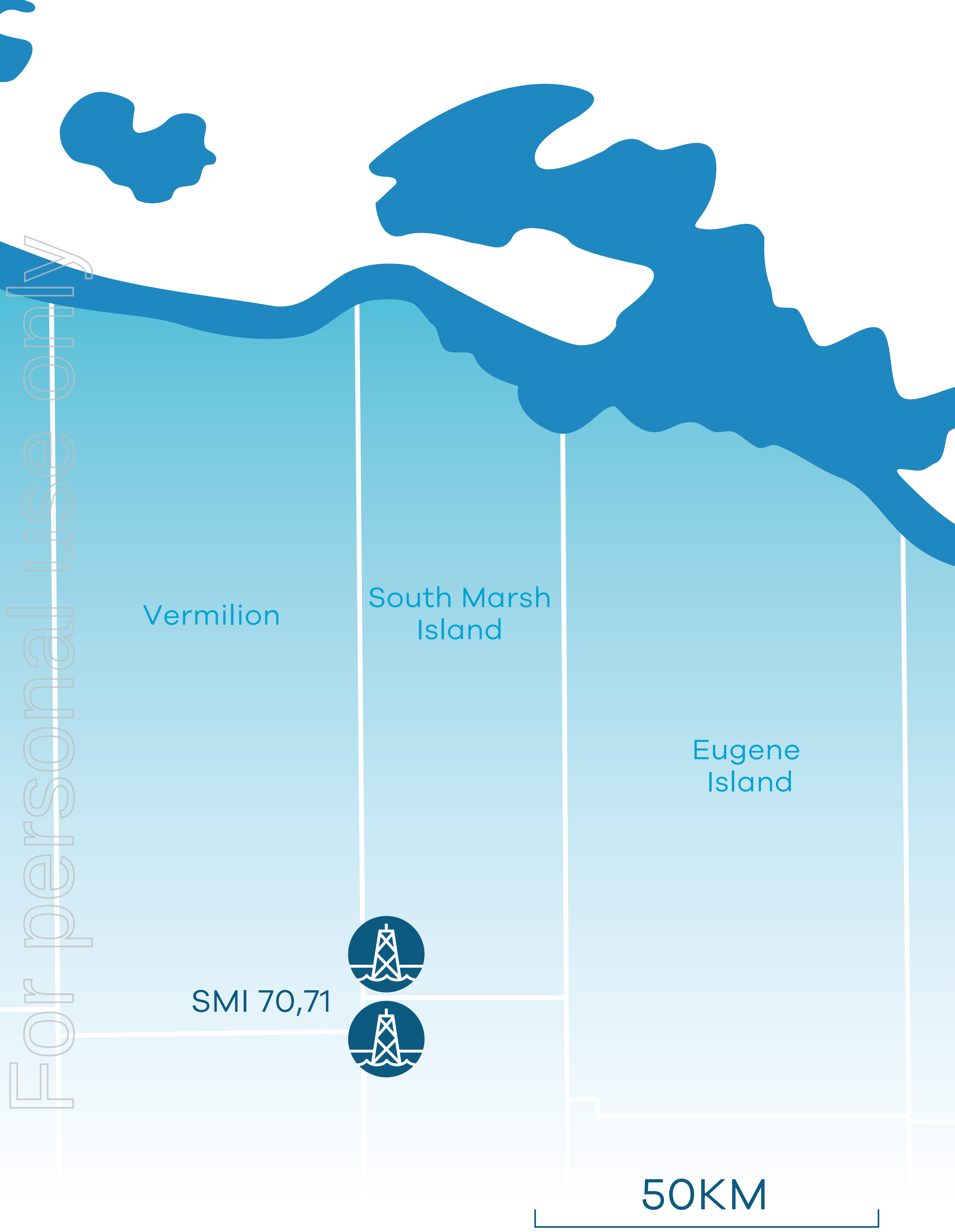


1. SOUTH MARSH ISLAND BLOCK 70/71

Byron owns two leases in the South Marsh Island Block 73 ("SM 73") Field: South Marsh Island blocks 70 ("SM 70") and 71 ("SM 71"). Both leases were acquired by Byron as high bidder in Gulf of Mexico ("GOM") Outer Continental Shelf ("OCS") Lease Sale 222 on June 20, 2012. Byron is the designated operator of both blocks and owns a 50% Working Interest ("WI") and a 40.625% Net Revenue Interest ("NRI") in each block, with ASX listed Otto Energy Limited holding the balance of the WI and NRI in the two blocks. Water depth in the area is approximately 138 feet. There is no production from SM 70/71 blocks currently.

Both blocks lie within the SM 73 field as defined by the Bureau of Ocean Energy Management ("BOEM"). The SM 73 field is located in the Gulf of Mexico, 160 miles southwest of New Orleans. The SM 73 field comprises nine OCS blocks which together have cumulatively produced 117.5 million barrels of oil (mmbo) and 377 Billion cubic of gas (bcf) since production in the field began in April 1963. More importantly, over 75 mmbo and 71 bcf have been produced from the SM 73 field above 7,500' True Vertical Depth ("TVD") which is the depth interval targeted by Byron in its recently drilled Byron Energy SM71 #1 well ("SM 71 #1").

The GOM has an extensive exiting infrastructure of oil and gas pipelines to transport produced oil and gas to sales points onshore. This infrastructure has resulted in an operating environment that is lower cost than shale or other unconventional resource projects in the USA. The Company will take advantage of this low cost operating environment in its SM 71 development by tying in to those pipelines at an offset operated platform. This approach not only lowers operating expenses, it provides a faster path to initial production.


Vermilion
South Marsh Island
Eugene Island
SMI 70,71
50KM

REVIEW OF OPERATIONS (CONTINUED)

Regional Geology

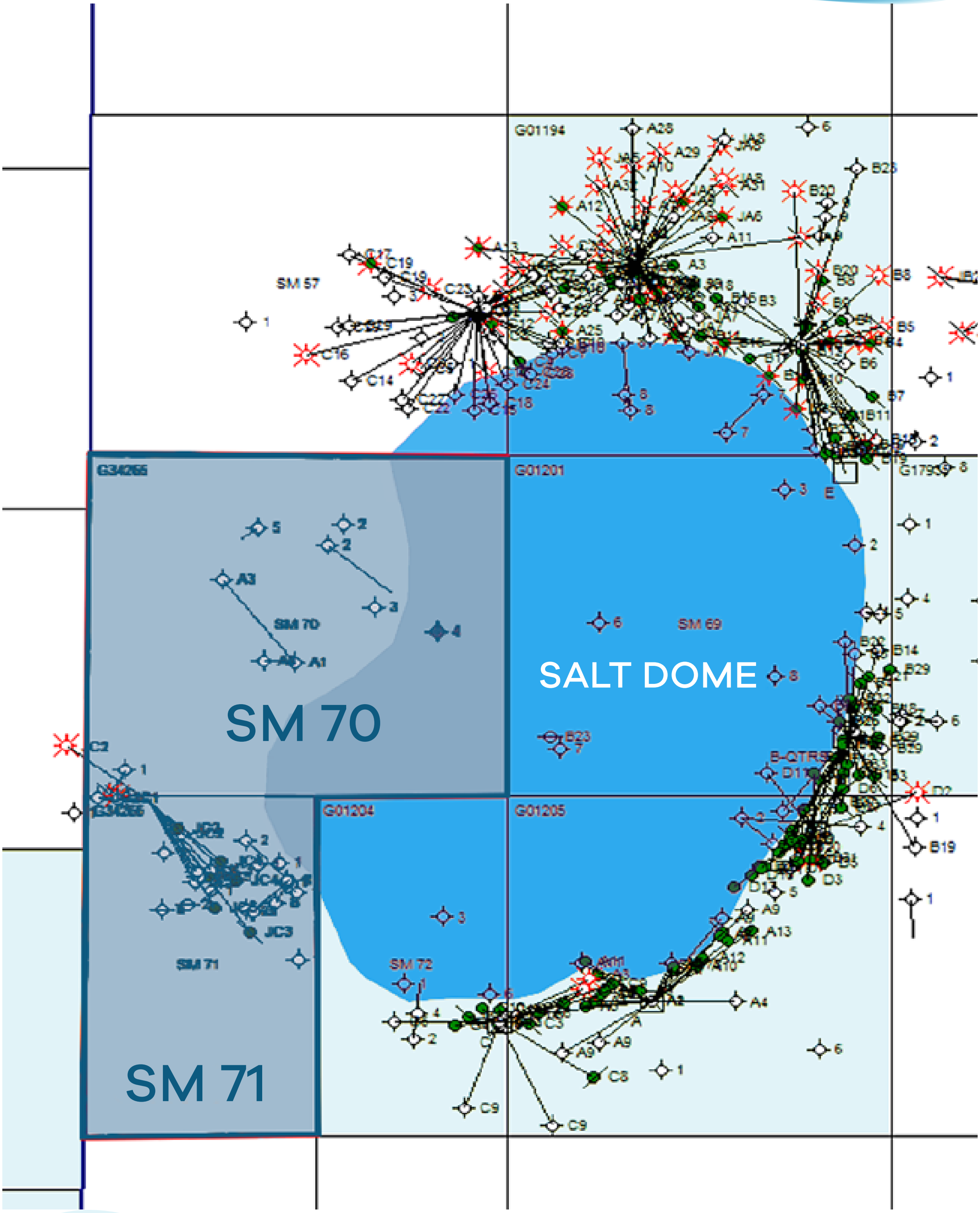
The SM 73 field encompasses nine OCS lease blocks (81 square miles) which overlie a large piercement salt dome. The salt dome is responsible for providing the trapping mechanism for production in all portions of the SM 73 field. The SM 73 field is productive from discrete hydrocarbon-bearing sandstone reservoirs which are primarily trapped in three-way structural closures bound either by salt or stratigraphic thinning, on their updip edge. These reservoirs are Pleistocene to Pliocene age sands ranging in depth from 5,000′ to 8,800′ TVD. The majority of the field production has come from depths less than 7,500′ in high quality sandstone reservoirs.

Total production for previous SM 71 leaseholders from 1962 to 2010 reached 3.9 mmbo from the I and J Sands from 28 wellbores that were located on the basis of gravity, magnetic and low fold 2D seismic geophysical data. Beginning in 1994 Shell Oil Company used 1990's vintage 3D seismic data for seven horizontal oil wells that primarily were drilled and completed in the J Sand reservoir. That none of these wellbores was located in a position to penetrate the D5 Sand, a major producing sand on the adjacent blocks, is believed responsible for the resulting relatively limited production volumes.

After extensive processing and interpretation, Byron drilled the SM 71 #1 well on the basis of modern Reverse Time Migration ("RTM") 3D Seismic data. The Byron SM 71 well #1 drilled in April/May 2016 encountered oil in the I Sand, J Sand, and D5 Sand in what is designated Fault Block "A". Each of these sands has been historically productive either on SM 71 (I and J Sands) or in the adjacent leases (I, J and D5 Sands), especially blocks South Marsh Island 72 ("SM 72") and South Marsh Island 73 ("SM 73").

A critical factor in trapping oil and gas is timing of sand deposition and hydrocarbon migration. As demonstrated by historical production, these are key elements and both elements were satisfied at SM 71. Also critical is identifying where channelized sands are present. Historically, most SM73 field wells were drilled on the basis of conventionally processed 2D and 3D seismic data. Utilizing modern RTM processing techniques and high resolution 3D seismic inversion processing has given Byron the ability to image and target new productive areas in the southwest portion of the SM 73 field on block SM 71. The Company believes that by including technology such as RTM as an integral part of its business strategy will result in it having an operational advantage over other Gulf of Mexico operators.

The trapping style of all hydrocarbon sands logged in the Byron SM 71 #1 well is nearly identical in nature to hydrocarbons trapped and produced on nearby blocks, especially SM 72 and SM 73. Average per well recovery from sands on SM 72 and SM 73 are 1.2 million barrels of oil and 1 bcf of gas.


G01194
SM 57
G01201
SM 69
SALT DOME
SM 70
G01204
G01205
SM 71
SM 72

REVIEW OF OPERATIONS (CONTINUED)

South Marsh Island Block 71 Development Plan

The SM 71 #1 well spudded on April 3, 2016 and was directionally drilled to a total depth of 7,477 feet measured depth and 6,915 feet true vertical depth. The Company's primary objective in drilling the well was to provide the opportunity to evaluate the strong seismic amplitude anomaly that could only have been imaged using RTM processed seismic data. The RTM data resulted in an interpretation that suggested the presence of trapped hydrocarbons in the D5 Sand. The distinct seismic character of the pre-drill prospect was nearly identical to known D5 Sand production on SM 72 and SM 73 where 17 completed wells have produced 26 mmbo.

The Byron SM 71 #1 well was drilled with a jack up rig owned and operated by Hercules Offshore. Byron was the lease operator of the well. The total cost of the SM 71 #1 well was approximately US$6.2 million (approximately $2.4 million net to Byron after farm-out) and required a total of 43 days to drill to total depth, log, and run production casing. The well logged 132' feet of true vertical thickness oil pay in the I, J and D5 Sands. A fourth, gas bearing sand, was logged near the bottom of the well and is 19' thick.

The D5 Sand, the primary target, has 91 feet of oil pay as demonstrated by electric logs and isotopic analysis of drilling gas. Reservoir quality is high with porosities in the D5 Sand in the range of 32% and up to 30% in the I and J Sand intervals. Initial production (IP) from D5 Sand completions in SM72 and SM73 has averaged 1,750 barrels of oil per day. Byron plans to initially complete the SM 71 #1 well at the D5 Sands with expectations of recording IP rates similar to those recorded on SM 72 and SM 73 blocks.

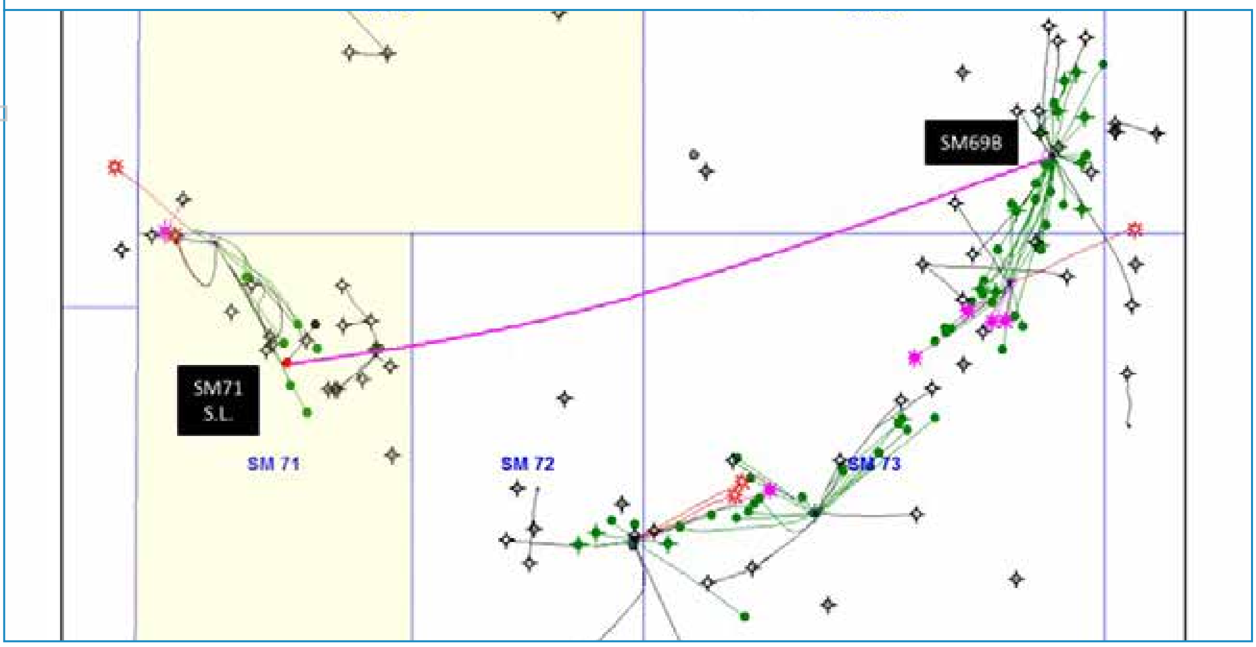
Wellbore operations for SM 71 #1 well leading to the planned start-up of full production include tying back to and reconnecting all strings of casing through the mudline suspension system hangers, placing proper completion fluids in the wellbore, perforating the D5 Sand and establishing sand control to optimize rates and prolong the life of the well. Byron expects the combined oil and natural gas produced from current D5 Sand proved undeveloped and probable undeveloped reserve categories during the life of #1 well to reach 2.1 mmbo and 1.5 bcf natural gas or 836 mbo and 600 mmcf natural gas net to the Company.

Byron is in negotiations on a Production Handling Agreement ("PHA"), with the operator of an offset platform that lies 7 miles to the east of SM 71. Under a PHA, after being metered at SM 71, produced fluids will flow via pipeline to the offset platform where it will be separated in to oil, gas and water. Oil and gas will be sold into existing trunk lines at the offset platform location. Day to day operations of the well will be handled by the offset operator from their manned facility.

Byron has identified and procured a used tripod structure capable of holding six wells and related production equipment. The tripod also has appropriate production equipment already in place which only needs to be refurbished and tested prior to use. The tripod structure will be modified for use in these water depths and has ample deck space for test equipment along with a helideck and a boat landing.

Work to modify the tripod and refurbish production equipment is expected to take approximately 16 weeks and will begin once Byron has applied for and received approval of required governmental permits.

SM 71 pipeline route



South Marsh Island Block 71 Development Drilling Potential

As at 30 June 2016, Byron's share of net reserves at SM 71 were:-

Reserve category	Oil (mbbl)	Gas (mmcf)	Oil equivalent (mboe 6:1)
Proved	**582**	**404**	**649**
Probable	1,446	1.059	1,623
Proved & Probable (2P)	**2,028**	**1,463**	**2,272**
Possible	540	373	602
Proved, Probable &Possible (3P)	**2,568**	**1,836**	**2,874**

In addition, SM 71 prospective resource as at 30 June 2016 attributed to Byron was 2,042 mbbl and 1,989 mmcf.

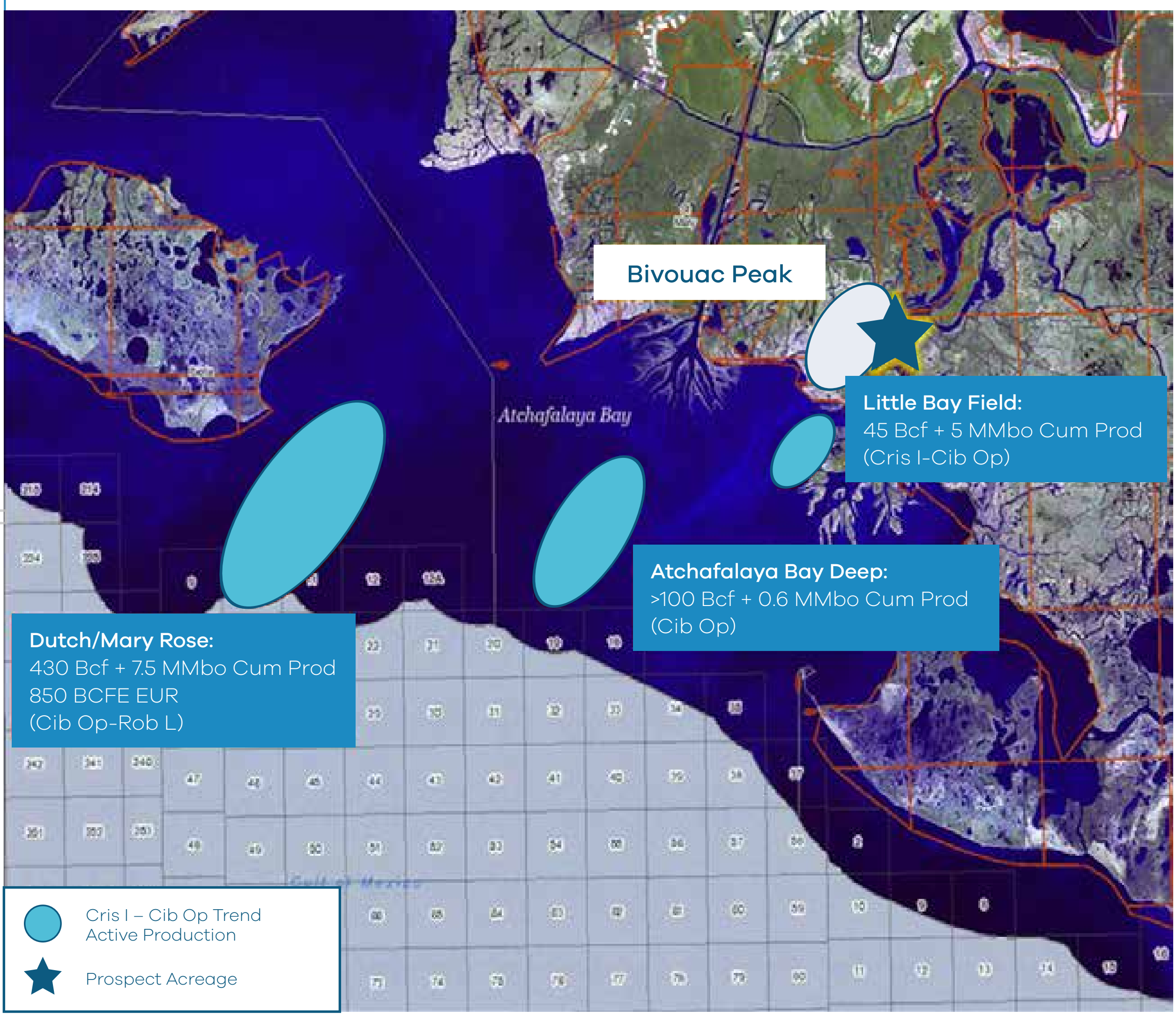
Byron plans to develop the field by completing the SM 71 #1 well, subject to permitting. To access all of the proved and probable reserves, Byron expects that two development wells, in addition to SM 71 #1 well, will be required. Future well locations on SM 71 are under technical review.

SM 71 Tripod decks in Laredo yard

2. BIVOUAC PEAK PROSPECT

In October 2015 Byron acquired the Bivouac Peak Prospect, an onshore/marshland lease from private landowners over approximately 2,400 contiguous acres (9.7 square kilometres) along the southern Louisiana Gulf Coast inboard of Byron's existing shallow water projects in the Federal Outer Continental Shelf ("OCS") leasing areas. The Bivouac Peak Prospect, acquired under the Aurora Exploration Option Agreement, announced to the market on 3 October 2014, is located in the highly productive transitional zone comprising the northernmost shallow waters of the Federal Gulf Of Mexico Shelf, Louisiana State Waters, and onshore coastal Louisiana.

Bivouac Peak Prospect Area
LA Transition Zone/ Onshore Regional Play Setting

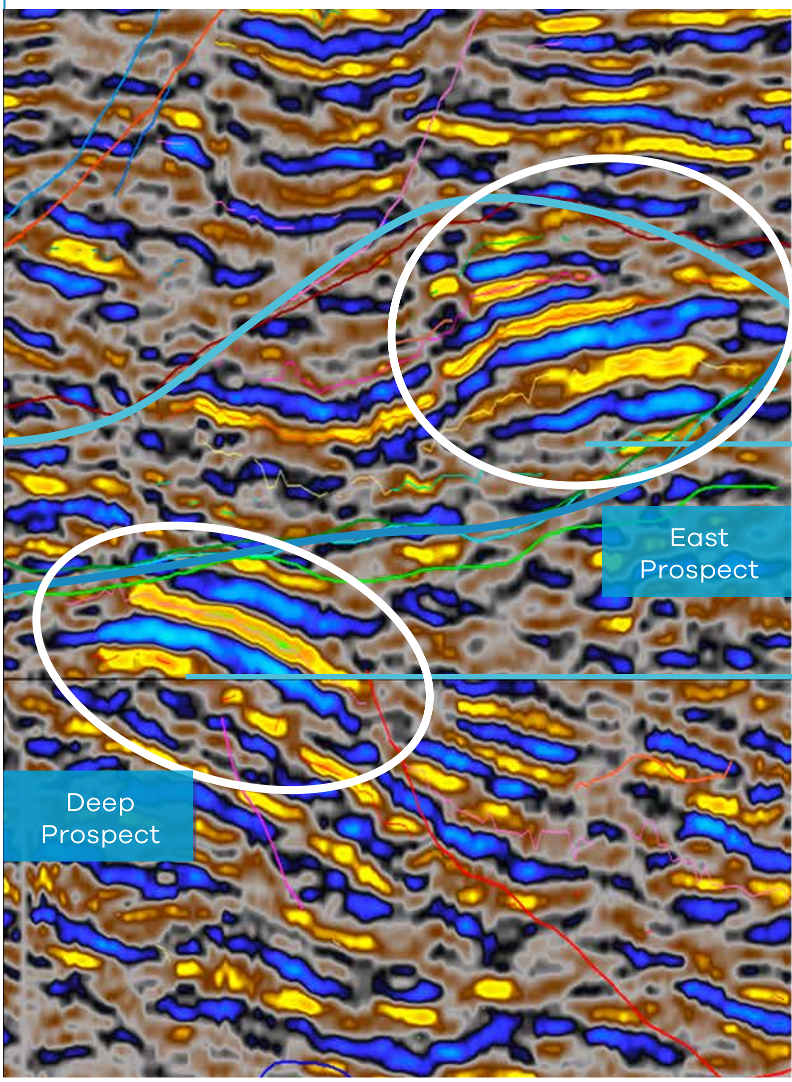


Byron is the operator of the lease, through its wholly owned subsidiary Byron Energy Inc, and holds a 90% Working Interest ('WI") position while a non-operating private Louisiana based exploration entity holds a 10% WI. Byron has a Net Revenue Interest ("NRI") of 67.05%. Since the end of the 30 June 2016 Otto has acquired an option to earn a 45% working interest and Metgasco has acquired an option to earn a 10% working interest in Byron's Bivouac Peak leases. If Otto and Metgasco both earn a working interest in the Bivouac Peak project, Byron's working interest and net revenue interest will reduced to 35% and 26.075% respectively.

Byron has utilized advanced 3D seismic to identify multiple exploration objectives on the acreage which lies within a regionally proven trend with prolific Miocene production.

The Company will focus on two prospect locations, Deep Prospect and East Prospect, with stacked plays on 665 and 400 acres, respectively, with a gross prospective resource of 15.9 million barrels of oil and 177.9 billion cubic feet of natural gas. Byron's net share of prospective resources, based on its NRI of 67.05% as at 30 June 2016 is 10,722 Mbbl and 119,124 Mmcf. Should both Otto and Metgasco exercise their options to earn a working interest in Bivouac Peak, Byron's interest in the Bivouac Peak leases would reduce to 35%WI and 26.075% NRI, resulting in prospective resources of 4,169 Mbbl and 46,326 MMcf (net to Byron).

Bivouac Peak: Multi-play Lease Block
Total Project



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3. EUGENE ISLAND BLOCK 63/76

The Eugene Island Block 77 Field is located offshore Louisiana, 110 miles southwest of New Orleans, LA in approximately 25 feet of water. This dome has been a prolific oil and gas producer in the past beginning in 1967 with total production of 6.5 million barrels of oil and 361 billion cubic feet of gas from 13 pay sands.

Byron owns a 100% WI and an 81.25% NRI in Eugene Island Block 63 and Block 76 ("EI 63/76"), and is the operator. EI 63/76 were acquired in the GOM lease sale 227 in March 2013. There is no production from EI 63/76 currently.

EI 63/76 has a salt overhang around the entire dome which makes it an ideal candidate for RTM processing.

EI 63/76 is a high quality, large potential gas and gas condensate prospect in shallow water, updip to older, watered out producing wells or updip to wells with high quality wet sands at all intervals.

Proprietary RTM seismic processing, similar to that utilized at SM71, has been used by Byron at the EI 63/76 salt dome to identify a number of prospects with aggregate gross prospective resource potential, as at 30 June 2016, of 8.8 million barrels of oil and 211 bcf of gas (net to Byron 7.1 million barrels of oil and 172 bcf of gas).

4. SOUTH MARSH ISLAND BLOCK 6

South Marsh Island Block 6 ("SM 6") is located offshore Louisiana, 216 kilometres (134 miles) south west of New Orleans, Louisiana in approximately 20 metres (65 feet) of water. SM 6 is located on the western flanks of a large piercement salt dome. The face of the salt dome dips to the east forming an overhang, which most likely prevented the accurate imaging of prospects with older seismic datasets. SM 6 has been productive in the past from eleven discrete, hydrocarbon-bearing sandstone reservoirs, which are primarily trapped in three-way structural closures bound either by salt, faults or stratigraphic thinning on their up-dip edge, these reservoirs are Pliocene age to Upper Miocene age sands from 2,184 metres (7,166 feet) to 3,094 meters (10,162 feet) true vertical depth.

Two wells drilled by Byron on SM 6 have both encountered hydrocarbons in the F Sands. SM 6 #1 was drilled in 2014 and SM 6 #2 was drilled in 2016. Due to drilling issues in each well, the primary G20 Sand target was not reached.

The second SM6 well (SM 6 #2) reached depths stratigraphically deeper than the initial well (SM6 #1). Post well studies of engineering, drilling and geology of data from both wells were undertaken to assess the future utility the two wellbores, specifically addressing whether to re-enter the second well to deepen it with the objective of finding the G20 Sand. After an extensive assessment, Byron decided not to re-enter SM 6 #2 well to drill deeper.

After an extensive study of various development scenarios, it was decided to relinquish the lease and the Bureau of Ocean Energy Management (BOEM) accepted Byron's voluntary relinquishment of the SM 6 lease on August 24, 2016.

Although the two wells drilled by Byron on SM6 both found and logged hydrocarbons in the F Sand section, higher than expected pressures were encountered that prohibited drilling to the predicted depth of the primary target G20 Sand. The SM6 #2 well in 2016 encountered pressures that were much higher than prognosed which indicate a high geologic risk of the presence of sand below the deepest penetration. In addition, concerns about the intermediate cement job in the SM6 #2 were high and the well was temporarily abandoned and the drilling rig was moved to Byron's South Marsh Island Block 71 lease where it drilled the successful SM71 #1 well.

Additional analysis of development scenarios did not discern any path to production that made economic sense in the current oil and gas pricing environment. Consequently, Byron decided to relinquish the SM6 lease to BOEM. Under current BOEM regulations, Byron has 12 months to plug and abandon the two wellbores and remove the temporary caisson that holds the wells. In December 2015, Byron applied for and was granted a Suspension of Production (SOP). Byron has cancelled the SOP for SM6 and will not proceed toward developing the F Sands.

Byron, through its wholly owned subsidiary Byron Energy Inc., held a 100% working interest and an 81.25% net revenue interest in SM 6 and is the operator of the block. In December of 2015, Byron announced that it had farmed out a 50% working interest to Otto. Otto did not earn an interest in the SM6 lease because earning depth was not achieved in the SM6 #2 wellbore. Consequently, Otto is only responsible for a portion of the plugging liability associated with the SM6 #2 well. Byron is responsible for all other abandonment liabilities on SM6.

RESERVES AND RESOURCES

Reserves

A summary of the independent reserves and resources estimate for the Company's projects in the shallow waters of the Gulf of Mexico as at 30 June 2016 was released to the ASX on 25 July 2016 and is summarised below.

The independent reserves and resources estimates were prepared by Collarini Associates ("Collarini"), based in Houston, Texas, USA.

As at 30 June 2016 Byron reported net undeveloped proved and probable (2P) reserves of 2.4 million barrels of oil and 2.0 bcf of gas.

Byron Energy Limited Reserves (Net to Byron)

Gulf of Mexico, offshore Louisiana, USA

Reserves (Net to Byron)	Oil (MBBL)					Gas (MMCF)				
	30 June 2015	Farm-out	Production	Revisions	30 June 2016	30 June 2015	Farm-out	Production	Revisions	30 June 2016
Total Undeveloped Reserves										
Proved (1P)	1,651	-249	0	-820	582	20,913	-135	0	-20,375	404
Probable Reserves	2,547	-94	0	-656	1,797	48,491	-51	0	-46,813	1,627
Proved & Probable (2P)	4,198	-343	0	-1,476	2,379	69,404	-186	0	-67,188	2,031
Possible Reserves	2,178	-177	0	-1,033	968	19,490	-138	0	-18,288	1,065
Proved, Probable & Possible (3P)	6,376	-520	0	-2,509	3,347	88,894	-323	0	-85,475	3,096

Reserves - The aggregate 1P may be a very conservative estimate and the aggregate 3P may be a very optimistic estimate due to the portfolio effects of arithmetic summation

Conversion to boe - MBBL = thousand barrels; MMCF = million cubic feet; MBOE = thousand barrels of oil equivalent ("BOE") with a BOE determined using a ratio of 6,000 cubic feet of natural gas to one barrel of oil – 6:1 conversion ratio is based on an energy equivalency conversion method and does not represent value equivalency

Pricing Assumptions - Oil prices used in the reserves report represent NYMEX base, starting on July 1, 2016 of $US 50.21 per barrel with a final price of $US 59.97 per barrel on December 1, 2024 and held constant thereafter; gas prices used in this report represent Henry Hub base, starting on July 1, 2016 of $US 3.10 per MMBtu, rising to a final price of $US 4.68 per MMBtu on December 1, 2029 and held constant thereafter.

REVIEW OF OPERATIONS (CONTINUED)

The reduction in oil reserves between 30 June 2015 and 30 June 2016 is due to removal of SM 6 oil reserves following the decision not to re-enter SM 6 #2 well and not to proceed with the SM 6 project development, the farm-out of 50% of Byron's interest in SM 71 partly offset by the upgrade in SM 71 reserves following the drilling of the successful SM 71 #1 well.

The reduction in gas reserves between 30 June 2015 and 30 June 2016 is due to removal of SM 6 reserves following the decision not to re-enter SM 6 #2 well and not to proceed with the SM 6 project development, the farm-out of 50% of Byron's interest in SM 71 and re-classification of GI 95 dry gas reserves from reserves to contingent resource partly offset by the upgrade in SM 71 gas reserves following the drilling of the successful SM 71 #1 well.

Contingent and prospective resources

On 25 July 2016 Byron reported its contingent and prospective resources as at 30 June 2016, as follows.

Contingent Prospective Resources	As at 30 June 2015			Movements 2016			As at 30 June 2016		
Gulf of Mexico, Offshore Louisiana, USA	Oil MBBL	Gas MMCF	MBOE (6:1)	Oil MBBL	Gas MMCF	MBOE (6:1)	Oil MBBL	Gas MMCF	MBOE (6:1)
Contingent Resources (net to Byron)									
CR1C	-	-	-	19	9,407	1,587	19	9,407	1,587
CR2C	-	-	-	151	41,780	7,114	151	41,780	7,114
CR3C	-	-	-	52	22,467	3,797	52	22,467	3,797
Total Contingent Resources	**-**	**-**	**-**	**222**	**73,654**	**12,498**	**222**	**73,654**	**12,498**
Total Prospective Resources (net to Byron)									
Best Estimate (unrisked)*	**19,183**	**334,066**	**74,861**	**997**	**(707)**	**879**	**20,180**	**333,359**	**75,740**

The increase in contingent resource between 30 June 2015 and 30 June 2016 was due to re-classification of GI 95 project from reserves as at 30 June 2015 to contingent resources as at 30 June 2016.

Following the decision to relinquish GI 95, as announced to the ASX on 28 September 2016, Byron updated its contingent and prospective resources for the impact of GI 95 relinquishment. Byron's contingent and prospective resources after electing to relinquish GI 95 are summarised below, as reported on 28 September 2016.

Contingent Prospective Resources	As at 30 June 2016 (ASX release 25 July 2016)			Adjustment for GI 95 relinquishment			Adjusted Contingent and Prospective Resources 30 June 2016		
Gulf of Mexico, Offshore Louisiana, USA	Oil MBBL	Gas MMCF	MBOE (6:1)	Oil MBBL	Gas MMCF	MBOE (6:1)	Oil MBBL	Gas MMCF	MBOE (6:1)
Contingent Resources (net to Byron)									
CR1C	19	9,407	1,587	(19)	(9,407)	(1,587)	-	-	-
CR2C	151	41,780	7,114	(151)	(41,780)	(7,114)	-	-	-
CR3C	52	22,467	3,797	(52)	(22,467)	(3,797)	-	-	-
Total Contingent Resources	**222**	**73,654**	**12,498**	**(222)**	**(73,654)**	**(12,498)**	**-**	**-**	**-**
Total Prospective Resources (net to Byron)									
Best Estimate (unrisked)*	**20,180**	**333,359**	**75,740**	**(304)**	**(40,456)**	**(7,047)**	**19,876**	**292,903**	**68,693**

The relinquishment of GI 95 resulted in a removal of 222,000 barrels of oil and 73,654 mmcf of gas from Byron's contingent resources. Following the relinquishment of GI 95, Byron has no contingent resources. The relinquishment of GI 95 also reduced the Company's prospective resources by 304,000 barrels of oil and 40,456 mmcf of gas.

*Byron share of prospective resources for Bivouac Peak, included in the tables above is based on the Company's NRI of 67.05% as at 30 June 2016 is 10,722 Mbbl and 119,122 Mmcf. Should both Otto and Metgasco exercise their options to earn a working interest in Bivouac Peak, Byron's interest in the Bivouac Peak leases would reduce to 35%WI and 26.075% NRI, resulting in net prospective resources of 4,169 Mbbl and 46,326 MMcf (net to Byron).

Prospective Resource - The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.

NOTES TO ANNUAL RESERVES AND RESOURCES STATEMENT

Reserves and Resources Governance

Byron's reserves estimates are compiled annually. Byron engages Collarini and Associates, a qualified external petroleum engineering consultant, to conduct an independent assessment of the Company's reserves. Collarini and Associates is and independent petroleum engineering consulting firm that has been providing petroleum consulting services in the USA for more than fifteen years. Collarini and Associates does not have any financial interest or own any shares in the Company. The fees paid to Collarini and Associates are not contingent on the reserves outcome of the reserves report.

Competent Persons Statement

The information in this report that relates to oil and gas reserves and resources was compiled by technical employees of independent consultants Collarini and Associates, under the supervision of Mr Mitch Reece BSc PE. Mr Reece is the President of Collarini and Associates and is a registered professional engineer in the State of Texas and a member of the Society of Petroleum Evaluation Engineers (SPEE), Society of Petroleum Engineers (SPE), and American Petroleum Institute (API). The reserves and resources included in this report have been prepared using definitions and guidelines consistent with the 2007 Society of Petroleum Engineers (SPE)/World Petroleum Council (WPC)/ American Association of Petroleum Geologists (AAPG)/ Society of Petroleum Evaluation Engineers (SPEE) Petroleum Resources Management System (PRMS). The reserves and resources information reported in this Statement are based on, and fairly represents, information and supporting documentation prepared by, or under the supervision of, Mr Reece. Mr Reece is qualified in accordance with the requirements of ASX Listing Rule 5.41 and consents to the inclusion of the information in this report of the matters based on this information in the form and context in which it appears.

Reserves Cautionary Statement

Oil and gas reserves and resource estimates are expressions of judgment based on knowledge, experience and industry practice. Estimates that were valid when originally calculated may alter significantly when new information or techniques become available. Additionally, by their very nature, reserve and resource estimates are imprecise and depend to some extent on interpretations, which may prove to be inaccurate. As further information becomes available through additional drilling and analysis, the estimates are likely to change. The may result in alterations to development and production plans which may, in turn, adversely impact the Company's operations. Reserves estimates and estimates of future net revenues are, by nature, forward looking statements and subject to the same risks as other forward looking statements.

Reserves and Resources Reporting Notes

(i) The reserves, contingent resource and prospective resources information in this document is effective as at 30 June, 2016 (Listing Rule (LR) 5.25.1)

(ii) The reserves, contingent resource and prospective resources information in this document has been estimated and classified in accordance with SPE-PRMS (Society of Petroleum Engineers - Petroleum Resources Management System) (LR 5.25.2)

(iii) The reserves, contingent resource and prospective resources information in this document is reported according to the Company's economic interest in each of the reserves, contingent resource and prospective resource net of royalties (LR 5.25.5)

(iv) The reserves, contingent resource and prospective resources information in this document has been estimated and prepared using the deterministic method (LR 5.25.6)

(v) The reserves, contingent resource and prospective resources information in this document has been estimated using a 6:1 BOE conversion ratio for gas to oil; 6:1 conversion ratio is based on an energy equivalency conversion method and does not represent value equivalency (LR 5.25.7)

(vi) The reserves, contingent resource and prospective resources information in this document has been estimated on the basis that products are sold on the spot market with delivery at the sales point on the production facilities (LR 5.26.5)

(vii) The method of aggregation used in calculating estimated reserves was the arithmetic summation by category of reserves. As a result of the arithmetic aggregation of the field totals, the aggregate 1P may be a very conservative estimate and the aggregate 3P may be a very optimistic estimate due to the portfolio effects of arithmetic summation (LR 5.26.7 & 5.26.8)

(viii) Prospective resources are reported on a best estimate basis (LR 5.28.1)

(ix) For prospective resources, the estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons (LR 5.28.2)

(x) All of Byron's reserve, contingent resources and prospective resources are located in the shallow waters of the Gulf of Mexico, offshore Louisiana; furthermore, all of Byron's reserves are undeveloped as at 30 June 2016 (LR 5.39.1)

FINANCIAL REPORT

FOR THE YEAR ENDED 30 JUNE 2016

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DIRECTORS' REPORT

Your directors submit herewith their report together with the Financial Report of Byron Energy Limited ("the consolidated entity" or "Group"), being Byron Energy Limited ("Byron" or the "Company") and its subsidiaries, for the financial year ended 30 June 2016.

DIRECTORS

The names and details of the Company's directors in office during the financial year and until the date of this report are as follows:

Douglas G. Battersby	Maynard V. Smith
Prent H. Kallenberger	Charles J. Sands
Paul A. Young	William R. Sack

NAMES, QUALIFICATIONS, EXPERIENCE AND SPECIAL RESPONSIBILITIES:

Douglas G. Battersby

Non-Executive Chairman
Appointed 18th March 2013

Doug is a petroleum geologist with over forty years' technical and managerial experience in the Australian and international oil and gas industry.

Doug co-founded two ASX listed companies (Eastern Star Gas Limited, which was taken over by Santos Limited in November 2011, and SAPEX Limited, which was taken over by Linc Energy Limited in October 2008), and two private oil and gas exploration/development companies, Darcy Energy Limited, which was sold to I B Daiwa Corporation in 2005, and Byron Energy (Australia) Pty Ltd where he was Executive Chairman until May 2013 when Byron Energy (Australia) Pty Ltd merged with Trojan Equity Limited to create Byron Energy Limited. Between 1990 and 1999 Doug was Technical Director at Petsec Energy Limited, an ASX listed operator in the shallow waters of the Gulf of Mexico with production reaching 100 MMcf per day of gas and 9,000 barrels of oil per day in 1997.

Doug holds a Master of Science degree in Petroleum Geology and Geochemistry from Melbourne University.

Other current directorships of listed companies
None.

Former directorships of listed companies in last three years
None.

Maynard V. Smith

Executive Director and Chief Executive Officer
Appointed 18th March 2013

Maynard is a geophysicist with over thirty years' technical and managerial experience in the oil and gas industry with a particular focus on the Gulf of Mexico.

Maynard co-founded Darcy Energy Limited, sold to I B Daiwa Corporation in 2005, and Byron Energy (Australia) Pty Ltd where he has been Chief Executive until May 2013 when Byron Energy (Australia) Pty Ltd merged with Trojan Equity Limited to create Byron Energy Limited. Prior to that, Maynard was Chief Operating Officer with Petsec Energy Limited (1989-2000). In the late 1970s and early 1980s Maynard held senior exploration positions with Tenneco Oil Company, based in Bakersfield, California.

Maynard holds a Bachelor of Science degree in Geophysics from California State University at San Diego.

Other current directorships of listed companies
None.

Former directorships of listed companies in last three years
None.

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Prent H. Kallenberger

Executive Director and Chief Operating Officer
Appointed 18th March 2013

Prent is a geoscientist with over thirty years' experience in the oil and gas industry with extensive exploration and development experience in the Gulf of Mexico, having generated prospects which have led to the drilling of over 125 wells in the Gulf of Mexico and California. He was Vice President of Exploration with Byron Energy (Australia) Pty Ltd until May 2013 when Byron Energy (Australia) Pty Ltd merged with Trojan Equity Limited to create Byron Energy Limited.

Between 2000 and 2006, Prent was Vice President of Exploration with Petsec Energy Inc, where he was responsible for a team of seven people and generated projects leading to the drilling of ten successful wells in 12 attempts in the shallow waters of the Gulf of Mexico. These wells produced 32 Bcf and 1.5 MMBbls of oil. Between 1992 and 1998 Prent was Geophysical Manager with Petsec Energy Inc, a wholly owned subsidiary of Petsec Energy Limited. He holds a Bachelor of Science degree in Geology from Boise State University and Master of Science degree in Geophysics from Colorado School of Mines.

Other current directorships of listed companies
None.

Former directorships of listed companies in last three years
None.

Paul A. Young

Non-Executive Director
Appointed 18th March 2013

Paul is the co-founder and an executive director of Baron Partners Limited, a well-established corporate advisory business, and has been in merchant banking in Australia for more than 25 years. He has extensive experience in the provision of corporate advice to a wide range of listed and unlisted companies including restructurings, capital raisings, initial public offerings and mergers and acquisitions.

Paul is an Honours Graduate in Economics (University of Cambridge) and has an Advanced Diploma in Corporate Finance. He is an Associate of the Institute of Chartered Accountants in England and Wales and a Fellow of the Australian Institute of Company Directors.

Paul is currently Chairman of the Audit and Risk Management Committee.

Other current directorships of listed companies

› Ambition Group Limited
› Opus Group Limited

Former directorships of listed companies in last three years

› Australian Rural Capital Limited (until June 2015)

Charles J. Sands

Non-Executive Director
Appointed 18th March 2013

Charles was a non-executive director of Byron Energy (Australia) Pty Ltd until May 2013 when Byron Energy (Australia) Pty Ltd merged with Trojan Equity Limited to create Byron Energy Limited. Charles was also a director of Darcy Energy Limited.

Charles has over thirty years' of broad based business and management experience in the USA and is President of A. Santini Storage Company of New Jersey Inc, enabling him to advise on the general business operating environment and practices in the USA. He holds a Bachelor of Science degree from Monmouth University.

Charles is currently a member of the Audit and Risk Management Committee.

Other current directorships of listed companies
None.

Former directorships of listed companies in last three years
None.

William R. Sack

Executive Director
Appointed 3rd October 2014

Bill is an explorationist with 26 years' experience in the Gulf of Mexico region in both technical and executive roles. He was appointed to the Board of Directors on 3 October 2014.

Bill's qualifications comprise BSc. Earth Sci./Physics, MSc. Geology and an MBA. He was co-founder/ Managing Partner of Aurora Exploration, LLC ("Aurora") a private entity focused on generating and drilling Gulf of Mexico exploration opportunities, that has drilled more than 80 wells with a success rate in excess of 80%, and under his leadership has created substantial growth and monetised investments via multiple corporate level asset sales.

Other current directorships of listed companies
None.

Former directorships of listed companies in last three years
None.

SUMMARY OF SHARES AND OPTIONS ON ISSUE

At 30 June 2016, the Company had 235,056,378 ordinary shares and 40,645,984 options.
Details of the options are as follows:

Issuing entity	Number of shares under option	Class of shares	Exercise price	Expiry date
Byron Energy Limited	36,995,984	Ordinary	A$0.50	31 December 2016
Byron Energy Limited	1,700,000	Ordinary	A$0.65	30 September 2017
Byron Energy Limited	1,950,000	Ordinary	A$0.25	30 September 2018

During the financial year, 43,036,643 ordinary fully paid shares were issued on the following basis (i) 900,000 at A$0.25 per share and (ii). 42,136,643 at A$0.15 per share to existing and new shareholders for cash and conversion of directors' and shareholders' loans to equity, as approved by shareholders. No share options were exercised during the year, nor subsequent to 30 June 2016, through to the date of this report. On 23 August 2016, the Company issued 36,916,167 fully paid ordinary shares for cash at A$0.13 per share.

SHAREHOLDINGS OF DIRECTORS AND OTHER KEY MANAGEMENT PERSONNEL

The interests of each director and other key management personnel, directly and indirectly, in the shares and options of Byron Energy Limited at the date of this report are as follows:

Director / Key Management Personnel	Ordinary shares	Options over ordinary shares	Exercise price	Option expiry date
D. G. Battersby	28,067,203	6,397,876	$A0.50	31 December 2016
M. S. Smith	18,027,868	5,956,111	$A0.50	31 December 2016
P. H. Kallenberger	1,732,223	3,450,000	$A0.50	31 December 2016
C. J. Sands	11,865,997	1,953,574	$A0.50	31 December 2016
P. A. Young	6,452,000	171,200	$A0.50	31 December 2016
W. R. Sack	700,000	1,700,000	$A0.65	30 September 2017
W. R. Sack	-	1,700,000	$A0.25	30 September 2018
N. Filipovic	584,788	3,037,000	$A0.50	31 December 2016

During the financial year, 1,700,000 options and nil shares were granted to directors or key management personnel of the Company:

Director / Key Management Personnel	Number of options granted	Issuing entity	Number of ordinary shares under option
W. R. Sack	1,700,000	Byron Energy Limited	1,700,000

COMPANY SECRETARY

Nick Filipovic
Appointed 18th March 2013

Nick is a qualified accountant (FCPA) with over thirty years' experience in the financial services and natural resources industries, including oil and gas, where he has held a range of senior financial and commercial management positions. He was the Chief Financial Officer and Company Secretary of Byron Energy (Australia) Pty Ltd until May 2013 when Byron Energy (Australia) Pty Ltd merged with Trojan Equity Limited to create Byron Energy Limited.

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PRINCIPAL ACTIVITIES

The principal activities of the consolidated entity during the financial year were oil and gas exploration in the shallow waters and transition zone (offshore Louisiana) in the Gulf of Mexico ("GOM"), USA.

CONSOLIDATED RESULTS

The loss for the consolidated entity after income tax was US$30,944,243 (2015: US$4,238,855 loss).

REVIEW OF OPERATIONS

Financial Review

The Group recorded a net loss of US$30,944,243 for the year ended 30 June 2016, compared to a net loss of US$4,238,855 for the year ended 30 June 2015. The increased net loss is mainly due to higher impairment charges of US$28,599,269 (2015: US$1,750,123) in relation to the Group's oil and gas properties. The impairment charge for the year ended 30 June 2016 is largely due to impairment of South Marsh Island 6 ("SM 6") and Grand Isle 63,72 & 73 ("GI 63") lease areas.

Byron spudded the Byron Energy SM6 #2 ("SM6 #2") well on 16 February 2016. After encountering three hydrocarbon bearing sands in the F Zone Sands, the SM6 #2 well experienced drilling difficulties. With the drill irretrievably stuck, the Company decided to temporarily abandon the well. Following a thorough evaluation of both the mechanical and geological risks associated with continuing drilling operations in the SM6 #2 well, Byron decided to plug and abandon the section of the SM6 #2 well below the F Sands. After 30 June 2016, Byron re-assessed the economics of a development of SM 6 having regard to the results of SM 6 #2 well and the prevailing oil and gas prices. In light of Byron's significant success at South Marsh Island 71 ("SM 71") and the smaller potential of the SM 6 F sands development Byron decided to focus its resources on development of SM 71 and to relinquish the SM 6 lease. Consequently, the SM 6 reserves and prospective resources previously attributed to SM 6 were excluded from the Company's 30 June 2016 Reserves and Resources report, released on 25 July 2016. This decision to remove the SM 6 reserves and prospective resources from the Company's reserves and resources statement as at 30 June 2016, and the subsequent decision to relinquish the lease, resulted in a non-cash impairment charge of approximately $US27.0 million for the year ended 30 June 2016.

The GI 63 lease area was relinquished during the year, following a thorough review of seismic that concluded the lease area was no longer considered prospective, resulting in a non-cash impairment of approximately US$1.0 million.

At 30 June 2016, the consolidated entity had total assets of US$7,090,662 (2015: US$33,810,936) and total liabilities of US$1,968,776 (2015: US$2,354,058) resulting in net assets of US$5,121,886 (2015: US$31,456,878), a decrease of $26,334,992, mainly due to the impairment of the SM 6 lease.

At 30 June 2016, the consolidated entity held cash and cash equivalents of US$883,398 (2015: US$5,970,070) of which US$778,853 (2015: US$5,255,386) were denominated in United States dollars and US$104,545 (2015: US$714,684) were denominated in Australian dollars. The consolidated entity had no borrowings as at 30 June 2016.

Exploration expenditure for the year ended 30 June 2016 was US$6,026,644, US$2,630,163 lower than last year. The 2016 year included the cost of drilling the Byron Energy SM 6 #2 well and the Byron Energy SM 71 #1 ("SM 71 #1") well. The 2015 year comprised expenditure on the Byron Energy SM 6 #1 BP02 bypass well which was drilled in July 2014, and subsequently completed for future production in the lower of the two hydrocarbon bearing sand lobes in the F-40 Sand.

Corporate review

During the financial year, the Company issued 32,698,677 fully paid ordinary shares for cash raising US$3,458,862 (A$4,994,802) before equity raising costs. A further 10,337,966 fully paid ordinary shares were issued to settle director and shareholder loans of A$700,000.00 and US$612,500.00. Subsequent to year end, 36,916,167 fully paid ordinary shares were issued for cash, on 23 August 2016, raising an additional US$ (A$4.8 million). The Company also signed definitive agreements with Metgasco Limited ("Metgasco") (ASX:MEL) to raise up to $A8 million through an issue of a Convertible Note to Metgasco, providing Byron with funding for SM 71 project development and working capital.

No share options were converted to ordinary shares during the financial year.

The Company's issued capital as at 30 June 2016 comprised:-

	Issued	Quoted	Unquoted
Shares (ASX:BYE)	235,056,378	235,056,378	-
Options	40,645,984	-	40,645,984

2015/16 Exploration review

On 11 December 2015, Byron announced a multi-stage well farm out agreement with Otto Energy Ltd. ("Otto") (ASX:OEL) covering certain Gulf of Mexico properties. The key elements of the Participation Agreement ("PA") signed with Otto provided for Otto:-

› to earn a 50% working interest in Byron's SM 6 lease by paying a disproportionate 66.67% share of drilling costs of the SM 6 #2 well, plus reimbursing a portion of Byron's past costs;

› to then have an option to earn a 50% working interest in Byron's SM 70/71 leases by paying a disproportionate 66.67% share of drilling costs of the SM 71 #1 well and reimbursing a portion of Byron's SM 70/71 past costs; and

› to also have an option to earn a 45% working interest in Byron's Bivouac Peak leases ("Bivouac Peak") by paying a disproportionate share of drilling costs of the first well on the leases and reimbursing a portion of Byron's past costs.

Byron spudded the SM6 #2 well on 16 February 2016, the first well under the farm out to Otto.

After encountering three hydrocarbon bearing sands in the F Zone Sands the SM6 #2 well experienced drilling difficulties with the drill pipe becoming stuck just below casing. Having tried, without success, to free the stuck pipe Byron commenced drilling a bypass well, the SM6 #2 BP01 well. At a depth of 8,085 feet measured depth, 40 feet below the depth of the SM6 #2 original hole, the drilling assembly became stuck. After continuous attempts to free the stuck drill pipe over the course of the next 36 hours, the drill pipe remained irretrievably stuck. Consequently, the decision was made to temporarily abandon the well, with the operation to temporarily abandon the well bore completed on Monday, 28 March 2016 USA Central Standard Time.

During the June 2016 quarter, Byron undertook post well studies of engineering, drilling and geology to understand what, if any, options are available regarding future utility of the wellbore.

On 7 July 2016 Byron announced that having thoroughly evaluated both the mechanical and geological risks associated with continuing drilling operations in the SM6 #2 well, Byron has decided to plug and abandon the section of the SM6 #2 well below the F Sands.

Due to increased risk and expense from higher than expected pressure encountered while drilling the SM6 #2 well and possible mechanical issues with that wellbore, the Company decided not to attempt to re-enter the well and attempt to continue drilling to the primary target G 20 Sand target. Byron has re-assessed the status of the SM 6 project based solely on the net hydrocarbon pay intersected in the F Sands in the SM6 #1 BP02 and SM6 #2 wells and is in the process of evaluating the future economics of producing the hydrocarbons logged in the F Sands in Byron's earlier well. Consequently, the SM 6 reserves and prospective resources previously attributed to SM 6 have been removed from the Company's 2016 Reserves and Resources report, released on 25 July 2016, pending a final decision.

This decision to remove the SM 6 reserves and prospective resources from the Company's reserves and resources statement as at 30 June 2016, resulted in a non-cash impairment charge of approximately US$27.2 million for the year ended 30 June 2016.

Because the SM6 #2 well failed to reach the base of the G 20 Sand, Byron's partner, Otto, did not earn an interest in the SM 6 lease, hence Otto was not required to reimburse Byron for past costs and is only obliged to pay its share of the cost of drilling and abandoning the SM6 #2 well. As a result, Byron, through its wholly owned subsidiary Byron Energy Inc., the operator of SM 6, retains a 100% Working Interest ("WI") and 81.25% Net Revenue Interest ("NRI") in SM 6. Subsequent to 30 June 2016, and after an extensive study of various development scenarios, it was decided to relinquish the lease and the Bureau of Ocean Energy Management accepted Byron's voluntary relinquishment of the SM 6 lease on August 24, 2016

In late March 2016, Otto exercised its option, under the PA with Byron, to participate in the drilling of SM71 #1 well, located on SM 71 lease, offshore Louisiana, 250 km southwest of New Orleans, Louisiana, USA, in water depth of approximately 131 feet (40 metres).

The SM71 #1 well spudded 3 April, 2016 (USA time) with a planned total depth ("TD") of approximately 7,452 feet measured depth (2,271 metres) and a vertical depth of 6,900 feet (2,103 metres).

SM 71 #1 well was drilled during April. In early May 2016, SM 71 #1 well reached a final depth of 7,477 feet measured depth/6,915 feet true vertical depth.

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2015/16 Exploration review (continued)

Based on porosity logs, SM 71 #1 encountered 132 feet of True Vertical Thickness ("TVT") net oil pay in three upper zones as follows:-

I3 Sand	17 feet TVT Net Oil Pay	(28 metres)
J Sand	24 feet TVT Net Oil Pay	(7 metres)
D5 Sand	91 feet TVT Net Oil Pay	(91 metres)

7 5/8" casing was run and cemented to a depth of 6,820 feet measured depth/6,417 feet true vertical depth.

Based on the results for I3 Sand, J Sand and the D5 Sand, the joint venture partners, Byron and Otto, decided to drill an additional 600 feet (182 metres) to the original planned TD of the SM71 #1 well to ensure the entire package of D5 Sand lobes were tested. The D6 Sand, a secondary pre-drill target, below the D5 Sand, was also evaluated by deepening of the well.

On 2 May 2016 Byron announced the well had been deepened, to the predrill planned total depth of 7,477 feet measured depth/6,915 feet true vertical depth and wireline logs were run over the deeper portion of the well. The processed open hole porosity logs from this deepened section of the well indicated the presence of a very high porosity gas or gas condensate reservoir from 7,212 feet to 7,226 feet measured depth.

The deeper portion of the well encountered a 19 foot TVT hydrocarbon bearing sand, adding to the previously 132 feet TVT net oil pay in I3 Sand, J Sand and the D5 Sand zones.

A 5 inch liner was run and cemented in place over the deeper portion of the SM71 #1 well.

SM 71 #1 was mud line suspended for future production.

Under the PA, Otto paid Byron for sunk costs plus a disproportionate share of the SM71 #1 drilling cost to earn its 50% in the project which was generated by Byron.

After 30 June 2016; Otto acquired an option to earn a 45% working interest in Bivouac Peak. If Otto earns its interest, Byron's working interest and net revenue interest in Bivouac Peak will decline to 45%/33.525% respectively. As announced on 9 June 2016, Byron has also granted Metgasco the right to acquire an option to farm in to Bivouac Peak for a 10% working interest (out of Byron's 45% working interest). On 28 July, 2016 Metgasco advised of its intention to acquire an option to farm in to the Bivouac Peak prospect for a 10% working interest. If both Otto and Metgasco earn into the project, Byron's working interest and net revenue interest will reduced to 35% and 26.075% respectively.

During the year ended 30 June 2016, Byron continued to actively manage its portfolio of leases, acquiring one new project, Bivouac Peak, and relinquished the GI 63 project leases after a thorough review of the seismic data. Byron also continues to acquire and reprocess modern 3D seismic using Reverse Time Migration ("RTM") to optimise delineation of prospective reservoirs below complex salt dome structures.

Subsequent to 30 June 2016, Byron decided not to renew the Grand Isle 95 lease (dry gas project) for the final year of the lease term, reflecting continuing low gas prices and the Company's focus on development of SM 71 and plans to drill the Bivouac Peak Prospect.

At 30 June 2016, Byron's portfolio of properties in the shallow waters and transition zone (offshore Louisiana) in the Gulf of Mexico, offshore Louisiana, USA comprised:-

Properties	Operator	Interest WI/NRI* (%)	Lease Expiry Date	Lease Area (km^2)
South Marsh Island				
Block 6#	Byron	100.00/81.25	December 2015**	20.23
Block 70##	Byron	50.00/40.625	July 2017	22.13
Block 71##	Byron	50.00/40.625	July 2017	12.16
Eugene Island				
Block 18	Byron	100.00/78.75	April 2020	2.18
Block 63	Byron	100.00/81.25	May 2018	20.23
Block 76	Byron	100.00/81.25	May 2018	20.23
Grand Isle				
Block 95***	Byron	100.00/79.75	September 2017	18.37
Transition Zone (Offshore Louisiana)				
Bivouac Peak Leases##	Byron	90.00/67.05	September 2018	9.70

* Working Interest ("WI") and Net Revenue Interest ("NRI").The WI and NRI percentages in respect to SM 70 and SM 71 are post the Otto Energy Limited ("Otto") earn-in. The WI and NRI for and Bivouac Peak are before Otto and Metgasco Limited ("Metgasco") earn any WI and NRI.

** Under with the terms of the Suspension of Operations which expire on 31 December 2016. Subsequent to 30 June 2016, Byron announced that after an extensive study of various development scenarios, it had decided to relinquish the lease and the Bureau of Ocean Energy Management accepted Byron's voluntary relinquishment of the SM 6 lease.

*** Subsequent to 30 June 2016, Byron decided to relinquish Grand Isle 95.

\# Because the SM 6 #2 well failed to reach the base of the G 20 Sand Byron's partner, Otto, did not earn an interest in the SM 6 lease; Otto does retain the right to earn an interest in the SM 6 lease by participating in any potential future SM 6 Substitute Well, and satisfying the terms of the Participation Agreement between Byron and Otto.

\## Otto has elected to earn a 50% working interest in Byron's SM 70/71 leases. Consequently, Byron's interest in these leases has reduced to 50%/40.625% respectively. Otto has also acquired an option to earn a 45% working interest in Byron's Bivouac Peak leases. If Otto earns its interest, Byron's interest in Bivouac Peak will decline to 45%/33.525%. Metgasco has also acquired an option to farm in to Byron's Bivouac Peak leases for a 10% working interest (out of Byron's 45% working interest). If both Otto and Metgasco earn into the Bivouac Peak project, Byron's working interest and net revenue interest will reduced to 35% and 26.075% respectively.

REVIEW OF STRATEGY, PRINCIPAL RISKS AND UNCERTAINTIES FACING THE COMPANY

Strategy

Since inception Byron has focused on the shallow waters and transition zone (offshore Louisiana) of the Outer Continental Shelf ("OCS") in the GOM. Byron intends to remain primarily focused on these GOM areas as the directors believe that the shallow waters and transition zone (offshore Louisiana) of the GOM offer significant advantages to Byron, as the GOM:-

- is a prolific producer of oil and gas;
- has significant proved and unproved reserves of low cost oil and gas as well as significant potential for further hydrocarbon discoveries;
- has extensive, established and accessible oil and gas exploration, development and production infrastructure;
- offers a short development cycle and rapid payback;
- has modern 3D seismic coverage, suitable for improved imaging, over fields and prospects, available for purchase from third party providers;
- has a well-established and stable administration with one landowner for the shallow waters, BOEM; and
- the GOM shallow waters have regular lease sales conducted by BOEM with 5,000 acre blocks available, generally to the highest bidder, to lease for 5 years at $US7 per acre per annum.

Byron is well positioned to exploit the competitive advantages of the GOM as the Company has:-

- an experienced team of oil and gas exploration personnel with a successful track record in the GOM;
- an inventory of relatively low risk, ready to drill prospects, including several prospects with significant oil potential; and
- the capacity to grow its asset portfolio in the shallow waters and transition zone of the GOM.

Byron's strategy in the GOM comprises three key elements:

(i) to identify highly prospective oil and gas plays, aided by leading edge seismic technology such as RTM, which is particularly effective in the shallow waters of the GOM;

(ii) to secure the leases, usually on a 100% or majority working interest basis primarily through the annual Federal Government lease sale process in the GOM; and

(iii) Byron will either drill–test the play as operator holding a 100% working interest or seek to farm out up to 50% of its working interest to a non-operator or another operator with a proven track record of drilling and producing wells in the GOM, retaining a 40-50% working interest in the block.

Principal Risks and Uncertainties

The key areas of risk, uncertainty and material issues facing the Company in executing its strategy and delivering on its targets are described below.

Exploration, Development and Operating Risks

Drilling for and producing crude oil and natural gas are high risk activities with many uncertainties that could adversely affect Byron's business, financial condition or results of operations.

Drilling and operating activities are subject to many risks, including the risk that the Company will not discover commercially productive reservoirs. Drilling for crude oil, natural gas and natural gas liquids can be unprofitable, not only from dry holes, but from productive wells that do not produce sufficient revenues to return a profit. In addition, drilling and producing operations may be curtailed, delayed or cancelled as a result of other factors, including but not limited to:

- unusual or unexpected geological formations and miscalculations;
- pressures;
- fires;
- explosions and blowouts;
- pipe or cement failures;
- environmental hazards, such as natural gas leaks, oil spills, pipeline and tank ruptures, encountering naturally occurring radioactive materials, and unauthorized discharges of toxic gases, brine, well stimulation and completion fluids, or other pollutants into the surface and subsurface environment;
- loss of drilling fluid circulation;
- title problems;
- facility or equipment malfunctions;
- unexpected operational events;
- shortages of skilled personnel;

Principal Risks and Uncertainties (continued)

- shortages or delivery delays of equipment and services;
- compliance with environmental and other regulatory requirements;
- natural disasters;

Exploration, Development and Operating Risks (continued)

- adverse weather conditions;
- surface cratering;
- uncontrollable flows of underground natural gas, oil or formation water;
- casing collapses;
- stuck drilling and service tools;
- reservoir compaction; and
- capacity constraints, equipment malfunctions and other problems at third-party operated platforms, pipelines and gas processing plants over which the Company has no control.

If any of the above events occur, the Company could incur substantial losses as a result of:

- injury or loss of life;
- reservoir damage;
- severe damage to and destruction of property or equipment;
- pollution and other environmental and natural resources damage;
- clean-up responsibilities;
- regulatory investigations and penalties; and
- suspension of our operations or repairs necessary to resume operations.

Offshore operations are subject to a variety of operating risks peculiar to the marine environment, such as capsizing and collisions. In addition, offshore operations and in some instances operations in the Gulf of Mexico, are subject to damage or loss from hurricanes or other adverse weather conditions. These conditions can cause substantial damage to facilities and interrupt production.

As a result, the Company could incur substantial liabilities that could reduce the funds available for future exploration, development or leasehold acquisitions, or result in loss of properties.

If Byron were to experience any of these problems, it could affect well bores, platforms, gathering systems and processing facilities, any one of which could adversely affect its ability to conduct operations. In accordance with customary industry practices, the Company maintains insurance against some, but not all, of these risks. Losses could occur for uninsurable or uninsured risks or in amounts in excess of existing or future insurance coverage. The Company may not be able to maintain adequate insurance in the future at rates it considers reasonable, and particular types of coverage may not be available. An event that is not fully covered by insurance could have a material adverse effect on the Company's financial position and results of operations.

Oil and Gas Price Risks

Byron has no ability to control the market price for natural gas and oil. Natural gas and oil prices fluctuate widely, and a substantial or extended decline in natural gas and oil prices would adversely affect the Company's future revenues, profitability and growth and could have a material adverse effect on the business, the results of operations and financial condition of the Company.

Historically, oil and natural gas prices have been volatile and are subject to fluctuations in response to changes in supply and demand, market uncertainty and a variety of additional factors that are beyond the Company's control. Price volatility during the last two years to 30 June 2016 has seen the WTI benchmark oil prices drop dramatically from a high of US$105.68 on 28 July, 2014 to a low of US$26.68 on 20 January, 2016. The natural gas benchmark price, Henry Hub, fell from a high of US$4.49 on 20 November, 2014 to a low of US$1.64 on 3 March, 2016. As at 30 June 2016, the WTI oil price was US$48.27 and the Henry Hub gas was US$2.92. This near term volatility may affect future prices in 2016/2017 and beyond. The volatility of the energy markets make it difficult to predict future oil and natural gas price movements with any certainty. An extended period at current low oil and natural gas prices or a substantial further decline from current levels could have a material adverse effect on the Company's access to capital and the quantities of natural gas and oil that may be economically produced by the Company, if any. Factors that can cause price fluctuations include, but are not limited to, the following:

Principal Risks and Uncertainties (continued)

- changes in global supply and demand for oil and natural gas;
- the ability of the members of the Organization of Petroleum Exporting Countries to agree to and maintain oil price and production controls;
- the price and volume of imports into the USA of foreign oil and natural gas;
- political and economic conditions, including embargoes, in oil-producing countries or affecting other oil-producing activity;
- the level of global oil and gas exploration and production activity;
- weather conditions;
- technological advances affecting energy consumption;
- USA domestic and foreign governmental regulations and taxes;
- proximity and capacity of oil and gas pipelines and other transportation facilities;
- the price and availability of competitors' supplies of oil and gas in captive market areas;
- the introduction, price and availability of alternative forms of fuel to replace or compete with oil and natural gas;
- import and export regulations for LNG and/or refined products derived from oil and gas production from the USA;
- speculation in the price of commodities in the commodity futures market;
- the availability of drilling rigs and completion equipment; and
- the overall economic environment.

Funding Risk

Byron's business plan requires substantial additional capital, which it may be unable to raise on acceptable terms, if at all, in the future, which may in turn limit its ability to execute its business strategy.

Future capital requirements will depend on many factors, including but not limited to:

- the number, location, terms and pricing of anticipated lease acquisitions;
- financing of the lease acquisitions and associated bonding;
- ability to enter into farm-outs with other oil and gas companies on satisfactory terms;
- location and depth of any drilling activities;
- cost of additional seismic data to license as well as the reprocessing cost;
- the scope, rate of progress and cost of any exploration and development activities;
- access to oil and gas services and existing pipeline infrastructure;
- the terms and timing of any drilling and other production-related arrangements that may be entered into; and
- the cost and timing of governmental approvals and/or concessions.

Byron's ability to obtain needed financing may be impaired by conditions and instability in the capital markets (both generally and in the oil and gas industry in particular). If the amount of capital Byron can raise is not sufficient, it may be required to curtail or cease operations. Byron's leases may be terminated if it is unable to make future lease payments or if it does not drill in a timely manner.

Environmental risks

All phases of the oil and natural gas business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and USA federal, state and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with oil and gas operations. The legislation also requires that wells and facility sites be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures, and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner we expect may result in stricter standards and enforcement, larger fines and liability, prevention of the right to operate or participate in leasing, and potentially increased capital expenditures and operating costs. The discharge of oil, natural gas or other pollutants into the air, soil or water may give rise to liabilities to foreign governments and third parties and may require us to incur costs to remedy such discharge. The application of environmental laws to the Company's business may cause it to curtail production or increase the costs of exploration, development or production, activities.

DIRECTORS' REPORT (CONTINUED)

Principal Risks and Uncertainties (continued)

Involvement in the exploration for, and development of, oil and natural gas properties may result in the Company becoming subject to liability for pollution, blow-outs, property damage, personal injury or other hazards. Although Byron obtains or intends to obtain insurance in accordance with industry standards to address such risks, such insurance has limitations on liability that may not be sufficient to cover the full extent of such liabilities. In addition, such risks may not, in all circumstances be insurable or, in certain circumstances, Byron may elect not to obtain insurance to protect against specific risks due to the high premiums associated with such insurance or for other reasons. The payment of such uninsured liabilities would reduce the funds available to Byron.

Other risks

Other risks related to the Company's business and financial condition include but are not limited to:-

- adverse exchange rate movements between the US dollar and the Australian dollar may impact upon cash balances held in Australian dollars; although Byron maintains the majority of its cash balances in US dollars, since most of the Company's operations are conducted in US dollars;
- changes in legislation and Government regulations in the USA, where the Company operates, can adversely affect the cost, manner or feasibility of doing business;
- deterioration in general economic conditions in USA, where the Company operates, and Australia where the Company is listed, may have a material adverse effect on the Company's business, financial condition, or results of operations; and
- loss of key management and technical team members, on whom Byron substantially depends, could have a material adverse effect on the Company's prospects, results of operations and financial condition.

Significant events after the balance date

There has been no matter or circumstance since 30 June 2016 which has significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations or the state of affairs of the consolidated entity in subsequent financial years other than those described below:-

(i) on 7 July 2016, the Company announced that Otto Energy Limited ("Otto") (ASX:OEL) has elected to acquire the option to pay 66.67% of Byron's share of the initial exploration well drilling costs to earn a 45% working interest in Bivouac Peak under the Participation Agreement between Byron and Otto, announced on 11 December 2015. Otto's drilling contribution will be capped at US$6.0 million, after which both companies will bear their own proportionate interests. Otto has reimbursed Byron for 50% of Byron's past costs in the project (approximately US$321,000 to Byron) and will pay its 50% share of costs forward;

(ii) on 22 July 2016, the Company announced that it had executed a Convertible Note Deed and General Security Deed in relation to the previously announced Heads of Agreement with Metgasco Limited ("Metgasco") (ASX announcement 9 June 2016) under which, inter alia, Metgasco will subscribe for a 3 year Convertible Note to be issued by Byron of up to A$8.0 million, approved by Byron shareholders at a general meeting held on 12 September 2016. The Convertible Note is secured by a General Security Deed over Byron's assets, a Negative Pledge from Byron and a registered interest over Byron's share of SM 70/71 leases;

(iii) on 25 July 2016 the Company released its annual reserves and resources report as at 30 June 2016, prepared by Collarini Associates, based in Houston, Texas, USA;

(iv) on 11 August 2016, Byron Energy announced that commitments have been received to raise A$5.5 million through a placement ("Placement") of 42.4 million new shares to be issued in two tranches:-

   a. an unconditional placement of 36,916,167 shares to raise approximately $A4.8 million utilising the Company's existing Listing Rule 7.1 and LR 7.1A placement capacity, which was completed on 23 August 2016;

   b. a conditional placement of 5,474,617 shares ("Conditional Placement") to raise approximately $A0.7 million comprising subscriptions from Byron directors and/or their associates, in particular Doug Battersby and his associates for A$260,000 and Paul Young and his associates for A$451,700, and the Conditional Placement is subject to shareholder approval at a general meeting of Byron's shareholders, expected to be held in October/November 2016;

Significant events after the balance date (continued)

(v) on 28 July 2016, Metgasco advised of its intention to acquire an option to farm in to Byron's Bivouac Peak prospect for a 10% working interest with formal agreements executed on 22 September 2016;

(vi) on 26 August 2016, Byron announced after an extensive study of various development scenarios, it was decided to relinquish the lease and the Bureau of Ocean Energy Management accepted Byron's voluntary relinquishment of the SM 6 lease;

(vii) also announced on 26 August 2016, the Company's wholly owned subsidiary Byron Energy Inc, had entered into a purchase and construction agreement for a 6 slot tripod jacket with decks and production equipment for the SM 71 development; and

(viii) in late September 2016, Byron decided to relinquish the Grand Isle 95 lease.

Future developments

It is expected that the consolidated entity will continue its oil and gas exploration and development activities in the shallow and transition zone waters of the Gulf of Mexico, USA.

Further information regarding likely developments are not included in this report. As the Company is listed on the Australian Securities Exchange ("ASX"), it is subject to the continuous disclosure requirements of the ASX Listing Rules which require immediate disclosure to the market of information that is likely to have a material effect on the price or value of Byron Energy Limited's securities.

Dividends

No dividends in respect of the current financial year have been paid, declared or recommended for payment (2015: nil).

Environmental regulation

The consolidated entity's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of any State or Territory of Australia. The consolidated entity's oil and gas exploration activities are subject to significant environmental regulation under United States of America Federal and State legislation.

The Directors are not aware of any breach of environmental compliance requirements relating to the consolidated entity's activities during the year.

Non-audit services

Deloitte Touche Tohmatsu did not provide non-audit services to the Company during the financial year.

Auditor independence declaration

A copy of the auditor's independence declaration under s.307C of the Corporation Act 2001 in relation to the audit of the full year is included in this report.

Indemnification and insurance of officers and auditors

During the financial year the Company paid an insurance premium in respect of Directors' and Officers' liability for the current directors and officers including the company secretary. Under the terms of the policy the premium amount, coverage and other terms of the policy have been agreed to be confidential and not to be disclosed.

The Company has not otherwise, during or since the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or of any related body corporate against a liability incurred as such an officer or auditor.

Significant changes in the state of affairs

During the financial year, there were no significant changes in the state of affairs of the consolidated entity, other than those set out in the Review of Operations.

DIRECTORS' REPORT (CONTINUED)

Directors' meetings

The charter for the Audit and Risk Management Committee was adopted on 12 July 2007 and most recently amended on 25 June 2014. The current members of the committee consist of Paul Young (Chairman) and Charles Sands. During the year there was eight Board meetings and three Audit and Risk Management Committee meetings held. The numbers of meetings attended by each director were as follows:

	Board of directors		Audit and Risk Management Committee	
Directors	**Entitled to attend**	**Attended**	**Entitled to attend**	**Attended**
Douglas G. Battersby	8	8	-	-
Maynard V. Smith	8	8	-	-
Prent H. Kallenberger	8	8	-	-
Charles J. Sands	8	6	3	3
Paul A. Young	8	8	3	3
William R. Sack	8	8	-	-

REMUNERATION REPORT – AUDITED

This remuneration report, which forms part of the directors' report, sets out information about the remuneration of the Group's directors and other key management personnel for the financial year ended 30 June 2016. The prescribed details for each person covered by this report are detailed below.

Details of directors and other key management personnel

Directors and other key management personnel of the Company during and since the end of the financial year are as follows

Directors

Douglas G. Battersby
Maynard V. Smith
Prent H. Kallenberger
Charles J. Sands
Paul A. Young
William R. Sack

Key management personnel

Nick Filipovic – Chief Financial Officer and Company Secretary

The remuneration report is set out below under the following main headings:-

A. Principles and agreements, and
B. Remuneration of directors and other key management personnel

A. Principles and agreements

Remuneration levels are set to attract and retain appropriately qualified and experienced directors and executives. The board is responsible for remuneration policies and practices. The board may seek independent advice on remuneration policies and practices, including compensation packages and terms of employment.

The directors' and key management personnel remuneration levels are not directly dependent upon the Company or consolidated entity's performance or any other performance conditions.

Directors' remuneration is inclusive of committee fees.

REMUNERATION REPORT – AUDITED (CONTINUED)

Additional information

The Corporations Act requires disclosure of the Company's remuneration policy to contain a discussion of the Company's earnings and performance and the effect of the Company's performance on shareholder wealth in the reporting period and the four previous financial years. The table below provides a five year financial summary.

	30 June 2012 US$	30 June 2013 US$	30 June 2014 US$	30 June 2015 US$	30 June 2016 US$
Revenue	1,399,158	231,926	-	-	-
Net loss before tax	(10,604,840)	(3,820,053)	(7,305,087)	(4,238,855)	(30,944,243)
Net loss after tax	(10,604,840)	(3,820,053)	(7,305,087)	(4,238,855)	(30,944,243)
Share price at start of year	N/A	N/A	A$0.405	A$0,70	A$0.23
Share price at end of year	N/A	A$0.405	A$0.70	A$0.23	A$0.15
Basic earnings per share*	(US$0.13)	(US$0.035)	(US$0.057)	(US$0.029)	(US$0.147)
Diluted earnings per share*	(US$0.13)	(US$0.035)	(US$0.057)	(US$0.029)	(US$0.147)

* Only the 2012 year has been included for comparative purposes and adjusted to reflect the 2013 acquisition, where 2.5 Byron Energy Limited shares was issued for every 1 Byron Energy (Australia) Pty Ltd share to Byron Energy (Australia) Pty Ltd shareholders and 2.5 options over Byron Energy Limited shares were issued for every 1 option over Byron Energy (Australia) Pty Ltd shares at the date of acquisition.

(i) Non-executive directors

The ASX Listing Rules provide that the aggregate remuneration of non-executive directors shall be determined from time to time by a general meeting of shareholders. The latest determination was at the extraordinary general meeting held on 22 April 2013 when shareholders approved an aggregate remuneration of A$300,000 per annum.

The amount of aggregate remuneration sought to be approved by shareholders and the fee structure is reviewed annually.

The Chairman, Douglas Battersby, is paid an annual non-executive director's fee of A$80,000, paid pro-rata on a quarterly basis, as well as costs relating to performance of duties as a director.

Non-executive directors, Charles Sands and Paul Young, are paid an annual non-executive director's fee of A$40,000 each, paid pro-rata on a quarterly basis, as well as costs relating to performance of duties as a director.

There are no termination or retirement benefits for non-executive directors (other than statutory superannuation where applicable).

(ii) Executive directors and key management personnel

Remuneration levels of executive directors and key management personnel are set to attract and retain appropriately qualified and experienced directors and executives. This involves assessing the appropriateness of the nature and amount of remuneration on a periodic basis by reference to market conditions, length of service and particular experience of the individual concerned.

Remuneration packages may include a mix of fixed and variable remuneration, short and long term performance based incentives. The remuneration packages are reviewed annually by the board as required.

Remuneration and other terms of employment of the Chief Executive Officer (Maynard Smith), Executive Director and Chief Operating Officer (Prent Kallenberger), Executive Director (William Sack) and the CFO/Company Secretary (Nick Filipovic) are detailed below.

REMUNERATION REPORT – AUDITED (CONTINUED)

Fixed remuneration for executive directors and key management personnel

Maynard Smith

The Company has entered into a service agreement with Maynard Smith via a company of which Mr Smith is a director. Mr Smith's contract is for a period of two years at an annual rate of A$240,000 plus reasonable and justifiable business expenses commencing on 24 May 2013 with an automatic extension for a further one year unless the parties elect to terminate the contract at the end of two years. As announced to the ASX on 30 May 2016, Mr Smith agreed to extend his contract with the Company for a further six months until 24 November 2016. The contract is further terminable by either party "for cause" immediately on notice and otherwise "without cause" on 120 days' notice. Effective 1 April 2015, Mr Smith's service agreement remuneration was reduced by one third and his revised remuneration is now A$160,000 per annum plus reasonable and justifiable business expenses.

Prent Kallenberger

The Company has entered into an employment agreement with Prent Kallenberger. Mr Kallenberger's contract is for a period of two years, at annual rate of US$350,000 plus medical insurance and reasonable and justifiable business expenses commencing on 24 May 2013 with an automatic extension for a further one year unless the parties elect to terminate the contract at the end of two years. As announced to the ASX on 30 May 2016, Mr Kallenberger agreed to extend his contract with the Company for a further six months until 24 November 2016. The contract is further terminable by the Company "for cause" immediately on notice and otherwise "without cause" on 90 days' notice. Effective 1 April 2015, Mr Kallenberger's service agreement remuneration was reduced by one third and his revised remuneration is now US$234,000 per annum plus medical insurance and reasonable and justifiable business expenses.

William Sack

The Company has entered into an employment agreement with William Sack. Mr Sack's contract is for a period of two years, at annual rate of US$350,000 plus medical insurance and reasonable and justifiable business expenses commencing on 3rd October 2014 with an automatic extension for a further one year unless the parties elect to terminate the contract at the end of two years. The contract is further terminable by the Company "for cause" immediately on notice and otherwise "without cause" on 90 days' notice. Effective 1 April 2015, Mr Sack's service agreement remuneration was reduced by one third and his revised remuneration is now US$234,000 per annum plus medical insurance and reasonable and justifiable business expenses.

Nick Filipovic

The Company has entered into a formal letter agreement with Nick Filipovic. Under Mr Filipovic's letter of engagement, he is entitled to a gross salary of A$300,00 per annum plus superannuation at the statutory rate. Byron may terminate Mr Filipovic's employment at any time by giving 90 days' notice or in case of serious misconduct employment may be terminated without notice. Should Mr Filipovic resign from Byron he will need to give 90 days' notice. Effective 1 April 2015, Mr Filipovic's remuneration was reduced by one third and his revised remuneration is now A$200,000 per annum, plus superannuation at the statutory rate.

B. Remuneration of directors and key management personnel

Options

1,700,000 share options were issued to William Sack following the approval of a resolution to issue the options at a Company EGM held on 15 February 2016. Apart from this issue, no other share options were issued to directors and other key management personnel during the year (2015: 1,700,000 options). No options lapsed, nor were any exercised during the financial year. There are no Employee Share Option plans in place.

At the end of the financial year, the following share-based payment arrangements were in existence:

Grantee	Number	Grant date	Expiry date	Exercise Price	Fair value at grant date	Vesting date
C. J. Sands	450,000	24 May 2013	31 Dec 2016	A$0.50	A$0.0846	24 May 2013
P. H. Kallenberger	1,000,000	24 May 2013	31 Dec 2016	A$0.50	A$0.0846	24 May 2013
W. R. Sack	1,700,000	25 Nov 2014	30 Sep 2017	A$0.65	A$0.1790	25 Nov 2014
W. R. Sack	1,700,000	15 Feb 2016	30 Sep 2018	A$0.25	A$0.0959	19 Feb 2016
N. Filipovic	600,000	24 May 2013	31 Dec 2016	A$0.50	A$0.0846	24 May 2013

These options are transferable and not quoted. They may be exercised at any time after vesting date.
No options lapsed during the financial year.

REMUNERATION REPORT – AUDITED (CONTINUED)

The following table summarises the value of remuneration options granted during the year. Other than the value of options granted to Mr W. Sack, as shown below, there were no other directors and other key management personnel options granted, exercised or lapsed to during the year.

Grantee	Value of options granted US$
W. R. Sack	*118,716

*The value of the options granted to a director as part of their remuneration is calculated as at the grant date using a binomial pricing model.

		Short term employee benefits			Post employment benefits	Share-based payments	
	Salaries & fees US$	Short term cash incentive US$	Other Benefits US$	Service Agreements US$	Superannuation US$	Options US$	Total US$
2016							
Directors							
D. G. Battersby	-	-	-	58,264	-	-	**58,264**
M. S. Smith	-	-	-	116,528	-	-	**116,528**
P. H. Kallenberger	234,000	-	25,023	-	-	-	**259,023**
C. J. Sands	29,132	-	-	-	-	-	**29,132**
P. A. Young	29,132	-	-	-	2,768	-	**31,900**
W. R. Sack	234,000	-	18,000	-	-	118,716	**370,716**
Key management personnel							
N. Filipovic	145,660	-	-	-	13,838	-	**159,498**
	671,924	**-**	**43,023**	**174,792**	**16,606**	**118,716**	**1,025,061**
2015							
Directors							
D. G. Battersby	-	-	-	67,040	-	-	**67,040**
M. S. Smith	-	-	-	184,360	-	-	**184,360**
P. H. Kallenberger	320,833	-	21,278	-	-	-	**342,111**
C. J. Sands	33,520	-	-	-	-	-	**33,520**
P. A. Young	33,520	-	-	-	3,184	-	**36,704**
W. R. Sack (from 3rd October 2014)	233,333	-	12,826	-	-	254,943	**501,102**
Key management personnel							
N. Filipovic	230,450	-	-	-	21,893	-	**252,343**
	851,656	**-**	**34,104**	**251,400**	**25,077**	**254,943**	**1,417,180**

Bonuses

No bonuses were granted during the financial year ended 30 June 2016 (2015: nil).

Other transactions with key management personnel of the Group

There are a number of material loans, interest payments and other transactions between the directors and the consolidated entity in the year ended 30 June 2016, fully disclosed in Note 26 Related party transactions in the Notes to the Financial Statements.

REMUNERATION REPORT – AUDITED (CONTINUED)

Additional Information - key management personnel equity and share option holdings

The interests of each director and other key management personnel, directly and indirectly, in the shares and options of Byron Energy Limited are as follows:

Ordinary Shares

Director / Key Management Personnel	Balance on 1st July 2015	Granted as compensation	Received on exercise of options	Placement and loans converted*	Balance on 30th June 2016
	Number	Number	Number	Number	Number
D. G. Battersby	22,662,202	-	-	5,405,001	28,067,203
M. V. Smith	15,594,534	-	-	2,433,334	18,027,868
P. H. Kallenberger	1,250,000	-	-	482,223	1,732,223
C. J. Sands	9,551,182	-	-	2,314,815	11,865,997
P. A. Young	3,432,000	-	-	3,020,000	6,452,000
W. R. Sack	400,000	-	-	300,000	700,000
N. Filipovic	584,788	-	-	-	584,788

*Subscriptions for new shares and conversions of loans payable

During the financial year, no shares were granted to directors or other key management personnel of the Company.

Share options over ordinary shares

Director / Key Management Personnel	Balance on 1st July 2015	Granted as compensation	Exercise of options	Disposals/Other	Balance on 30th June 2016
	Number	Number	Number	Number	Number
D. G. Battersby	6,397,876	-	-	-	6,397,876
M. V. Smith	5,956,111	-	-	-	5,956,111
P. H. Kallenberger	3,450,000	-	-	-	3,450,000
C. J. Sands	1,953,574	-	-	-	1,953,574
P. A. Young	171,200	-	-	-	171,200
W. R. Sack	1,700,000	1,700,000	-	-	3,400,000
N. Filipovic	3,037,000	-	-	-	3,037,000

During the financial year, 1,700,000 options were granted to Mr W. R. Sack, a director of the Company.

This Directors' Report is signed in accordance with a resolution of directors made pursuant to s.298(2) of the Corporations Act 2001.

On behalf of the directors

D. G. Battersby
Chairman

27 September 2016

AUDITOR'S INDEPENDENCE DECLARATION

Deloitte.

Deloitte Touche Tohmatsu
ABN 74 490 121 060

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The Board of Directors
Byron Energy Limited
Level 4, 480 Collins Street
Melbourne VIC 3000

Byron Energy Limited

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

As lead audit partner for the audit of the financial statements of Byron Energy Limited for the financial year ended 30 June 2016, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

Yours sincerely

Deloitte Touche Tohmatsu
DELOITTE TOUCHE TOHMATSU

Alison Brown
Alison Brown
Partner
Chartered Accountants
Melbourne, 28 September 2016

CONSOLIDATED STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016

	Note	Consolidated 2016 US$	Consolidated 2015 US$
Expenses			
Corporate and administration costs		(1,455,652)	(1,673,250)
Impairment expense		(28,599,269)	(1,750,123)
Share based payments		(139,051)	(254,943)
Depreciation / amortisation of property, plant & equipment		(19,496)	(19,302)
Other expenses		(692,340)	(535,762)
Earnings before interest and tax (EBIT)	2	**(30,905,808)**	**(4,233,380)**
Financial income	3	42,062	125,122
Financial expense	3	(80,497)	(130,597)
Loss before tax		**(30,944,243)**	**(4,238,855)**
Income tax expense	4	-	-
Loss for the year from continuing operations		**(30,944,243)**	**(4,238,855)**
Other comprehensive income, net of income tax			
Items that may subsequently be reclassified to profit and loss			
Exchange differences on translating the parent entity group		27,609	(25,279)
Total comprehensive loss for the year		**(30,916,634)**	**(4,264,134)**
Earnings per share			
Basic (cents per share)	5	(14.7)	(2.9)
Diluted (cents per share)	5	(14.7)	(2.9)

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2016

	Note	Consolidated 2016 US$	Consolidated 2015 US$
Assets			
Current assets			
Cash and cash equivalents	18(b)	883,398	5,970,070
Trade and other receivables	6	26,997	35,014
Other	7	816,392	328,335
Total current assets		**1,726,787**	**6,333,419**
Non-current assets			
Other	7	475,325	452
Exploration and evaluation assets	8	4,834,429	27,407,054
Property, plant and equipment	9	47,181	57,753
Other intangible assets	10	6,940	12,258
Total non-current assets		**5,363,875**	**27,477,517**
Total assets		**7,090,662**	**33,810,936**
Liabilities			
Current liabilities			
Trade and other payables	11	1,327,912	750,985
Provisions	12	524,914	79,207
Total current liabilities		**1.852,826**	**830,192**
Non-current liabilities			
Provisions	12	115,950	373,766
Borrowings	13	-	1,150,100
Total non-current liabilities		**115,950**	**1,523,866**
Total liabilities		**1,968,776**	**2,354,058**
Net assets		**5,121,886**	**31,456,878**
Equity			
Issued capital	14	74,040,848	69,598,257
Foreign currency translation reserve	15	(143,767)	(171,376)
Share option reserve	15	2,498,102	2,359,051
Accumulated losses		(71,273,297)	(40,329,054)
Total equity		**5,121,886**	**31,456,878**

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016

	Ordinary share capital US$	Share option reserve US$	Foreign currency translation reserve US$	Accumulated losses US$	Total US$
Consolidated entity					
Balance at 1 July 2014	**56,124,868**	**2,104,108**	**(146,097)**	**(36,090,199)**	**21,992,680**
Loss for the year	-	-	-	(4,238,855)	(4,238,855)
Exchange differences arising on translation of the parent entity	-	-	(25,279)	-	(25,279)
Total comprehensive loss for the year	-	-	(25,279)	(4,238,855)	(4,264,134)
The issue of 2,876,923 shares under a placement at A$0.65 per share	1,756,117	-	-	-	1,756,117
The issue of 154,000 shares under a placement at A$0.65 per share	92,753	-	-	-	92,753
The issue of 4,541,095 shares under a placement at A$0.50 per share	1,841,868	-	-	-	1,841,868
The issue of 43,100,000 shares under a placement at A$0.25 per share	8,419,325	-	-	-	8,419,325
The issue of 3,076,923 shares upon the conversion of loans at A$0.65 per share	1,853,200	-	-	-	1,853,200
Recognition of share-based payments	-	254,943	-	-	254,943
Equity raising costs	(489,874)	-	-	-	(489,874)
Balance at 30 June 2015	**69,598,257**	**2,359,051**	**(171,376)**	**(40,329,054)**	**31,456,878**
Balance at 1 July 2015	**69,598,257**	**2,359,051**	**(171,376)**	**(40,329,054)**	**31,456,878**
Loss for the year	-	-	-	(30,944,243)	(30,944,243)
Exchange differences arising on translation of the parent entity	-	-	27,609	-	27,609
Total comprehensive loss for the year	-	-	27,609	(30,944,243)	(30,916,634)
The issue of 900,000 shares under a placement at A$0.25 per share	170,663	-	-	-	170,663
The issue of 29,928,333 shares under a placement at A$0.15 per share	3,089,201	-	-	-	3,089,201
The issue of 1,870,344 shares under a share purchase plan at A$0.15 per share	198,998	-	-	-	198,998
The issue of 10,337,966 shares upon the conversion of loans at A$0.15 per share	1,116,500	-	-	-	1,116,500
Recognition of share-based payments	-	139,051	-	-	139,051
Equity raising costs	(132,771)	-	-	-	(132,771)
Balance at 30 June 2016	**74,040,848**	**2,498,102**	**(143,767)**	**(71,273,297)**	**5,121,886**

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016

	Note	Consolidated 2016 US$	Consolidated 2015 US$
Cash flows from operating activities			
Payments to suppliers and employees		(2,926,658)	(2,145,688)
Interest paid		(100,943)	(102,426)
Interest received		8,462	10,352
Net cash flows used in operating activities	18(a)	**(3,019,139)**	**(2,237,762)**
Cash flows from investing activities			
Payments for exploration and evaluation assets		(5,325,649)	(12,682,590)
Payments for intangible assets		-	(15,337)
Payments for property, plant and equipment		(4,270)	(5,887)
Net cash flows generated used in investing activities		**(5,329,919)**	**(12,703,814)**
Cash flows from financing activities			
Proceeds from issues of ordinary shares		3,458,863	12,110,063
Payment of equity raising and transaction costs		(160,861)	(481,325)
Proceeds from borrowings from related parties		-	2,197,350
Net cash flows from financing activities		**3,298,002**	**13,826,088**
Net decrease in cash and cash equivalents held		**(5,051,056)**	**(1,115,488)**
Cash and cash equivalents at the beginning of the year		**5,970,070**	**7,232,585**
Effect of exchange rate changes on the balance of cash held in foreign currencies		(35,616)	(147,027)
Cash and cash equivalents at the end of the year	18(b)	**883,398**	**5,970,070**

The accompanying notes form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016

Note	Contents
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1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

These financial statements are general purpose financial statements which have been prepared in accordance with the Corporations Act 2001, Accounting Standards and Interpretations, and comply with other requirements of the law.

The financial statements comprise of the consolidated financial statements of the Group. For the purposes of preparing the consolidated financial statements, the Company is a for-profit entity.

Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes of the Company and Group comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the directors on 27th September 2016.

The following significant policies have been adopted in the preparation and presentation of the financial statements:

Basis of preparation

The financial report has been prepared on the basis of historical cost. Historical cost is based on the fair values of the consideration given in exchange for goods and services. 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, regardless of whether that price is directly observable or estimated using another valuation technique. All amounts are presented in United States of America dollars, unless otherwise noted.

Critical accounting judgments and key sources of estimation uncertainty

The preparation of the consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods effected.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in Note 1 (e) Impairment.

Adoption of new and revised Accounting Standards

In the current year, the Group has applied one amendment of AASBs issued by the Australian Accounting Standards Board (AASB) that are mandatorily effective for an accounting period that begins on or after 1 July 2015, and therefore relevant for the current year end.

Standard/Interpretation

1. AASB 2015-3 'Amendments to Australian Accounting Standards arising from the Withdrawal of AASB 1031 Materiality'

The application of this amendment does not have any material impact on the disclosures or the amounts recognised in the Group's consolidated financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016 (CONTINUED)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Standards and Interpretations in issue not yet adopted

At the date of authorisation of the financial statements, the Standards and Interpretations relevant to the Group that were in issue but not yet effective are listed below.

The directors have not yet determined whether the adoption of these standards will have any material impact on the preparation of the financial statements.

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
AASB 9 'Financial Instruments' and relevant amending standards'	1 January 2018	30 June 2019
AASB 16 'Leases'	1 January 2019	30 June 2020
AASB 2015-1 Amendments to Australian Accounting Standards – Annual Improvements to Australian Accounting Standards 2012-2014 Cycle	1 January 2016	30 June 2017
AASB 2015-2 'Amendments to Australian Accounting Standards – Disclosure Initiative: Amendments to AASB 101'	1 January 2016	30 June 2017
AASB 15 'Revenue from Contracts with Customers', AASB 2014-5 'Amendments to Australian Accounting Standards arising from AASB 15', AASB 2015-8 'Amendments to Australian Accounting Standards – Effective date of AASB 15'	1 July 2018	30 June 2019
AASB 2014-4 'Amendments to Australian Accounting Standards' - Clarification of Acceptable Methods of Depreciation and Amortisation'	1 January 2016	30 June 2017
AAASB 2014-3 'Amendments to Australian Accounting Standards – Accounting for Acquisitions of Interests in Joint Operations'	1 January 2016	30 June 2017
AASB 2016-2 'Amendments to Australian Accounting Standards – Disclosure Initiative: Amendments to AASB 107'	1 January 2017	30 June 2016

Standards and Interpretations issued not yet effective – IASB and IFRIC Interpretations

At the date of authorisation of the financial statements, the following IASB Standards and IFRIC Interpretations (for which Australian equivalent Standards and Interpretations have not yet been issued) were in issue but not yet effective:

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
Clarifications to IFRS 15 'Revenue from Contracts with Customers'	1 January 2018	30 June 2019

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Going Concern

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

For the year ended 30 June 2016, the consolidated entity incurred a loss after tax of US$ 30.9m (2015: US$ 4.2m), including the write-off of exploration and evaluation assets of US$ 28.6m (2015: US$ 1.8m) and had negative net cash flows from operating activities of US$ 3.0m (2015: US$ 2.2m). As at 30 June 2016, the consolidated entity had net current liabilities of US$ 0.1m (2015: net current assets US$ 5.5m), net tangible assets of US$ 0.3m (2015: US$ 4.3m) and no production income.

Notwithstanding the above, the Directors consider that they have a reasonable basis to prepare the financial statements on a going concern basis having regard to the following:-

- The Company completed the conversion of loans due for repayment on 1 July 2016 of A$700,000 and US$612,500 to equity at A$0.15 per fully paid ordinary share;
- Entered into unsecured loan facilities in July and August 2016, with two of the Company's directors for A$750,000, that was subsequently drawn down and is repayable by 31 December 2016;
- On 22 July 2016, the Company executed a Convertible Note Deed and General Security Deed with Metgasco Limited under which, inter alia, Metgasco Limited will subscribe for a 3 year Convertible Note to be issued by Byron of up to A$8 million, approved by Byron shareholders at a general meeting held on 12 September 2016. The Convertible Note is secured by a General Security Deed over Byron's assets, a Negative Pledge from Byron and a registered interest over Byron's share of SM 70/71 leases;
- On 23 August 2016 Byron announced the completion of the unconditional component of the share placement previously announced to the market on 11 August 2016. The unconditional component of the share placement, comprised 36,916,167 shares at an issue price of A$0.13 per share to raise approximately A$4.8 million, before costs. The conditional component of the placement, for a further 5,474,617 shares at A$0.13 per share, to raise A$0.7 million is subject to shareholder approval at a general meeting of the Company expected to be held in October/ November 2016; and
- The consolidated entity plans to develop its SM 71 oil discovery in 2016/17 and aims to commence production in mid-2017, subject to permitting.

Management cash flow forecasts show over the period to 30 September 2017, the consolidated entity will have sufficient funds to pay its liabilities as and when they fall due on the basis that:

- SM 71 production commences in July 2017, producing net cash inflows of US$1.1M per month;
- development is completed within forecast capex and bonding requirements; and
- the shareholders approve the conditional share placement of A$0.7m detailed above.

Should additional funding be required to meet the consolidated ongoing financial commitments in the period to 30 September 2017, the Directors are confident that this can be achieved through raising additional equity capital and/or additional debt funding, given the Company's demonstrable track record of raising funds which historically has been strongly supported by its directors and major shareholders.

However, should the Company be unable to achieve successful outcomes in relation to the above matters, a material uncertainty would exist as to whether the Company and consolidated entity will be able to continue as going concerns and therefore whether they will realise their assets and extinguish their liabilities in the normal course of business.

The financial statements do not include any adjustments relating to the recoverability and classification of the recorded assets amount nor to the amounts and classification of liabilities that might be necessary should the Company and the consolidated entity not continue as going concerns.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The following significant accounting policies have been adopted in the preparation and presentation of the financial report:

(a) Basis of consolidation

Subsidiaries

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (referred to as 'the consolidated entity' or 'the Group' in these financial statements). Control is achieved where the Company:

› has power over the investee;

› is exposed, or has rights, to variable returns from its involvement with the investee; and

› has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the effective date of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the consolidated entity.

Transactions eliminated on consolidation

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

(b) Exploration and evaluation expenditure

Exploration and evaluation costs, including the costs of acquiring leases, are intangible assets capitalised as exploration and evaluation assets on an area of interest basis. Costs incurred before the consolidated entity has obtained the legal rights to explore an area are recognised in the income statement.

Exploration and evaluation assets are only recognised if the rights of the area of interest are current and either:-

(i) the expenditures are expected to be recouped through successful development and exploitation of the area of interest; or alternatively, by its sale; or

(ii) activities in the area of interest have not, at the reporting date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest are continuing.

Exploration and evaluation assets are initially measured at cost and include acquisition of rights to explore, lease rental payments, seismic and other expenditure to provide legal tenure of the area of interest.

When an area of interest is abandoned or the directors decide that it is not commercial, any capitalised costs in respect of that area are written off in the financial period the decision is made.

Exploration and evaluation assets are assessed for impairment if:-

(iii) sufficient data exists to determine technical feasibility and commercial viability, and

(iv) facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

For the purposes of impairment testing, exploration and evaluation assets are allocated to cash-generating units to which the exploration activity relates. The cash generating unit shall not be larger than the area of interest.

Once the technical feasibility and commercial viability of the extraction of oil and gas reserves relating to a prospect are demonstrable, exploration and evaluation assets attributable to that prospect are first tested for impairment and then reclassified assets to oil and gas assets.

All other exploration and evaluation costs are expensed as incurred.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Reserves

Foreign Currency Translation Reserve

Foreign currency exchange differences relating to the translation of Australian dollars, being the functional currency of the parent entity group into the presentational currency of US dollars for the consolidated entity are brought to account by entries made directly to the foreign currency translation reserve.

Share Option Reserve

The share option reserve arises on the grant of share options to staff and other service providers to the Group. Amounts are transferred out of the reserve and into issued capital when the options are exercised. Further information about share based payments is made in Note 1(n).

(d) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax ("GST"), except:-

(i) where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or

(ii) for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

Cash flows are included in the cash flow statement on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

(e) Impairment

The carrying amounts of the company's and the consolidated entity's non financial assets, except exploration and evaluation expenditure, are reviewed each balance date or when there is an indication of an impairment loss, to determine whether they are in excess of their recoverable amount. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount.

Calculation of the recoverable amount

The recoverable amount of an asset is the greater of its fair value less cost to sell and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre tax discounted rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Reversals of impairment

Impairment losses are reversed when there has been a change in the estimates used to determine recoverable amounts.

An impairment loss is reversed only to the extent that the asset's carrying value does not exceed the carrying amount that would have been determined, net of deprecation or amortisation, if no impairment loss had been recognised.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(f) Foreign currency

Functional and presentation currency

Items included in the financial statements of each of the consolidated entity's subsidiaries are measured using the currency of the primary economic environment in which the subsidiaries operate ("the functional currency"). The functional currency of the Company is Australian dollars (A$) and the functional currency of the Company's overseas subsidiaries is United States dollars (US$).

The financial statements are presented in United States dollars. The consolidated entity believes the US dollar is the best measure of performance for the Group because oil and gas, the consolidated entity's dominant sources of revenue are priced in US$ and the consolidated entity's main operations are based in the USA with costs incurred in US$.

Prior to consolidation, the results and financial position of each entity within the consolidated entity are translated from the functional currency into the consolidated entity's presentation currency as follows:-

› asset and liabilities of the non US$ denominated balance sheet are translated at the closing rate at the date of that balance sheet;

› income and expenses for the non US$ denominated income statement is translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case the income and expenses are translated at the dates of the transactions);

› components of equity are translated at the historical rates; and

› all resulting exchange differences are recognised as a separate component of equity.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency at the exchange rates prevailing at the date of the transaction. Monetary asset and liabilities denominated in foreign currencies at the balance sheet date are translated to the respective functional currency at the foreign exchange rate at that date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities are recognised in the statement of comprehensive income.

Non-monetary asset and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Foreign exchange gains and losses arising from a monetary item receivable from or payable to a foreign operation, the settlement of which is neither nor likely in the foreseeable future, are considered to form part of the net investment in a foreign operation are recognised directly in equity in the foreign currency translation reserve.

Interest bearing loans and borrowings repayable in fixed currency denominations

Interest bearing loans and borrowings are initially measured at fair value, net of transaction costs. As some of the loans from shareholders are legally repayable in non functional or non United States currency denominations, any unrealised foreign currency exchange gains and losses emanating from the recognition of the amounts required to settle these future obligations are recognised in the profit and loss.

(g) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

Interest revenue

Interest revenue is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

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1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Income tax

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affect neither accounting nor taxable profit/loss, and differences relating to investments in subsidiaries to the extent that they will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each balance sheet date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(i) Cash and cash equivalents

Cash comprises cash on hand and deposits held at call with financial institutions. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash, which are subject to an insignificant risk of changes in value.

(j) Financial assets

Investments are initially measured at fair value, net of transaction costs.

Subsequent to initial recognition, investments in subsidiaries are measured at cost in the Company's financial statements.

Receivables

Receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method less impairment.

Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset the estimated future cash flows of the investment have been impacted.

(k) Employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and long service leave when it is probable that settlement will be required and they are capable of being measured reliably.

Liabilities recognised in respect of employee benefits expected to be settled within 12 months, are measured at their nominal values using the remuneration rate expected to apply at the time of settlement.

Liabilities recognised in respect of employee benefits which are not expected to be settled within 12 months are measured as the present value of the estimated future cash outflows to be made by the consolidated entity in respect of services provided by employees up to reporting date.

Defined contribution plans

Contributions to defined contribution superannuation plans are expensed when employees have rendered service entitling them to the contributions.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(l) Property, plant and equipment (including software)

Buildings held for use in the production or supply of goods or services, or for administrative purposes, are carried in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Plant and equipment are stated at cost less accumulated depreciation and impairment. Construction in progress is stated at cost. Cost includes expenditure that is directly attributable to the acquisition or construction of the item. In the event that settlement of all or part of the purchase consideration is deferred, cost is determined by discounting the amounts payable in the future to their present value as at the date of acquisition.

Depreciation is provided on property, plant and equipment, including freehold buildings but excluding land. Depreciation is calculated on a straight-line basis so as to write off the net cost or other revalued amount of each asset over its expected useful life to its estimated residual value. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period, with the effect of any changes recognised on a prospective basis.

The gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

The following useful lives are used in the calculation of depreciation:-

Buildings	40 years
Plant and equipment	2.5 to 10 years
Intangible assets - software	2.5 to 3 years

(m) Provisions

Provisions are recognised when the consolidated entity has a present obligation (legal or constructive) as a result of a past event, it is probable that the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cashflows estimated to settle the present obligation, its carrying amount is the present value of those cashflows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Site restoration and rehabilitation of oil and gas properties

Provisions made for environmental rehabilitation are recognised where there is a present obligation as a result of exploration, development or production activities having been undertaken and it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the provision can be measured reliably. The estimated future obligations include the cost of removing the facilities, abandoning the well(s) and restoring the affected areas. The provision for future restoration is the best estimate of the present value of the expenditure required to settle the obligation at the reporting date, based on current legal requirements and technology. Future restoration costs are reviewed annually; and any changes are reflected in the present value of the restoration provision at the end of the reporting period. The amount of the provision for future restoration costs relating to exploration and producing activities is capitalised as a cost of these activities. The provisions are determined by discounting the expected future cashflows at a pre tax rate that reflects the time value of money. The unwinding of discounting on the provision is recognised as a finance cost rather than being capitalised into the cost of the related asset.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(n) Share based payments

Equity settled share based payments with directors, employees and others providing similar services are measured at the fair value of the equity instrument at the grant date. Fair value is measured by use of an appropriate model. A share based payment expense is recognised in profit and loss with a corresponding increase in equity at grant date where the share based payment arrangements vest immediately.

(o) Leased assets

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and benefits of ownership to the lessee. All other leases are classified as operating leases. Operating lease payments are recognised as an expense on a straight line basis over the lease term.

(p) Financial liabilities

Financial liabilities

Financial liabilities, including borrowings and trade and other payables, are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

(q) Issued capital

Issued and paid up capital is recognised at the fair value of the consideration received by the Company.

Transaction costs on the issue of equity instruments

Transaction costs arising on the issue of equity instruments are recognised directly in equity as a reduction of the proceeds of the equity instrument to which the costs relate. Transaction costs are costs that are incurred directly in connection with the issue of those equity instruments and which would not have been incurred had those instruments not been issued.

	Consolidated	
	2016 US$	2015 US$

2. LOSS FOR THE YEAR

Loss for the year has been arrived at after charging the following items of expense

Professional and consulting costs	435,585	432,054
Insurance	50,550	22,563
Operating lease rental expense	147,116	151,008
Employee benefits expense		
Other employee benefits	790,814	942,465
Share based payments (share options issued to a director)	118,716	254,943
Defined contribution superannuation expense	21,242	32,349
	930,772	**1,229,757**

3. FINANCIAL INCOME AND EXPENSES

Financial Income		
Interest income	8,462	10,352
Foreign exchange gain on A$ denominated loans	33,600	114,770
	42,062	**125,122**
Financial Expense		
Interest expense paid to others	31,225	54,962
Interest expense accrued or paid to a related party	49,272	75,635
	80,497	**130,597**

	Consolidated	
	2016 US$	2015 US$

4. INCOME TAX

Income tax recognised in profit and loss	**-**	**-**
The prima facie income tax expense / (benefit) on pre tax accounting loss reconciles to the income tax expense / (benefit) in the financial statements as follows:		
Loss from continuing operations	(30,944,243)	(4,238,855)
Income tax benefit calculated at 30%	(9,283,273)	(1,271,657)
Expenditure not allowable for income tax purposes	4,800	13,426
Non tax deductible share based payments expense	41,715	76,483
Effect of different tax rates of subsidiaries operating in other jurisdictions	(1,630,192)	(262,057)
Tax losses and tax offsets not recognised as deferred tax assets	10,866,950	1,443,805
Income tax expense / (benefit) on continuing operations	**-**	**-**
Deferred tax assets not recognised		
Deferred tax assets not recognised comprises temporary differences and tax losses attributable to:		
Australian tax losses	1,900,735	1,671,931
USA tax losses	23,098,077	18,789,244
Temporary differences	(1,640,863)	(9,065,500)
Total deferred tax assets not recognised	**23,357,949**	**11,395,675**

The potential deferred tax asset will only be recognised if:

(i) the consolidated entity derives future assessable income of a nature and amount sufficient to enable the benefits to be realised, in the jurisdiction in which the losses were incurred;

(ii) the consolidated entity continues to comply with conditions for tax deductibility imposed by law; and

(iii) no changes in tax legislation adversely affect the ability of the consolidated entity to realise the tax benefits.

Byron Energy Limited and its 100% owned Australian subsidiary, Byron Energy (Australia) Pty Ltd formed a tax consolidated group effective from 1 July 2013.

5. EARNINGS PER SHARE

The following reflects the loss and share data used in calculating basic and diluted earnings per share:		
Net loss for the year	(30,944,243)	(4,238,855)
Basic loss per share	(0.147)	(0.029)
Diluted loss per share	(0.147)	(0.029)
Weighted average number of ordinary shares	209,914,584	148,693,199
Weighted average number of diluted options outstanding	-	-
Weighted average number of ordinary shares used in the calculation of diluted earnings per share	**209,914,584**	**148,693,199**
Anti-dilutive options on issue not used in the dilutive earnings per share calculation	**40,645,984**	**38,695,984**

Options Outstanding

There is no dilution of shares due to options issued or outstanding as the potential ordinary shares are anti-dilutive in accordance with AASB 133, paragraph 41 and are therefore not included in the calculation of diluted earnings per share.

	Consolidated 2016 US$	Consolidated 2015 US$

6. TRADE AND OTHER RECEIVABLES

	2016 US$	2015 US$
GST receivable	8,103	15,474
Other receivables	18,894	19,540
	26,997	**35,014**

No receivable amounts were past due or impaired at 30 June 2016 (2015: nil)

7. OTHER ASSETS

	2016 US$	2015 US$
Current		
Prepayments	77,854	64,576
Security deposits	738,538	263,759
	816,392	**328,335**
Non-Current		
Prepayments	325	452
Security deposits	475,000	-
	475,325	**452**

8. EXPLORATION AND EVALUATION ASSETS

	2016 US$	2015 US$
Costs carried forward in respect of areas in the exploration and/or evaluation phase at cost:	**4,834,429**	**27,407,054**
Reconciliation of movements:-		
Carry amount at the beginning of the financial year	27,407,054	20,500,370
Additions at cost	6,026,644	8,656,807
Impairment expense	(28,599,269)	(1,750,123)
Carrying amount at the end of the financial year	**4,834,429**	**27,407,054**

Ultimate recovery of deferred exploration and evaluation costs is dependent upon success in exploration and evaluation or the full or partial sale (including farm-out) of the exploration interests.

The impairment charge covers four leases, over two separate projects, relinquished during the year or subsequent to balance date, due to the Group deciding, following a thorough review and evaluation of lease specific project economics (South Marsh Island 6 and Grand Isle 95) or seismic (Grand Isle 63, 72 & 73), that the leases were no longer considered commercially viable at current oil and gas prices or prospective.

9. PROPERTY, PLANT AND EQUIPMENT

	2016 US$	2015 US$
Buildings at cost	10,848	11,220
Accumulated depreciation	(2,727)	(2,538)
	8,121	**8,682**
Reconciliation of movements:-		
Carry amount at the beginning of the financial year	8,682	10,991
Depreciation for year	(267)	(306)
Foreign currency translation movements	(294)	(2,003)
Carrying amount at the end of the financial year	**8,121**	**8,682**

	Consolidated 2016 US$	Consolidated 2015 US$

9. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	2016 US$	2015 US$
Plant and equipment at cost	107,270	124,957
Accumulated depreciation	(68,210)	(75,886)
	39,060	**49,071**
Reconciliation of movements:-		
Carry amount at the beginning of the financial year	49,071	59,215
Additions at cost	4,270	5,887
Depreciation for year	(13,911)	(13,447)
Foreign currency translation movements	(370)	(2,584)
Carrying amount at the end of the financial year	**39,060**	**49,071**
Total property, plant and equipment	**47,181**	**57,753**

10. OTHER INTANGIBLE ASSETS

Other intangible (software) assets at cost	61,654	62,090
Accumulated amortisation	(54,714)	(49,832)
	6,940	**12,258**
Reconciliation of movements:-		
Carry amount at the beginning of the financial year	12,258	2,708
Additions at cost	-	15,337
Amortisation for year	(5,318)	(5,549)
Foreign currency translation movements	-	(238)
Carrying amount at the end of the financial year	**6,940**	**12,258**

11. TRADE AND OTHER PAYABLES

Current		
Trade payables	876,225	120,623
Accrued interest payable to related parties and shareholders	-	27,147
Other payables and accrued expenses	451,687	603,215
	1,327,912	**750,985**

Terms and conditions relating to the above financial instruments:

(i) trade creditors are non-interest bearing and are usually settled on 30 day terms

(ii) other payables are non-interest bearing and have an average term of 30 days

(iii) the other payables total includes an interest bearing amount, see Note 27 (c)

	Consolidated 2016 US$	Consolidated 2015 US$

12. PROVISIONS

	2016 US$	2015 US$
Current		
Accumulated employee entitlements	79,914	79,207
Site restoration	445,000	-
	524,914	**79,207**
Non-current		
Accumulated employee entitlements	36,079	34,201
Site restoration	79,871	339,565
	115,950	**373,766**
Site restoration provisions		
Reconciliation of movements:-		
Carrying amount at the beginning of the financial year	339,565	-
Additions	185,306	339,565
Carrying amount at the end of the financial year	**524,871**	**339,565**

Provisions are recognised for the Group's restoration obligations at SMI 6 and SMI 71. The estimation of future costs associated with the abandonment and restoration requires the use of estimated costs in future periods that, in some cases, will not be incurred until a number of years into the future. Such cost estimates could be subject to revisions in subsequent years due to regulatory requirements, technological advances and other factors that are difficult to predict. Likewise the appropriate future discount rates used in the calculation are subject to change according to the risks inherent in the liability. The measurement and recognition criteria relating to restoration obligations is described in Note 1 (m).

13. BORROWINGS

	2016 US$	2015 US$
Non-Current unsecured		
Director and shareholder loans	-	1,150,100
Total non-current borrowings	**-**	**1,150,100**

14. ISSUED CAPITAL

	2016 US$	2015 US$
(a) Issued and paid up capital	**74,040,848**	**69,598,257**

Changes to the then Corporations Law abolished the authorised capital and par value concept in relation to share capital from 1 July 1998. Therefore, the Company does not have a limited amount of authorised capital and issued shares do not have a par value.

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	2016		2015	
	Number	US$	Number	US$

14. ISSUED CAPITAL (CONTINUED)

(b) Movement				
Fully paid ordinary shares				
Balance at beginning of the financial year	192,019,735	69,598,257	138,270,794	56,124,868
Shares issued				
The issue of 900,000 shares under a placement at A$0.25 per share	900,000	170,663		
The issue of 29,928,333 shares under a placement at A$0.15 per share	29,928,333	3,089,201		
The issue of 1,870,344 shares under a share purchase plan at A$0.15 per share	1,870,344	198,998		
The issue of 10,337,966 shares upon the conversion of loans at A$0.15 per share	10,337,966	1,116,500		
The issue of 2,876,923 shares under a placement at A$0.65 per share			2,876,923	1,756,117
The issue of 154,000 shares under a placement at A$0.65 per share			154,000	92,753
The issue of 4,541,095 shares under a placement at A$0.50 per share			4,541,095	1,841,868
The issue of 43,100,000 shares under a placement at A$0.25 per share			43,100,000	8,419,325
The issue of 3,076,923 shares upon conversion of loans to equity at A$0.65 per share			3,076,923	1,853,200
Equity raising costs	-	(132,771)	-	(489,874)
Balance at end of financial year	**235,056,378**	**74,040,848**	**192,019,735**	**69,598,257**

(c) Terms and conditions of contributed equity

Ordinary shares

Ordinary shares have the right to receive dividends as declared and, in the event of winding up of the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

The issued capital of the Company comprises 235,056,378 ordinary shares (2015: 192,019,735). All of the shares are quoted on the ASX.

(d) Share options

Options over ordinary shares

At the end of the financial year, there were 40,645,984 (2015: 38,695,984) unissued ordinary shares in respect of which the following options were outstanding:

Expiry date	Number	Securities	Escrow period expiry	Exercise price
31 December 2016	36,995,984	Unlisted options	Nil	A$0.50
30 September 2017	1,700,000	Unlisted options	Nil	A$0.65
30 September 2018	1,950,000	Unlisted options	Nil	A$0.25
Total	**40,645,984**			

During the financial year, 1,950,000 new options convertible in ordinary fully paid shares at A$0.25 per share were issued for $nil consideration. All the options are unlisted and transferable. During the financial year, nil options were exercised (2015: nil).

	Consolidated	
	2016 US$	2015 US$

15. RESERVES

Foreign currency translation reserve		
Balance at beginning of financial year	(171,376)	(146,097)
Currency translation movements for the year	27,609	(25,279)
Balance at end of financial year	**(143,767)**	**(171,376)**

The reserve arises out of the translation of A$, being the functional currency of the parent entity group into the consolidated entity presentation currency of US$.

Share option reserve		
Balance at beginning of financial year	2,359,051	2,104,108
1,950,000 options issued were subject to shareholders' approval	139,051	-
1,700,000 options issued were subject to shareholders' approval	-	254,943
Balance at end of financial year	**2,498,102**	**2,359,051**

The reserve arises on the grant of share options to directors, key management personnel and consultants as equity-based payments.

16. FRANKING CREDITS

There are no franking credits available for distribution (2015: nil).

17. EXPENDITURE COMMITMENTS

The Group has expenditure commitments at the end of the financial year for non-cancellable operating lease office rental payments. These obligations are not provided for in the financial statements.

(a) Commitments for office lease rental payments		
Not longer than 1 year	41,284	117,416
Between 1 and 5 years	-	25,227
	41,284	**142,643**

(b) Exploration lease expenditure commitments

The Group has no exploration lease commitments at the end of the financial year as the leasing arrangements of the Gulf of Mexico blocks do not require firm work programme commitments.

	Consolidated	
	2016 US$	2015 US$

18. CASH FLOW RECONCILIATION

(a) Reconciliation of loss from ordinary activities after tax to net cash flows from operations

Loss for the year	**(30,944,243)**	**(4,238,855)**
Non cash flows in operating result:-		
Depreciation and amortisation of property, plant and equipment	19,496	19,302
Impairment expense	28,599,269	1,750,123
Equity settled share based payments	139,051	254,943
Net foreign exchange (gain) / loss on A$ loans	(33,600)	(114,770)
Accrued interest charges on related party loans	-	24,824
Foreign exchange differences arising on translation of the parent entity group	58,184	67,375
	(2,161,843)	**(2,237,058)**
Movements in working capital		
(Increase)/decrease in assets:-		
Trade and other receivables	6,859	(3,743)
Other assets	(964,727)	7,074
Increase/(decrease) in liabilities:-		
Trade and other payables	94,236	16,030
Provisions	6,336	(20,065)
Net cash used in operating activities	**(3,019,139)**	**(2,237,762)**

(b) Reconciliation of cash

Cash and cash equivalents comprise:		
Cash and bank balances	**883,398**	**5,970,070**

(c) Financing facility

The Group had nil available finance facilities at balance date.

(d) Non-cash financing and investing activities

There were one non-cash financing or investing activity during the financial year, being the issue of 10,337,966 fully paid ordinary shares at A$0.15 cents per share on conversion of A$700,000 and US$612,500 loans to equity.

19. CONTROLLED ENTITIES

The following entities are controlled by Byron Energy Limited and they have been consolidated into the financial statements for the consolidated entity:-

Name	Country of domicile	Class of share	Percentage beneficially owned
Byron Energy (Australia) Pty Ltd	Australia	Ordinary	100%
Byron Energy Inc	USA	Ordinary	100%
Byron Energy LLC	USA	Ordinary	100%

20. FOREIGN CURRENCY TRANSLATION

The exchange rate utilised in the translation of the parent entity group Australia dollar figures to United States of America dollars are as follow:-

	2016	2015
Spot rate at 30 June	0.7426	0.7680
Average rate for year	0.7283	0.8380

21. CONTINGENT LIABILITIES

The directors are of the opinion, that the recognition of a provision is not required in respect of the following matters, as it is not probable that a future sacrifice of economic benefits will be required or the amount is not capable of reliable measurement.

(a) Byron Energy (Australia) Pty Ltd has agreed to provide a guarantee of the obligations of Byron Energy Inc, a wholly owned subsidiary,(the seller) under the Purchase and Sale Agreement with Northstar Offshore Group, LLC (the buyer) entered into on 8 November 2012, in relation to the sale of Byron Energy Inc's interest in Eugene Island 183/184 and other non-operated interests, for a period of up four years from the sale date.

(b) Byron Energy Limited has guaranteed the performance of Byron Energy Inc, a wholly owned subsidiary, under the Participation Agreement dated 1st December 2015 between Byron Energy Inc and Otto Energy (Louisiana) LLC.

22. SHARE-BASED PAYMENTS

	Consolidated	
	2016 US$	2015 US$
Movements in share-based payments options		
The aggregate share-based payments paid as remuneration for the financial year are set out below:		
Details of share-based payments		
Fair value of options granted to consultants and directors	139,051	254,943
Expense arising from share-based payments paid as remuneration	**139,051**	**254,943**

No share options were exercised during the financial year. There are no Employee Share Option plans in place.

	2016 Number	2016 Exercise price	2015 Number	2015 Exercise price
Balance at beginning of year	4,300,000		2,600,000	
Granted during the year	1,950,000	A$0.25c	1,700,000	A$0.65c
Expired during the year	-		-	
Exercised during the year	-		-	
Balance at end of year	**6,250,000**		**4,300,000**	
Exercisable at end of year	2,600,000	A$0.50c	2,600,000	A$0.50c
Exercisable at end of year	1,700,000	A$0.65c	1,700,000	A$0.65c
Exercisable at end of year	1,950,000	A$0.25c	-	-

Weighted average remaining contractual life

The A$0.50 share options outstanding at the end of the financial year had a remaining contractual life of 184 days (2015: 550 days). The A$0.65 share options outstanding at the end of the financial year had a remaining contractual life of 457 days (2015: 823 days) and the A$0.25 share options have 822 days remaining.

22. SHARE-BASED PAYMENTS (CONTINUED)

Director and key management personnel equity share options

Share-based payment options held at the end of the reporting year were as follows:

Grantee	Number	Grant date	Vesting date	Expiry date	Exercise price	Fair value at grant date
P. Kallenberger	1,000,000	24 May 2013	24 May 2013	31 Dec 2016	$A0.50	A$0.0846
C. Sands	450,000	24 May 2013	24 May 2013	31 Dec 2016	$A0.50	A$0.0846
W. Sack	1,700,000	25 Nov 2014	25 Nov 2014	30 Sept 2017	$A0.65	A$0.1790
W. Sack	1,700,000	15 Feb 2016	15 Feb 2016	30 Sept 2018	$A0.25	A$0.0959
N. Filipovic	600,000	24 May 2013	24 May 2013	31 Dec 2016	$A0.50	A$0.0846

The total fair value of the share options granted during the financial year was US$139,051. Options were priced using the Binominal Option Pricing model and calculated by an independent external consultant entity.

Inputs to Model	1,700,000 share options granted on 15th February 2016	250,000 share options granted on 4th December 2015
Closing share price prior to valuation	A$0.15	A$0.17
Exercise price	A$0.25	A$0.25
Expected volatility	130.6%	125.0%
Option life	2.62 years	2.82 years
Risk-free interest rate	1.848%	2.183%

23. EMPLOYEE BENEFITS AND SUPERANNUATION COMMITMENTS

The consolidated entity contributes in accordance with the Australian Government superannuation guarantee legislation.

24. AUDITORS' REMUNERATION

The consolidated entity contributes in accordance with the Australian Government superannuation guarantee legislation.

	Consolidated	
	2016 US$	2015 US$
Amounts received or due and receivable by Deloitte Touche Tohmatsu:		
Audit or review of the financial statements of the Group	47,740	42,654
	47,740	**42,654**

The auditors did not receive any other benefits

25. KEY MANAGEMENT PERSONNEL COMPENSATION

Total aggregate remuneration of directors and key management personnel

	Short term employee benefits				Post employment benefits	Share-based payments	
	Salaries and fees US$	Short term cash incentive US$	Other benefits US$	Service agreements US$	Superannuation US$	Share options US$	Total US$
Year 2016	671,924	-	43,023	174,792	16,606	118,716	**1,025,061**
Year 2015	851,656	-	34,104	251,400	25,077	254,943	**1,417,180**

More detailed information on remuneration and retirement benefits of directors is disclosed in the Remuneration Report.

26. RELATED PARTY TRANSACTIONS

The following related party transactions were entered into during the financial year ended 30 June 2016:-

(a) Following approval by shareholders at an Extraordinary General Meeting ("EGM") held on 15 February 2016, the following fully paid ordinary shares in the Company were issued for cash at an issue price of A$0.15 per share:-

› 1,666,667 fully paid ordinary shares in the Company issued to Mr Douglas Battersby and/or his associates, a director of the Company;

› 2,860,000 fully paid ordinary shares in the Company issued to Mr Paul Young and/or his associates, a director of the Company;

› 1,100,000 fully paid ordinary shares in the Company issued to Mr Maynard Smith and/or his associates, a director of the Company.

› 135,000 fully paid ordinary shares in the Company issued to Mr Prent Kallenberger and/or his associates, a director of the Company; and

› 300,000 fully paid ordinary shares in the Company issued to Mr William Sack and/or his associates, a director of the Company.

(b) Previously the Company had drawn down unsecured loans, bearing interest at 10% per annum in July 2014, with four of the Company's directors and several other shareholders, comprising a total of A$700,000 and US$612,500 repayable in cash on 1 July 2016 (as amended). Following approval by shareholders at an EGM held on 15 February 2016, the following fully paid ordinary shares in the Company were issued at a price of A$0.15 per share to fully repay the following outstanding directors loans:-

› Veruse Pty Ltd, a company controlled by Mr Douglas Battersby, a director of the Company, was issued with 3,333,334 fully paid shares at A$0.15 per share in the Company for settlement of an unsecured loan of A$500,000. Interest of A$32,055 was incurred and paid from the commencement of the financial year up to the day of settlement;

› Geogeny Pty Ltd, a company controlled by Mr Maynard Smith, a director of the Company, was issued with 1,333,334 fully paid shares at A$0.15 per share in the Company for settlement of an unsecured loan of A$200,000. Interest of A$12,822 was incurred and paid from the commencement of the financial year up to the day of settlement;

› Mr Charles Sands, a director of the Company, was issued with 2,314,815 fully paid shares at A$0.15 per share in the Company for settlement of an unsecured loan of US$250,000. Interest, net of withholding tax of US$14,425 was incurred and paid from the commencement of the financial year up to the day of settlement; and

› Middle Fork Resources LLC, a company controlled by Mr Prent Kallenberger, a director of the Company, was issued with 347,223 fully paid shares at A$0.15 per share in the Company for settlement of an unsecured loan of US$37,500. Interest, net of withholding tax of US$2,164 was incurred and paid from the commencement of the financial year up to the day of settlement.

(c) Corporate advisory services at normal commercial rates totalling US$105,512 (2015: US$203,727) were provided by Baron Partners Limited, of which Paul Young is an executive director and shareholder. There was no outstanding amounts payable at 30 June 2016 (2015: $nil).

(d) Mr William Sack, a director of the Company, was issued with 1,700,000 share options in Byron Energy Limited exercisable at an exercise price of A$0.25 per share at any time on or before 30 September 2018, following approval by shareholders at a Company EGM held on 15 February 2016.

(e) Aurora Exploration, LLC, a company controlled by Mr Sack, a director of the Company was paid US$37,500.00 under an exploration option agreement with Byron Energy Inc, a wholly owned subsidiary of the Company. The fee was payable upon submittal of the bid or lease proposal for the Bivouac Peak Prospect.

27. FINANCIAL INSTRUMENTS

The consolidated entity's financial instruments consist mainly of cash and cash equivalents, trade and other receivables, security deposits, trade and other payables and unsecured loans. The main risks the consolidated entity is exposed to through its financial instruments are interest rate risk, foreign currency risk, liquidity risk and credit risk.

This note presents information about the consolidated entity's exposure to each of the above risks and processes for measuring and managing the risks and the management of capital.

Categories of financial instruments

	Consolidated	
	2016 US$	**2015 US$**
Financial assets		
Cash and cash equivalents	883,398	5,970,070
Trade and other receivables	26,997	19,540
Bonds and security deposits	1,213,538	263,759
	2,123,933	**6,253,369**
Financial liabilities		
Trade and other payables	1,327,912	750,985
Unsecured loans from related parties and shareholders	-	1,150,100
	1,327,912	**1,901,085**

(a) Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to shareholders. The Group's capital structure consists of: (i) equity comprising issued capital, reserves and accumulated losses and (ii) as required, unsecured borrowings from related parties and shareholders.

During the 2016 financial year, no dividends were paid (2015: nil).

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

(b) Credit risk exposure

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults.

The Group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The credit risk on liquid funds is limited as the counterparties are banks with high credit ratings assigned by international credit rating agencies.

The carrying amount of financial assets recorded in the financial statements, net of any allowances for losses, represent the Group's maximum exposure to credit risk

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27. FINANCIAL INSTRUMENTS (CONTINUED)

(c) Liquidity risk management

The Group manages liquidity risk by maintaining adequate cash reserves and if required, standby credit facilities to meet commitments when they fall due. Management continuously monitors cash forecasts to manage liquidity risk.

Liquidity, credit and interest risk tables

The following table details the Group's remaining contractual maturity for its financial assets.

Consolidated financial assets	Weighted average effective interest rate %	Less than 1 month US$	1 to 3 months US$	3 months to 12 months US$	1-5 years US$
2016					
Non-interest bearing	-	-	26,997	738,538	475,000
Variable interest rate instruments	0.25%	883,398	-	-	-
Fixed interest rate instruments	-	-	-	-	-
2015					
Non-interest bearing	-	-	19,540	263,759	-
Variable interest rate instruments	0.94%	5,970,070	-	-	-
Fixed interest rate instruments	-	-	-	-	-

The following table details the Group's remaining contractual maturity for its financial liabilities.

Consolidated financial liabilities	Weighted average effective interest rate %	Less than 1 month US$	1 to 3 months US$	3 months to 12 months US$	1-5 years US$
2016					
Non-interest bearing	-	1,088,546	-	-	-
Variable interest rate instruments	-	-	-	-	-
Fixed interest rate instruments	3.29%	-	239,366	-	-
Repayable loan	-	-	-	-	-
2015					
Non-interest bearing	-	590,542	-	-	-
Variable interest rate instruments	-	-	-	-	-
Fixed interest rate instruments	3.37%	-	120,332	40,111	
Repayable loan	10.0%	-	-	-	1,150,100

(d) Fair values

The directors consider that the carrying amounts of financial assets and financial liabilities recorded at cost less any accumulated impairments in the financial statements approximates their fair values.

The fair values of financial assets and financial liabilities are determined as follows:

(i) holdings in unlisted shares are measured at cost less any impairments. The directors consider that no other measure could be used reliably; and

(ii) other financial assets and financial liabilities are determined in accordance with generally accepted pricing models.

27. FINANCIAL INSTRUMENTS (CONTINUED)

(a) Interest rate risk management

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's cash and cash equivalents with a floating interest rate. The Group is not currently engaged in any hedging or derivative transactions to manage interest rate risk. This risk is managed through the use of cash flow forecasts supplemented by sensitivity analysis.

As at 30 June 2016, the Group had no loans outstanding.

Interest rate sensitivity analysis

A sensitivity analysis have been determined based on the exposure to interest rates at reporting date with the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period.

At reporting date, if interest rates had been 50 basis points higher or lower and all other variables were held constant, the Group's net loss would decrease by US$17,134 or increase by US$17,134 (2015: increase by US$33,007 or decrease by US$33,007). This is mainly due to the Group's exposure to variable interest rates on cash and cash equivalents.

(b) Foreign currency risk management

The Group incurs costs in USA dollars and Australian dollars.

The Group holds the majority of liquid funds in USA dollars.

Fluctuations in the Australian dollar / USA dollar exchange rate can impact the performance of the consolidated entity. The consolidated entity is not currently engaged in any hedging or derivative transactions to manage foreign currency risk. As cash inflows and cash outflows are predominately denominated in USA dollars, with the exception of Australian dollar denominated equity funding, surplus funds are primarily held in USA dollars.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

	Monetary Assets		Monetary Liabilities	
Consolidated	**2016 $**	**2015 $**	**2016 $**	**2015 $**
USA currency denominated	1,985,915	5,512,448	1,229,609	1,187,929
Australian currency denominated	185,855	984,889	132,377	928,589

The following table details the Group's sensitivity to a 10% increase and decrease in the US$ against the A$.

A positive number below indicates an increase in profit or equity where the US$ dollar strengthens 10% against the relevant currency. For a 10% weakening of the US$ dollar against the relevant currency, there would be a comparable negative impact on the loss or equity. The impact is mainly due to the Australian group of holding companies incurring and settling expenses and outgoings in Australian dollars.

	Australian dollar impact on loss	
Consolidated	**2016 $**	**2015 $**
Loss or equity	56,734	263,723

28. SEGMENT INFORMATION

The Group determines operating segments based on the information that is internally provided to the executive management team. Using this 'management approach' segment information is on the same basis as information used for internal reporting purposes. As such, there are no significant classes of business, either singularly or in aggregate. The Group therefore operates within one business segment of oil and gas exploration and development; and one geographical segment, the United States of America.

The geographical locations of the Group's non-current assets are United States of America US$5,346,129 (2015: US$27,459,317) and Australia US$17,746 (2015: US$18,200).

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016 (CONTINUED)

29. PARENT ENTITY INFORMATION

	2016 US$	2015 US$
Financial position		
Assets		
Current assets	155,357	747,223
Non-current assets	67,888,638	64,892,794
Total assets	**68,043,995**	**65,640,017**
Liabilities		
Current liabilities	44,849	133,191
Non-current liabilities	-	1,150,100
Total liabilities	**44,849**	**1,283,291**
Net assets	**67,999,146**	**64,356,726**
Equity		
Issued capital	73,377,105	68,934,513
Accumulated losses	(2,561,417)	(2,021,518)
Reserves	(2,816,542)	(2,556,269)
Total Equity	**67,999,146**	**64,356,726**
Financial performance		
Loss for the year	(539,899)	(752,171)
Other comprehensive income	(399,324)	(2,146,382)
Total comprehensive loss for the financial year	**(939,223)**	**(2,898,553)**

Expenditure commitments

The parent entity has no expenditure commitments at the end of the 2016 financial year (2015: nil).

Guarantees

There were no guarantees entered into during the year by the parent entity in relation to the debts of it's subsidiaries.

Contingent liabilities

The parent entity had no contingent liabilities at 30 June 2016 (2015: nil).

30. SUBSEQUENT EVENTS

Subsequent to the end of the financial year the following has occurred:-

- on 7 July 2016, the Company announced that Otto Energy Limited ("Otto") (ASX:OEL) has elected to acquire the option to pay 66.67% of Byron's share of the initial exploration well drilling costs to earn a 45% working interest in Bivouac Peak under the Participation Agreement between Byron and Otto, announced on 11 December 2015. Otto's drilling contribution will be capped at US$ 6.0 million, after which both companies will bear their own proportionate interests. Otto has reimbursed Byron for 50% of Byron's past costs in the project (approximately US$321,000 to Byron) and will pay its 50% share of costs forward;
- on 22 July 2016, the Company announced that it had executed a Convertible Note Deed and General Security Deed in relation to the previously announced Heads of Agreement with Metgasco Limited ("Metgasco") (ASX announcement 9 June 2016) under which, inter alia, Metgasco will subscribe for a 3 year Convertible Note to be issued by Byron of up to A$8 million, was approved by Byron shareholders at a general meeting held on 12 September 2016. The Convertible Note is secured by a General Security Deed over Byron's assets, a Negative Pledge from Byron and a registered interest over Byron's share of SM 70/71 leases;
- On 25 July 2016, the Company released its annual reserves and resources report as at 30 June 2016, prepared by Collarini Associates, based in Houston, Texas, USA;
- On 28 July, 2016 Metgasco advised of its intention to acquire an option to farm in to Byron's Bivouac Peak prospect for a 10% working interest with formal agreements executed on 22 September 2016;
- On 11 August 2016, Byron Energy announced that commitments have been received to raise A$5.5 million through a placement ("Placement") of 42.4 million new shares to be issued in two tranches:-
  - an unconditional placement of 36,916,167 shares to raise approximately $A4.8 million utilising the Company's existing Listing Rule 7.1 and LR 7.1A placement capacity, which was completed on 23 August 2016;
  - a conditional placement of 5,474,617 shares ("Conditional Placement") to raise approximately $A0.7 million comprising subscriptions from Byron directors and/or their associates, in particular Doug Battersby and his associates for A$260,000 and Paul Young and his associates for A$451,700, and the Conditional Placement is subject to shareholder approval at a general meeting of Byron's shareholders, expected to be held in October/November 2016;
- On 26 August 2016, Byron announced after an extensive study of various development scenarios, it was decided to relinquish the lease and the Bureau of Ocean Energy Management accepted Byron's voluntary relinquishment of the SM 6 lease;
- Also announced on 26 August 2016, the Company's wholly owned subsidiary Byron Energy Inc, had entered into a purchase and construction agreement for a 6 slot tripod jacket with decks and production equipment for the SM 71 development; and
- In late September 2016, Byron decided to relinquish the Grand Isle 95 lease.

Except for the above, there have not been any other matters or circumstances occurring subsequent to the end of the financial year that have significantly affected, or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the company in future financial period.

DIRECTORS' DECLARATION

The directors of Byron Energy Limited declare that in the opinion of the directors:

a) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;

b) the attached financial statements are in compliance with International Financial Reporting Standards as stated in note 1 to the financial statements;

c) the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the consolidated entity; and

d) the directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of the directors of Byron Energy Limited made pursuant to section 295(5) of the Corporations Act 2001.

On behalf of the directors

D. G. Battersby
Chairman

27 September 2016

Deloitte.

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Independent Auditor's Report to the members of Byron Energy Limited

We have audited the accompanying financial report of Byron Energy Limited, which comprises the statement of financial position as at 30 June 2016, the statement of profit and loss and other comprehensive income, the statement of cash flows and the statement of changes in equity for the year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the year's end or from time to time during the financial year as set out on pages 20 to 50.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements,* that consolidated financial statements comply with International Financial Reporting Standards.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We have conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial report that gives a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

AUDITOR'S REPORT

Deloitte.

Auditor's Independence Declaration

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Byron Energy Limited would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

(a) the financial report of Byron Energy Limited is in accordance with the Corporations Act 2001, including:

(i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2016 and of its performance for the year ended on that date; and

(ii) complying with Australian Accounting Standards and the Corporations Regulations 2001; and

(b) the consolidated financial statements also comply with International Financial Reporting Standards as disclosed in Note 1.

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 14 to 18 of the directors' report for the year ended 30 June 2016. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion the Remuneration Report of Byron Energy Limited for the year ended 30 June 2016, complies with section 300A of the *Corporations Act 2001*.

Emphasis of matter

Without modifying our opinion, we draw attention to Note 1 in the financial report, which indicates that the consolidated entity incurred a net loss of US$30,944,243 and had negative net cash flows from operating activities of US$3,019,139 and negative net cash flows from investing activities of US$5,329,919 for the year ended 30 June 2016. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty that may cast significant doubt about the ability of the company and the consolidated entity to continue as going concerns and therefore, the company and the consolidated entity may be unable to realise their assets and discharge their liabilities in the normal course of business.

Deloitte Touche Tohmatsu
DELOITTE TOUCHE TOHMATSU

Alison Brown
Alison Brown
Partner
Chartered Accountants
Melbourne, 28 September 2016

ASX ADDITIONAL INFORMATION

ASX ADDITIONAL INFORMATION

Additional information required by the Australian Securities Exchange Ltd Listing Rules and not disclosed elsewhere in this report is as follows. The information is current as at 30 September 2016.

DISTRIBUTION OF EQUITY SECURITIES

As at 30 September 2016 the Company had a total of 271,972,545 Ordinary Shares on issue and 50,645,984 Options on issue comprising:

Quoted Ordinary Shares

271,972,545 fully paid Ordinary Shares are held by 909 shareholders. All issued ordinary shares carry one vote per share without restriction. Every member at a meeting of shareholders shall have one vote and up on a poll each share shall have one vote.

Unquoted Options on issue

50,645,984 options are held by 325 option holders. 36,995,984 options are exercisable on or before 31 December 2016 at an exercise price of $A0.50 cents each, 1,700,000 options are exercisable on or before 30 September 2017 at an exercise price of $A0.65 cents each, 1,950,000 options are exercisable on or before 30 September 2018 at an exercise price of $A0.25 cents each and 10,000,000 options are exercisable on or before 21 July 2019 at an exercise price of $A0.25 cents each. There are no voting rights attached to these options.

Escrowed Securities

As at 30 September 2016 there are no escrowed securities.

The number of shareholders, by size of holding and the total number of quoted shares on issue:

Size of holding	No. of holders	No. of shares
1 – 1,000	97	36,607
1,001 – 5,000	156	470,140
5,001 – 10,000	107	827,370
10,001 – 100,000	287	11,263,250
100,001 and over	262	259,375,178
Total Holders	**909**	**271,972,545**

DISTRIBUTION OF EQUITY SECURITIES (CONTINUED)

The number of security investors holding less than a marketable parcel of securities is 53 with a combined total of 4,738 securities.

The number of option-holders, by size of holding and the total number of unquoted options on issue:

Size of holding	No. of holders	Options exercisable at $A0.50 Exp 31/12/2016	No. of holders	Options exercisable at $A0.65 Exp 30/09/2017
1 – 1,000	15	8,786		
1,001 – 5,000	82	226,313		
5,001 – 10,000	34	285,033		
10,001 – 100,000	138	5,734,196		
100,001 and over	52	30,741,656	1	1,700,000
Total	**321**	**36,995,984**	**1**	**1,700,000**

Size of holding	No. of holders	Options exercisable at $A0.25 Exp 30/09/2018	No. of holders	Options exercisable at $A0.25 Exp 21/07/2019
1 – 1,000	0	0		
1,001 – 5,000	0	0		
5,001 – 10,000	0	0		
10,001 – 100,000	0	0		
100,001 and over	2	1,950,000	1	10,000,000
Total	**2**	**1,950,000**	**1**	**10,000,000**

SUBSTANTIAL SHAREHOLDERS

Set out below are the names of the substantial holders and the number of equity securities held by those substantial holders (including those equity securities held by their associates).

Name of holder	No. of ordinary shares held	Percentage of issued capital
1. Douglas Battersby (and associates)	28,067,203	10.32%
2. Maynard Smith (and associates)	18,027,868	6.63%
3. Cameron Richard Pty Ltd (and associates)	14,853,141	5.46%
4. Matthew Dominello (and associates)	14,494,308	5.33%

ASX ADDITIONAL INFORMATION

(CONTINUED)

20 LARGEST SHAREHOLDERS

		Number	Percentage
1.	VERUSE PTY LIMITED	19,155,405	7.043%
2.	MR MATTHEW DOMINELLO	13,280,016	4.883%
3.	CAMERON RICHARD PTY LTD <LPS PL NO 5 EXEC B/PLAN A/C>	13,163,144	4.840%
4.	GEOGENY PTY LIMITED	10,714,045	3.939%
5.	MR CHARLES SANDS	10,240,997	3.765%
6.	LINWIERIK SUPER PTY LTD <LINTON SUPER FUND A/C>	8,502,564	3.126%
7.	NATIONAL NOMINEES LIMITED	7,480,596	2.750%
8.	BARRIJAG PTY LTD <HADLEY SUPER FUND A/C>	6,666,666	2.451%
9.	MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	5,915,296	2.175%
10.	MR DOUGLAS GEOFFREY BATTERSBY & MS ALISON ROSEMARY BATTERSBY & MR EWAN BATTERSBY <VERUSE EMPLOYEES S/FUND A/C>	5,631,798	2.071%
11.	SMITHLEY SUPER PTY LTD <SMITH SUPER FUND A/C>	5,590,000	2.055%
12.	CLAPSY PTY LIMITED <BARON SUPER FUND A/C>	4,560,667	1.677%
13.	EQUITAS NOMINEES PTY LIMITED <PB-600387 A/C>	4,373,823	1.608%
14.	BARRIJAG PTY LTD	4,000,000	1.471%
15.	G J GLEESON INVESTMENTS PTY LTD <GLEESON FAMILY ACCOUNT>	3,846,154	1.414%
16.	FITZROY RIVER CORPORATION LIMITED	3,846,154	1.414%
17.	DIXSON TRUST PTY LIMITED	3,633,333	1.336%
18.	DESBETT PTY LTD <FITZGERALD FAMILY A/C>	3,542,729	1.303%
19.	CITICORP NOMINEES PTY LIMITED	3,243,816	1.193%
20.	COCKLESHELLS AUST PTY LTD <COCKLESHELLS SUPER FUND A/C>	3,086,448	1.135%
Total quoted shares held by top 20 Shareholders		**140,473,651**	**51.650%**
Quoted shares held by other Shareholders		131,498,894	48.350%
Total quoted shares		**271,972,545**	**100.00%**

BYRONENERGY LIMITED