



FAR Limited

ABN 41 009 117 293

Annual Report

Year Ended 31 December 2025

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FAR Limited
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Dear Fellow Shareholders,

The 2025 year has seen the Company continue to execute its strategy of delivering value to our shareholders. Key activities during the year included:

Woodside Contingent Payment

As part of the consideration for the sale of its interest in the RSSD Project in Senegal to Woodside Energy ("Woodside") in 2021, FAR received rights to a Contingent Payment ("Contingent Payment") with a maximum value of US\$55 million.

FAR received in May 2025 a provisional 2024 Contingent Payment of US\$11.5 million. Shareholders approved a capital return at the 2025 Annual General Meeting of 8 cents per share equivalent to US\$4.8 million.

Woodside advised the ASX on 28 January 2026 that Sangomar produced 29,703 MMboe of crude in 2025, with 28,462 MMboe of sales. Based on this, FAR estimates that the Contingent Payment which is payable to it with respect to the 2025 calendar year is approximately US\$23.7 million. FAR announced on 16 March 2026 that it had reached agreement with Woodside for Woodside to make a provisional 2025 Contingent Payment of US\$23.7 million which is expected to be received by FAR in April 2026.

The provisional payments are subject to the outcome of the reconciliation of the underlying oil entitlement volumes with each joint venture participant and the Senegalese Ministry of Energy, Petroleum and Mines. Following the reconciliation process, Woodside or FAR must pay the other the difference between the final and provisional amounts. The maximum future Contingent Payment to be subsequently received by FAR is US\$19.8 million.

The Board will seek shareholder approval at the 2026 Annual General Meeting for a proposed capital return of 35 cents per share, returning approximately A\$32.3 million to shareholders.

Woodside Energy Claim Agreement

In May 2025, Woodside Energy (Senegal) BV made a claim under the Sale and Purchase Agreement relating to the sale by the FAR group of its interest in the RSSD Project to Woodside in 2021. The Sale and Purchase Agreement contains an obligation on the FAR group to indemnify Woodside up to a maximum of US\$6,803,355 relating to an any loss from an inability of Woodside to recover petroleum expenditure not directly linked to exploration activities.

On 22 December 2025, FAR announced that it had entered into an agreement with Woodside for the settlement of the indemnity claim for US\$6,029,899. The agreement also provided that if at any time prior to 31 December 2030 Woodside is able to recover the petroleum expenditure that is the subject of the claim from the Senegal Ministry of Energy, Petroleum and Mines, then Woodside will refund to FAR the corresponding amount.

I thank shareholders for their support and patience as we progress the realisation of value from the Woodside Contingent Payment and returning value to shareholders.



Patrick O'Connor
Chairman

The directors of the Company present their report together with the consolidated financial statements of the FAR Limited ("FAR" or the 'Company') and its controlled entities (the 'Group') for the year ended 31 December 2025.

Directors

The following persons were Directors of the Company during the whole of the financial year and up to the date of this report, unless otherwise stated:

Patrick O'Connor	Non-Executive Chair (Independent)
Robert Kaye SC	Non-Executive Director (Independent)
Andrew Lilley	Non-Executive Director (Independent)

Information on Directors

Patrick O'Connor – Non-Executive Chair BComm, FAICD

Mr O'Connor has significant experience as an independent Non-Executive Director and as a Chief Executive Officer. His experience spans across mining, oil & gas exploration, biotechnology and government utility sectors.

Mr O'Connor is currently a Non-Executive Director of Metals X Limited (ASX: MLX) and a Non-Executive Director of Sierra Rutile Holdings Pty Ltd. He previously was appointed as a Non-Executive Director and Executive Director of Red River Resources Limited (In Liquidation) on 9 August 2022 and 5 September 2022 respectively and resigned on 23 August 2023.

Directorships of other listed companies (last 3 years):

Metal X Limited (October 2019 to present)
Sierra Rutile Holdings Pty Ltd (September 2023 to present)
Red River Resources Limited (In Liquidation) (August 2022 to August 2023)

Robert George Kaye SC – Non-Executive Director LLB,LLM

Mr Kaye is a barrister, mediator and professional Non-Executive Director with strong focus on board governance. Mr Kaye is currently Non-Executive Chairman of Collins Foods Limited (ASX:CKF) and Non-Executive Director of Magontec Limited (ASX: MGL) and the former Chairman of the Macular Disease Foundation of Australia and a former Non-Executive Director of Electro Optic Systems Holdings Limited (ASX: EOS), UGL Limited and HT&E Limited.

Directorships of other listed companies (last 3 years):

Collins Foods Limited (October 2014 to present)
Magontec Limited (July 2013 to present)
Electro Optic Systems Holdings Limited (September 2022 to 20 March 2023)

Andrew Lilley - Non-Executive Director BComm & BEcon

Mr Lilley brings two decades experience in capital markets, including corporate advisory and financial analysis expertise across a range of industries. Mr Lilley holds degrees in Commerce and Economics and was previously a director of Omni Market Tide.

Mr Lilley does not hold any directorship in any other listed company.

Company secretary

Michael Sapountzis BCom, LLB(Hons), GDLP, FGIA

Mr Sapountzis is an experienced company secretary and has over 12 years' professional experience providing company secretarial, governance and compliance support to a variety of boards across a range of industries and sectors including ASX-listed and unlisted companies and not-for-profit organisations. Mr Sapountzis specialises in ASX compliance, corporate governance and board and secretarial support. Mr Sapountzis is currently the company secretary of several ASX listed companies.

Principal activities

The principal activities of the Company and of the Group during the year is to realise value from the consideration receivable for the sale of its interest in the RSSD Project in Senegal to Woodside Energy ("Woodside").

There were no significant changes in the nature of these activities during the year.

Review of operations

The loss for the Company after providing for income tax amounted to US\$998,963 (31 December 2024: profit of US\$44,075,759).

As part of the consideration for the sale of its interest in the RSSD Project in Senegal to Woodside Energy ("Woodside") in 2021, FAR received rights to a Contingent Payment (Contingent Payment) with a maximum value of US\$55 million.

The Consideration Receivable comprises 45% of entitlement barrels (being the share of oil relating to FAR's previously held 13.67% of the RSSD Project comprising the Sangomar Field exploitation area of interest), multiplied by the excess of the crude oil price per barrel and US\$58 per barrel (capped at US\$70 per barrel). The crude oil price for this purpose shall be the simple average of the mid-points of bid and offers for Dated Brent. The Contingent Payment terminates on the earliest of 31 December 2027, three years from the first oil being sold (excluding periods of zero production), or a total Contingent Payment of US\$55 million being reached, whichever occurs first.

FAR received in May 2025 a provisional consideration payment related to calendar year 2024 of US\$11.5 million. The payment is subject to the outcome of the reconciliation of the underlying oil entitlement volumes with each joint venture participant and the Senegalese Ministry of Energy, Petroleum and Mines. Following the reconciliation process, Woodside or FAR is required to settle any difference between the final and provisional amounts.

FAR announced on 28 May 2025 that Woodside advised that the Senegal Ministry of Energy, Petroleum and Mines made a final decision that Woodside is unable to recover petroleum expenditure not directly linked to exploration activities and made a claim against FAR of US\$6,029,899 under the Sale and Purchase Agreement relating to the sale by the FAR group of its interest in the RSSD Project to Woodside in 2021. On 22 December 2025, FAR announced that it had entered into an agreement with Woodside for the settlement of a claim of US\$6,029,899. On 30 December 2025, FAR paid US\$6,029,899 to Woodside Energy (Senegal) BV ("Woodside") to settle the claim, subject to the right for recovery by FAR if Woodside is ultimately able to recover the past petroleum expenditure that is the subject of the claim from the Senegal Ministry of energy, Petroleum and Mines prior to 31 December 2030.

Corporate costs and cash flow movements

During the year the Group reported a net loss of \$998,963 (prior year net profit: \$44,075,759). Expenditure during the year comprised mainly corporate overhead and administration costs of \$493,936 (prior year: \$676,751) and employee benefits expense of \$178,285 (prior year: \$240,202). Employment, Corporate and administration costs were lower during the period due to reduced activities as per the Board's strategy to keep the operating costs minimal.

Cash flows used in operating activities was \$556,376 for the year (prior year: \$912,361). FAR received in May 2025 a provisional calendar year 2024 Contingent Payment of US\$11.5 million. On 30 May 2025, the Company's shareholders approved the capital return (Capital Return) of 8 cents per share, returning approximately A\$7.4 million to shareholders on 12 June 2025. In addition, during the December 2025, the Company paid US\$6,029,899 to settle the claim arising from the sale of RSSD project.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Material business risks

Oil and gas exploration activity is by its nature high risk and is affected by risks and uncertainties, some of which are beyond the Group's reasonable control. The nature of the oil and gas industry and external economic factors mean that a range of factors may impact results. The business risks assessed as having the potential to have a material impact on the business and financial results of the Group are described below.

The Group uses a corporate risk register to ensure that all material risks are identified, objectively assessed, managed, monitored and responded to in an appropriate manner. The Group regularly updates the corporate risk register. Group risks are regularly reviewed by the board of directors.

Consideration receivable

As part of the sale of its interest in the RSSD Project in Senegal to Woodside Energy ("**Woodside**"), FAR received consideration receivable with a maximum value of US\$55 million.

Actual amount of consideration received by the Group may vary subject to oil production and Brent crude oil price being above US\$58 per barrel and capped at US\$70 per barrel.

Foreign exchange rate fluctuation

The Group's functional currency is the United States dollar ("US dollar") and its material asset, being Contingent Asset is denominated in US dollars. The relative movement of the Australian dollar against the US dollar may have a significant impact on FAR's US dollar balances and creates a currency exposure in relation to Australian dollar denominated expenditure.

Counterparty credit risk

The Group is exposed to counterparty credit risk associated with cash held. Credit risk in relation to cash on hand is reduced through placing cash with a major Australian bank with a high credit rating assigned by international credit ratings agencies.

Information technology and cyber risks

The Group's operations are supported by and dependent on IT systems, consisting of infrastructure, networks, applications, and service providers. The Group could be subject to network and systems interference or disruptions from a number of sources, including (without limitation) security breaches, cyber-attacks and system defects. The impact of IT systems interference or disruption could include destruction or corruption of data, disclosure of personal or commercially sensitive information and data breaches. Although security measures and recovery plans are in place for critical IT systems, any such interference or disruption could have a material impact on the Company. Despite the security measures that FAR has implemented, including those related to cybersecurity, its systems could be breached or damaged by malicious acts. Cybersecurity risk is increasingly difficult to identify and quantify and cannot be fully mitigated because of the rapidly evolving nature of the threats, targets and consequences.

Government and Regulator risk

The Group's rights, obligations and commercial arrangements through all stages of the oil and gas lifecycle (exploration, development, production) in international oil and gas permits are commonly defined in agreements entered into with the relevant country's Government and in the country's petroleum and tax related legislation and other laws. These agreements and laws are at risk of amendment by future Governments, which accordingly could materially and adversely impact on the Group's rights and commercial arrangements.

Sovereign risks

Consideration receivable by FAR is linked to oil exploration in Africa. In developing countries, political and regulatory tax structures are maturing and have potential for further change. Uncertainty may exist as to the stability of the regulatory and political environment and there is potential for events to have a material impact on the investment and security environment within a country. The Group manages sovereign risk through closely monitoring political developments and events in the countries in which it has an interest.

Anti-bribery and corruption laws

The Group may be subject to potential fraud, bribery, corruption and money laundering risks associated with the business in jurisdictions where it operates.

Australian and other anti-fraud, anti-bribery, anti-corruption and anti-money laundering laws, conventions, regulations, and enforcement procedures, and corresponding compliance obligations, have become more stringent in recent years. Failure to comply with applicable legal and regulatory requirements, and to maintain appropriate management and internal control frameworks to address such compliance risks, often carry substantial penalties and impose obligations and controls to prevent bribery by others on FAR's behalf. There can be no assurances that the Group's internal controls will always protect it from reckless or other inappropriate acts committed by its intermediaries, associates, directors, officers, employees or agents. Violations of these laws, or allegations of such violations, could expose the Group to potential fines, penalties and other civil and/or criminal litigation and have a material adverse effect on its business and reputation.

Legal proceedings, investigations and disputes

Legal proceedings, investigations and disputes (including tax audits and disputes) could have a material adverse effect on the Group's financial position and its financial results. Regardless of the ultimate outcome of such proceedings, investigations and disputes, and whether involving regulatory action or civil or criminal claims, there may be a material adverse impact from the associated costs.

Environmental risks

Oil and gas operations have inherent risks and liabilities associated with ensuring operations are carried out in a manner that is responsible to the environment. While the Group does not currently have operations, environmental laws and regulations are continually changing and as such, the Group could be subject to changing obligations or unanticipated environmental incidents that, as a result, could impact costs, provisions, and other facets of the Group's operations in the future.

Climate change risks

Given that the Group is not currently an oil or gas producer, nor does it hold an interest in an oil or gas production project, it considers that it is not currently materially exposed to physical, regulatory, oil market, cost or legal risks related to climate change. The Group recognises that the climate change landscape continues to evolve and commits to regularly reviewing and updating its climate change policy to consider ongoing developments, including regulatory developments, community expectations and peer approaches to climate change.

Significant changes in the state of affairs

On 14 May 2025, the Company received the provisional payment of US\$11.5 million from Woodside for its entitlement in the Sangomar Project in Senegal based on 12.9 MMbbl of sales in calendar year 2024.

On 28 May 2025, Woodside has advised FAR that the Senegal Ministry of Energy, Petroleum and Mines has made a final decision and that Woodside is unable to recover petroleum expenditure not directly linked to exploration activities the subject of the claim. During the December 2025, the Company reached an agreement with Woodside and paid US\$6,029,899 to settle the claim, subject to the right of recovery by FAR if Woodside is ultimately able to recover past petroleum expenditure currently denied.

On 30 May 2025, the Company obtained shareholder approval at the Annual General Meeting to return capital of 8 cents per share (Capital Return), returning approximately A\$7.4 million to shareholders equivalent to US\$4,800,628. On 12 June 2025, the Company completed the payments in relation to this Capital Return to FAR shareholders.

There were no other significant changes in the state of affairs of the Company during the financial year.

Indemnity and insurance of officers

During the financial year, the Company paid a premium in respect of a contract insuring the directors of the Company, the Company Secretary and all executive officers of the Company and of any related body corporate against a liability incurred as such a director, company secretary or executive officer to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium, and subject to some exceptions provides cover to past, present and future directors, company secretaries and executive officers of the Company and its subsidiaries.

Indemnity and insurance of auditor

The Company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or any of the related bodies corporate against a liability incurred as such an officer or auditor. No payment has been made to indemnify any director, company secretary or executive officer of the Company and its subsidiaries during the year or since the end of the financial year.

Directors' shareholding

The table below sets out the interest of each director in shares of the Company as at the date of this report.

Director	Shares Held
Patrick O'Connor	100,000
Robert Kaye SC	143,125
Andrew Lilley	-

Share options and performance rights granted to Directors and Senior Management

No share options or performance rights were issued, vested or exercised during the year. There were no share options or performance rights in existence at year end or the date of this report.

Meetings of Directors

The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 31 December 2025, and the number of meetings attended by each Director were:

	Full Board	
	Attended	Held (i)
P O'Connor	4	4
R Kaye	4	4
Andrew Lilley	4	4

(i) Represents the number of meetings held during the time the Director held office.

Environmental regulation

Given that the Group is not currently an oil or gas producer, nor does it hold an interest in an oil or gas production project, it considers that it is not currently materially exposed to physical, regulatory, oil market, cost or legal risks related to the environment.

The Board as at the date of this report is not aware of any material breaches in respect of these regulations.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Audit and non-audit services

Details of the amounts paid or payable to the auditor Moore Australia Audit (VIC) for audit and non-audit services during the year are disclosed in note 22 to the financial statements.

The Company may decide to employ the Auditor on assignments additional to their statutory audit duties where the Auditor's expertise and experience with the Group is important. During the year there were no amounts paid to the Auditor for non-audit services.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out immediately after this Directors' Report.

Currency

All references to dollars in the Directors' Report and the Financial Report are references to US dollars (\$) or US\$ unless otherwise specified.

Matters subsequent to the end of the financial year

Subsequent to 31 December 2025, FAR announced by ASX release dated 16 March 2026, that it has reached agreement with Woodside for a provisional 2025 Contingent Payment of US\$23.7 million, which is expected to be received by FAR in April 2026. The provisional payment will remain subject to reconciliation of the underlying oil entitlement volumes with each joint venture participant and the Senegalese Ministry of Energy, Petroleum and Mines, after which Woodside or FAR will be required to settle any difference between the final and provisional amounts.

Apart from the matter noted above, no other matters or circumstances has arisen since 31 December 2025 that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Likely developments and expected results of operations

The likely developments and future prospects of the Group are also discussed in the operations review, financial performance and business strategy and prospects sections of this report.

Remuneration report (audited)

This Remuneration Report, which forms part of the Directors' Report, sets out information about the remuneration of FAR's key management personnel (KMP) for the financial year ended 31 December 2025. The term KMP refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the Group. The Report has been audited under section 308(3C) of the *Corporations Act 2001*.

Remuneration overview

The Board is continually reviewing the costs in the business, including the remuneration cost, to deliver the best value for the Company and its shareholders in line with its strategy.

The non-executive directors' fees were reduced effective 1 September 2024 to reflect the reduction of activities undertaken by the Company.

Currency

Unless otherwise indicated, the currency used in this Report is US dollars which represents FAR's reporting (presentation) currency. Executive remuneration and non-executive director fees are paid in Australian dollars and are translated into US dollars for reporting purposes at an average rate of A\$1.00:US\$0.6603.

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

- remuneration governance;
- executive director remuneration structure;
- executive remuneration contract terms;
- non-executive director remuneration structure;
- details of KMP remuneration; and
- additional disclosures relating to key management personnel.

Remuneration governance

The Remuneration and Nomination Committee is responsible for reviewing and making recommendations on the remuneration packages of new and existing Board members and senior executives and to oversee the remuneration of employees of the Company.

The objectives and responsibilities of the Remuneration and Nomination Committee are documented in the Charter approved by the Board. A copy of the charter is available on the Company's website.

The responsibilities of the Remuneration and Nomination Committee as defined in the Charter are as follows:

- Review and make recommendations to the Board on the remuneration packages of directors;
- Review the Remuneration Report as part of the Directors' Report in the Annual Report of the Company.

The Board has dissolved the Remuneration and Nominations Committee with effect from 28 February 2025 and absorbed the responsibilities as set out in the Charter into the full Board.

Executive remuneration structure

Given that the Company currently has limited business activity and no employees, the Committee has not been required to consider matters associated with executive and employee remuneration and benefits.

Employee Performance Rights and Share Option Plan

There are no outstanding share performance rights or share options at the end of the year.

Non-executive Directors remuneration structure

The Company's remuneration policy for non-executive directors considers the following factors when determining levels of remuneration:

- the size, activities and structure of the Company;
- the location and jurisdictions in which the Company operates;
- the responsibilities and work commitment requirements of Board members; and
- the level of fees paid to non-executive directors relative to comparable companies.

Fees paid to non-executive directors are determined by the Board and are subject to an aggregate limit of A\$600,000 per annum in accordance with the Company's constitution and as approved by shareholders at the Annual General Meeting held in May 2017.

The non-executive director's remuneration consists of:

- Fixed fee for services as directors and statutory superannuation (where applicable).
- Entitlement to reimbursement of reasonable travel, accommodation and other expenses incurred whilst engaged on Company business.
- No additional fees are paid for participation on any Board committees.
- At the Board's discretion, additional fees may be paid for special duties or extra services performed on behalf of the Company.
- No provision for retirement benefits other than statutory superannuation entitlement.
- No entitlement to participate in incentive-based remuneration schemes.

A summary of the Company's fees in relation to its non-executive directors (inclusive of superannuation) is as follows:

	Fixed annual fee A\$
Non-Executive Chair	100,000
Non-Executive Director	80,000

The non-executive directors' fees were reduced effective 1 September 2024 to reflect the reduction of activities undertaken by the Company.

Voting and comments made at the Company's 30 May 2025 Annual General Meeting ('AGM')

At the 30 May 2025 AGM, 98.51% of the votes received supported the adoption of the remuneration report for the year ended 31 December 2024. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of KMP remuneration

The table below details the remuneration of senior executives and non-executive directors classified as KMP during the year ended 31 December 2025. All KMP were remunerated in Australian dollars during the year. Remuneration has been presented in US dollars and all components have been translated from Australian dollars to US dollars using the monthly functional exchange rate.

The key management personnel of the Company consisted of the following Directors of the Company:

- Patrick O'Connor - Non-Executive Chair
- Robert Kaye SC - Non-Executive Director
- Andrew Lilley - Non-Executive Director

	Salary and fees	Post-employment benefits Superannuation	Total
2025	US\$	US\$	US\$
<i>Non-Executive Directors:</i>			
P O'Connor	57,839	6,796	64,635
R Kaye	46,271	5,437	51,708
A Lilley	51,593	-	51,593
	155,703	12,233	167,936

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	Salary and fees	Post-employment benefits Superannuation	Total
2024	US\$	US\$	US\$
<i>Non-Executive Directors:</i>			
P O'Connor	77,246	8,668	85,914
R Kaye	59,417	6,669	66,086
A Lilley	45,654	-	45,654
<i>Executive Director:</i>			
G Campbell-Cowan ⁽¹⁾	26,743	-	26,743
	-	-	-
	<u>209,060</u>	<u>15,337</u>	<u>224,397</u>

(1) Mr Campbell-Cowan was employed on a monthly consulting agreement. He resigned as an executive director and chief financial officer on 12 April 2024.

Analysis of short-term incentives (STI) and long-term incentives (LTI)

There were no STI's nor LTI's paid for the year ended 31 December 2025 (31 December 2024: Nil).

Issue of shares

There were no shares issued to Directors and other key management personnel as part of compensation during the year ended 31 December 2025 (31 December 2024: Nil).

Additional disclosures relating to key management personnel

Shareholding

The number of shares in the Company held during the financial year by each Director and other members of key management personnel of the Company, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions	Disposals/ other	Balance at the end of the year
<i>Ordinary shares</i>					
P O'Connor	100,000	-	-	-	100,000
R. Kaye	143,125	-	-	-	143,125
Andrew Lilley	-	-	-	-	-
	<u>243,125</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>243,125</u>

Loans to KMP

No loans were made to KMP during the year, nor are there any loans to KMP outstanding.

Director related transactions

Other than the director fees, there were no other transactions were made with the directors.

Loans to related parties

No loans were made to director related parties during the year and there are no loans to director related parties outstanding.

Transactions with director related entities

The terms and conditions of transactions with KMP were no more favourable to KMP and their related entities than those available, or which might reasonably be expected to be available, for similar transactions on an arm's length basis.

No hedging of remuneration of key management personnel

No member of the KMP has entered into an arrangement to limit exposure to risk relating to an element of the member's remuneration that has not vested or has vested but remains subject to a holding lock.

This concludes the remuneration report, which has been audited.

This report is made in accordance with a resolution of Directors, pursuant to section 298(2)(a) of the *Corporations Act 2001*.

On behalf of the Directors



Patrick O'Connor
Chairman

18 March 2026

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AUDITOR'S INDEPENDENCE DECLARATION UNDER S 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF FAR LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 31 December 2025, there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- ii. no contraventions of any applicable code of professional conduct in relation to the audit.



ANDREW JOHNSON
Partner – Audit and Assurance
[Moore Australia Audit \(VIC\)](#)
Melbourne, Victoria
18 March 2026

Moore Australia
Moore Australia Audit (VIC)
ABN 16 847 721 257
Chartered Accountants

FAR Limited
Statement of profit or loss and other comprehensive income
For the year ended 31 December 2025

	Note	2025 US\$	2024 US\$
Consideration for sale of RSSD	5	(590,857)	45,147,993
Interest income		161,214	86,437
Expenses			
Exploration and evaluation expense	6	-	(85,385)
Employee benefits expense	6	(178,285)	(240,202)
Foreign exchange gain/ (loss)		101,726	(155,333)
Corporate expenses		(493,936)	(676,751)
Finance costs	6	1,175	(1,000)
(Loss)/profit before income tax expense		(998,963)	44,075,759
Income tax expense	7	-	-
(Loss)/profit after income tax expense for the year attributable to the owners of FAR Limited		(998,963)	44,075,759
Other comprehensive loss for the year, net of tax		-	-
Total comprehensive loss for the year attributable to the owners of FAR Limited		<u>(998,963)</u>	<u>44,075,759</u>
		Cents	Cents
Basic earnings per share	13	(1.08)	47.70
Diluted earnings per share	13	(1.08)	47.70

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

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FAR Limited
Statement of financial position
As at 31 December 2025

	Note	2025 US\$	2024 US\$
Assets			
Current assets			
Cash and cash equivalents	8	1,932,480	1,664,508
Trade and other receivables	9	23,779,885	11,647,741
Other financial asset		-	69,955
Total current assets		<u>25,712,365</u>	<u>13,382,204</u>
Non-current assets			
Trade and other receivables	9	<u>15,387,035</u>	<u>33,571,262</u>
Total non-current assets		<u>15,387,035</u>	<u>33,571,262</u>
Total assets		<u>41,099,400</u>	<u>46,953,466</u>
Liabilities			
Current liabilities			
Trade and other payables	10	32,356	58,902
Lease liabilities		-	27,929
Total current liabilities		<u>32,356</u>	<u>86,831</u>
Total liabilities		<u>32,356</u>	<u>86,831</u>
Net assets		<u>41,067,044</u>	<u>46,866,635</u>
Equity			
Issued capital	11	61,843,923	66,644,551
Reserves	12	(5,128,215)	(5,128,215)
Accumulated losses		<u>(15,648,664)</u>	<u>(14,649,701)</u>
Total equity		<u>41,067,044</u>	<u>46,866,635</u>

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

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FAR Limited
Statement of changes in equity
For the year ended 31 December 2025

	Issued capital US\$	Foreign currency translation reserve US\$	Accumulated losses US\$	Total equity US\$
Balance at 1 January 2024	66,644,551	(5,128,215)	(58,725,460)	2,790,876
Profit after income tax expense for the year	-	-	44,075,759	44,075,759
Other comprehensive loss for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	44,075,759	44,075,759
Balance at 31 December 2024	<u>66,644,551</u>	<u>(5,128,215)</u>	<u>(14,649,701)</u>	<u>46,866,635</u>

	Issued capital US\$	Foreign currency translation reserve US\$	Accumulated losses US\$	Total equity US\$
Balance at 1 January 2025	66,644,551	(5,128,215)	(14,649,701)	46,866,635
Loss after income tax expense for the year	-	-	(998,963)	(998,963)
Other comprehensive loss for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(998,963)	(998,963)
<i>Transactions with owners in their capacity as owners:</i>				
Return of capital	(4,800,628)	-	-	(4,800,628)
Balance at 31 December 2025	<u>61,843,923</u>	<u>(5,128,215)</u>	<u>(15,648,664)</u>	<u>41,067,044</u>

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

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FAR Limited
Statement of cash flows
For the year ended 31 December 2025

	Note	2025 US\$	2024 US\$
Cash flows from operating activities			
Receipt of goods & services tax		-	23,317
Payments to suppliers and employees		(697,143)	(900,973)
Payments for exploration and evaluation expenses		-	(100,517)
Interest received		140,767	84,066
Income taxes paid		-	(18,254)
Net cash used in operating activities	16	<u>(556,376)</u>	<u>(912,361)</u>
Cash flows from investing activities			
Interest received on Term Deposit		-	2,371
Proceeds from consideration received for sale of RSSD Project		11,500,000	-
Payment to Woodside for indemnity of RSSD Claim		(6,029,899)	-
Repayment of term deposit		68,536	-
Net cash from investing activities		<u>5,538,637</u>	<u>2,371</u>
Cash flows from financing activities			
Payment of lease liabilities		(26,754)	(158,969)
Return of capital		(4,800,628)	-
Net cash used in financing activities		<u>(4,827,382)</u>	<u>(158,969)</u>
Net increase/(decrease) in cash and cash equivalents		154,879	(1,068,959)
Cash and cash equivalents at the beginning of the financial year		1,664,508	2,880,461
Effects of exchange rate changes on cash and cash equivalents		113,093	(146,994)
Cash and cash equivalents at the end of the financial year	8	<u><u>1,932,480</u></u>	<u><u>1,664,508</u></u>

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

Note 1. General information

FAR Ltd (the 'Company') is an Australian listed public company, incorporated in Australia. The principal activities of the Company and its subsidiaries (the Group) are disclosed in the Directors' Report.

The Company's registered office and its principal place of business for the year was Suite 2, Level 11, 385 Bourke Street, Melbourne VIC, 3000, Australia.

A description of the nature of the Company's operations and its principal activities are included in the Directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 18 March 2026. The Directors have the power to amend and reissue the financial statements.

Note 2. Material accounting policy information

The accounting policies that are material to the Company are set out either in the respective notes or below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The Company has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. Set out below are the new and revised Standards [and Interpretations] effective for the current half-year that are relevant to the Group:

AASB 2023-5 Amendments to Australian Accounting Standards – Lack of Exchangeability

In October 2023, the AASB amended AASB 121 to add requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use when it is not. Prior to these amendments, AASB 121 set out the exchange rate to use when exchangeability is temporarily lacking, but not what to do when lack of exchangeability is not temporary. These amendments have no material impact on the Consolidated Group.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Basis of preparation

This financial report is a general purpose financial report, prepared by a for-profit entity, in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board (AASB). The financial report also complies with the International Financial Reporting Standards (IFRS), including interpretations as issued by the International Accounting Standards Board (IASB).

The financial report has been prepared on a historical cost basis. The financial report has been presented in United States (US) dollars.

The accounting policies have been consistently applied by all entities included in the Group and are consistent with those applied in the prior year.

Historical cost convention

The financial statements have been prepared under the historical cost convention.

Functional and presentation currency

The functional and presentation currency of FAR Limited and its subsidiaries is United States dollars. Transactions in foreign currencies are initially recorded in the functional currency of the transacting entity at the exchange rates prevailing at the date of the transaction. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the rates prevailing at that date.

Principles of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities (including structured entities) controlled by the Company and its subsidiaries (referred to as 'the Group' in these financial statements). Control is achieved when the Company:

Note 2. Material accounting policy information (continued)

- 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 the 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.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date the Company ceases to control the subsidiary.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. There are no critical accounting judgements, estimates and assumptions that are likely to affect the current or future financial years.

In the application of the Group's accounting policies, which are described in note 2 to the financial statements, management is required to make judgments, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments. 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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Details of critical accounting judgements, estimates and assumptions that are likely to affect the current or future financial years associated with the Consideration for sale of RSSD is disclosed in note 9 to the financial statements.

Note 4. Operating segments

AASB 8 requires operating segments to be identified on the basis of internal reports about the components of the Consolidated Entity that are regularly reviewed by the chief decision maker in order to allocate resources to the segment and to assess its performance. The Group undertook limited exploration-related activities during the period. The Group has surrendered its licenses over Blocks A2 and A5, closed the Gambian office during March 2024. Therefore, during the period the chief decision makers, being the Board of Directors, assessed the performance of the Group as a whole and as such through one segment.

Note 5. Consideration for sale of RSSD

	2025 US\$	2024 US\$
Consideration for sale of RSSD	5,439,042	45,147,993
RSSD Project claim	(6,029,899)	-
Consideration for sale of RSSD	<u>(590,857)</u>	<u>45,147,993</u>

Note 5. Consideration for sale of RSSD (continued)

Consideration for sale of RSSD

As part of the consideration for the sale of its interest in the RSSD Project in Senegal to Woodside, FAR received the rights to a Contingent Payment. The Woodside Contingent Payment comprises 45% of entitlement barrels (being the share of oil relating to the Group's previously held 13.67% of the RSSD Project, comprising the Sangomar Field exploitation area of interest) sold over the previous calendar year, multiplied by the excess (if any) of the crude oil price per barrel and US\$58 per barrel (capped at US\$70 per barrel). The crude oil price for this purpose in respect of any year shall be the simple average of the mid-points of bid and offers for Dated Brent. The Contingent Payment terminates on the earliest of 31 December 2027, three years from the first oil being sold (excluding periods of zero production), or a total contingent payment of US\$55 million being reached, whichever occurs first. First oil sold occurred in July 2024.

In May 2025 Woodside Energy made first Payment of US\$11,500,000 as a provisional amount in relation to the 2024 receivables. The payment is subject to the outcome of the reconciliation of the underlying oil entitlement volumes with each joint venture participant and the Senegalese Ministry of Energy, Petroleum and Mines. Following the reconciliation process, Woodside or FAR must pay the other to settle any difference between the final and provisional amounts.

The undiscounted value of the remaining Consideration Receivable is US\$43,500,000, subject to the terms mentioned above.

Based on progress of the RSSD Project and current oil prices at 31 December 2025, FAR assessed the fair value adjustment of US\$5,439,042 at 31 December 2025 and recognised in the financial statements.

Timing of the consideration, at their fair value are estimated as disclosed in the table below.

	2025 US\$	2024 US\$
Consideration receivables - within 12 months	23,700,000	11,576,731
Consideration receivables - 12 to 24 months	12,788,983	16,614,676
Consideration receivables - more than 24 months	2,598,052	16,956,586
	<u>39,087,035</u>	<u>45,147,993</u>

An amount of US\$23,700,000 current receivables with the remainder of the consideration receivables recognised as non-current receivable in the statement of financial position at 31 December 2025.

Estimated cashflows from Woodside are discounted using a risk-adjusted discount rate of 15% at 31 December 2025. The estimated fair value is subject to future crude oil price, production volumes, both wholly outside the control of the Group. The amount may also increase or decrease subject to any changes to the risk-adjusted discount rates. Assuming all the other variables remain unchanged, a 1% movement in the discount rate will impact the discounted fair value by approximately US\$246,000.

Woodside Energy Claim Agreement

In May 2025, Woodside Energy (Senegal) BV made a claim under the Sale and Purchase Agreement relating to the sale by the FAR group of its interest in the RSSD Project to Woodside in 2021. The Sale and Purchase Agreement contains an obligation on the FAR group to indemnify Woodside up to a maximum of US\$6,803,355 relating to any loss from an inability of Woodside to recover petroleum expenditure not directly linked to exploration activities.

On 22 December 2025, FAR entered into an agreement with Woodside for the settlement of the indemnity claim of US\$6,029,899. The agreement also provided that if at any time prior to 31 December 2030 Woodside is able to recover the petroleum expenditure that is the subject of the claim from the Senegal Ministry of Energy, Petroleum and Mines, then Woodside will refund to FAR the corresponding amount.

Note 6. Expenses

Loss for the year from continuing operations includes the following expenses:

Note 6. Expenses (continued)

	2025 US\$	2024 US\$
(Loss)/profit before income tax includes the following specific expenses:		
Exploration and evaluation costs expensed:		
Australia	-	(46,786)
Gambia	-	(38,599)
	<u>-</u>	<u>(85,385)</u>
Finance costs		
Interest on lease liabilities	1,175	(1,000)
Employee benefit expense:		
Remuneration and associated employment expense	(166,246)	(224,891)
Superannuation contributions	(12,039)	(15,311)
Total employee benefit expense:	<u>(178,285)</u>	<u>(240,202)</u>

Note 7. Income tax

	2025 US\$	2024 US\$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
(Loss)/profit before income tax expense	(998,963)	44,075,759
Tax at the statutory tax rate of 30%	(299,689)	13,222,728
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Non-deductible expenses	(19,328)	75,242
Unused tax losses and tax offsets not recognised as deferred tax assets	319,017	(13,297,970)
Income tax expense	<u>-</u>	<u>-</u>

The tax rate used in the above reconciliation is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law. There has been no change in the corporate tax rate when compared with the previous reporting period.

There were no current or deferred amounts charged directly to equity during the period.

	2025 US\$	2024 US\$
(b) Deferred tax balances		
Deferred tax assets on temporary differences (net)		
Payables	242	9,978
<i>Total deferred tax assets / liabilities balances not recognised</i>	<u>242</u>	<u>9,978</u>

The above potential tax benefit, which excludes tax losses, for deductible temporary differences has not been recognised in the statement of financial position as the recovery of this benefit is uncertain. Unused tax losses in Australia with a potential tax benefit calculated at a tax rate of 30% are estimated at \$31,586,280 with a further \$10,549,701 of unused capital losses. The Group also has unused tax losses in Gambia that are not expected to be used.

Note 8. Cash and cash equivalents

	2025 US\$	2024 US\$
<i>Current assets</i>		
Cash at bank	<u>1,932,480</u>	<u>1,664,508</u>

The Group had no external borrowings at 31 December 2025 (31 December 2024: Nil).

Accounting policy for cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes on value.

Note 9. Trade and other receivables

	2025 US\$	2024 US\$
<i>Current assets</i>		
Consideration receivable for sale of RSSD	<u>23,700,000</u>	<u>11,576,731</u>
Interest receivable	20,447	-
Other receivables	4,954	12,839
Prepayments	<u>54,484</u>	<u>58,171</u>
	<u>79,885</u>	<u>71,010</u>
	<u>23,779,885</u>	<u>11,647,741</u>
<i>Non-current assets</i>		
Consideration receivable for sale of RSSD	<u>15,387,035</u>	<u>33,571,262</u>

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Note 9. Trade and other receivables (continued)

Consideration for sale of RSSD

On 20 January 2021 the Group announced it had signed the RSSD project sale contract with Woodside Energy (“Woodside”).

As part of the consideration for the sale of its interest in the RSSD Project in Senegal to Woodside, FAR received the rights to a Contingent Payment. The Woodside Contingent Payment comprises 45% of entitlement barrels (being the share of oil relating to the Group’s previously held 13.67% of the RSSD Project, comprising the Sangomar Field exploitation area of interest) sold over the previous calendar year, multiplied by the excess (if any) of the crude oil price per barrel and US\$58 per barrel (capped at US\$70 per barrel). The crude oil price for this purpose in respect of any year shall be the simple average of the mid-points of bid and offers for Dated Brent. The Contingent Payment terminates on the earliest of 31 December 2027, three years from the first oil being sold (excluding periods of zero production), or a total contingent payment of US\$55 million being reached, whichever occurs first.

FAR received a provisional calendar year 2024 Contingent Payment of US\$11.5 million.

Woodside advised the ASX on 28 January 2026 that Sangomar produced 29,703 MMboe of crude in 2025, with 28,462 MMboe of sales. Based on this, FAR estimates that the Contingent Payment which is payable to it with respect to the 2025 calendar year is approximately US\$23.7 million.

The provisional payments are subject to the outcome of the reconciliation of the underlying oil entitlement volumes with each joint venture participant and the Senegalese Ministry of Energy, Petroleum and Mines. Following the reconciliation process, Woodside or FAR must pay the other the difference between the final and provisional amounts.

Based on progress of the RSSD Project and current oil prices at 31 December 2025, FAR re-assessed the fair value of the consideration and recognised a gain of US\$5,439,042 in the financial statements.

Accounting policy for trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The Company has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are non-interest bearing and the credit period varies between 30 and 60 days. No receivables were past due at balance date and the Group has no significant exposure to expected credit losses. The carrying amount of the other receivables approximates fair value.

Note 10. Trade and other payables

	2025	2024
	US\$	US\$
<i>Current liabilities</i>		
Trade payables	1,822	33,257
Other payables	30,534	25,645
	<u>32,356</u>	<u>58,902</u>

The average credit period on purchases is approximately 30 days. No interest is charged on trade payables for the first 30 days from the date of the invoice. Thereafter, interest may be levied on the outstanding balance at varying rates. The Group has financial risk management practices in place to ensure payables are paid within the credit timeframe.

Refer to note 17 for further information on financial instruments.

Note 10. Trade and other payables (continued)

Accounting policy for trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year and which are unpaid. Due to their short-term nature, they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Note 11. Issued capital

	2025	2024	2025	2024
	Shares	Shares	US\$	US\$
Ordinary shares - fully paid	<u>92,409,648</u>	<u>92,409,648</u>	<u>61,843,923</u>	<u>66,644,551</u>

Movements in ordinary share capital

Details		Shares	US\$
Balance at beginning of the year	1 January 2025	92,409,648	66,644,551
Return of capital	12 June 2025	<u>-</u>	<u>(4,800,628)</u>
Ordinary fully paid shares at end of the year	31 December 2025	<u>92,409,648</u>	<u>61,843,923</u>

On 30 May 2025, the Company obtained shareholder approval at the Annual General Meeting to return capital of 8 cents per share (Capital Return), returning approximately A\$7.4 million to shareholders equivalent to US\$4,800,628. On 12 June 2025, the Company completed the payments in relation to this capital return to FAR shareholders.

Accounting policy for issued capital

Fully paid ordinary shares carry one vote per share and a right to dividends. Each ordinary shareholder present at a general meeting, whether in person, by proxy or by representative is entitled to one vote on a show of hands or, on a poll, one vote for each fully paid ordinary share held.

Issued capital is classified as equity and recognised at the fair value of the consideration received by the Group. Any transaction costs related to the issue of ordinary shares is recognised directly in equity as a reduction of the share proceeds received.

Note 12. Reserves

	2025	2024
	US\$	US\$
Foreign currency reserve	<u>(5,128,215)</u>	<u>(5,128,215)</u>

Foreign currency reserve

The foreign currency translation reserve records exchange differences arising on translation of the financial statements of foreign subsidiaries and branches from their functional currency to the Company's functional and presentation currency of USD. The functional and presentation currency for the Group was changed from Australian dollars (AUD) to United States dollars (USD) effective 1 January 2020, resulting in exchange differences being recognised in equity under the reserve for foreign currency translation.

Note 13. Earnings per share

	2025 US\$	2024 US\$
(Loss)/profit after income tax attributable to the owners of FAR Limited	(998,963)	44,075,759
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	92,409,648	92,409,648
Weighted average number of ordinary shares used in calculating diluted earnings per share	92,409,648	92,409,648
	Cents	Cents
Basic earnings per share	(1.08)	47.70
Diluted earnings per share	(1.08)	47.70

Note 14. Dividends

The directors recommend that no dividend be paid for the year ended 31 December 2025, nor have any been paid or declared during the year (31 December 2024: Nil).

Note 15. Contingent liabilities and contingent assets

In May 2025, Woodside Energy (Senegal) BV made a claim under the Sale and Purchase Agreement relating to the sale by the FAR group of its interest in the RSSD Project to Woodside in 2021. The Sale and Purchase Agreement contains an obligation on the FAR group to indemnify Woodside up to a maximum of US\$6,803,355 relating to an any loss from an inability of Woodside to recover petroleum expenditure not directly linked to exploration activities.

On 22 December 2025, FAR announced that it had entered into an agreement with Woodside for the settlement of the indemnity claim of US\$6,029,899. The agreement also provided that if at any time prior to 31 December 2030 Woodside is able to recover the petroleum expenditure that is the subject of the claim from the Senegal Ministry of Energy, Petroleum and Mines, then Woodside will refund to FAR the corresponding amount.

At the date of this report the Group was not aware of any material claims, actual or contemplated.

Note 16. Reconciliation of (loss)/profit after income tax to net cash used in operating activities

	2025 US\$	2024 US\$
(Loss)/profit after income tax expense for the year	(998,963)	44,075,759
Adjustments for:		
Unrealised foreign exchange losses	(111,669)	239,399
Interest on lease liabilities	(1,175)	1,000
Fair value movement net of claims associated with consideration for sale of RSSD	590,857	(45,147,993)
Change in operating assets and liabilities:		
Increase in trade and other receivables	(8,875)	(31,648)
Decrease in trade and other payables	(26,551)	(48,878)
Net cash used in operating activities	(556,376)	(912,361)

Note 17. Financial risk management objectives

The Board has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Group's principal financial instruments are cash and short-term deposits. The Group also has other non-derivative financial instruments such as trade receivables, trade payables and lease liabilities.

The Group had no debt, and no finance facilities in place at 31 December 2025.

Financial assets and financial liabilities

The Group's financial assets and financial liabilities carrying values are at amortised cost. The following table discloses the carrying value and approximate their fair value of each category of financial assets and financial liabilities at year end:

	Carrying amount		Fair value	
	2025 US\$	2024 US\$	2025 US\$	2024 US\$
Cash and cash equivalents	1,932,480	1,664,508	1,932,480	1,664,508
Trade and other receivables – current and non-current	79,885	-	79,885	-
Other financial assets – current and non-current	-	69,955	-	69,955
Total financial assets	2,012,365	1,734,463	2,012,365	1,734,463
	Carrying amount		Fair value	
	2025 US\$	2024 US\$	2025 US\$	2024 US\$
Trade and other payables - current	32,356	58,902	32,356	58,902
Lease liabilities – current and non-current	-	177,555	-	177,555
Total financial liabilities	32,356	236,457	32,356	236,457

Capital risk management

The Group manages its capital to ensure it will be able to continue as a going concern and as at 31 December 2025 has no debt or finance facilities in place. The capital structure of the Group consists of cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, reserves and accumulated losses.

Financial risk management objectives

The Group does not trade or enter into financial instruments, including derivative financial instruments, for speculative purposes. The use of financial derivatives is governed by the Group's policies approved by the Board of Directors. The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates. The Group may from time-to-time enter into derivative financial instruments to manage its exposure to foreign currency risk.

Foreign currency risk

The Group has certain expenditures, assets and liabilities denominated in AUD, which differs from the Group's functional currency of USD. Consequently, the Group is exposed to the risk that the exchange rate of the USD relative to the AUD may change in a manner that has a material effect on the reported result of the Group.

As at 31 December 2025, there were no foreign exchange hedge contracts in place (31 December 2024: Nil).

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities that are denominated in a currency other than the functional currency of the entity that holds the financial assets or financial liabilities at the reporting date is as follows:

Note 17. Financial risk management objectives (continued)

	2025 US\$	2024 US\$
Financial assets denominated in foreign currencies		
Cash and cash equivalents	999,085	1,460,069
Total financial assets denominated in foreign currencies	<u>999,085</u>	<u>1,460,069</u>
Financial liabilities denominated in foreign currencies		
Trade and other payables – current	(32,098)	(54,277)
Other financial liabilities – current and non-current	-	(27,929)
Total financial liabilities denominated in foreign currencies	<u>(32,098)</u>	<u>(82,206)</u>
Net financial assets / (liabilities) denominated in foreign currencies	<u><u>966,987</u></u>	<u><u>1,377,863</u></u>

At the reporting date, the sensitivity to the Group's net loss after tax, arising in respect of financial assets and liabilities, to a 10% movement (2024:10%) in the Australia dollar against the US dollar, with all other variables held constant, is an increase/decrease of:

	2025 US\$	2024 US\$
AUD/USD – 10% increase/(decrease)	<u>(96,699)</u>	<u>(137,786)</u>

Interest rate risk management

The Group is not exposed to material interest rate risk as it earns interest at floating rates on its cash and cash equivalents. As at 31 December 2025, there were no interest rate hedging in place (31 December 2024: Nil).

Credit risk management

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 and financial instruments is limited because 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 provisions for expected losses, represents the Group's maximum exposure to credit risk.

Liquidity risk management

The Group manages liquidity risk by maintaining adequate reserves by monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

Note 18. Fair value measurement

Fair value hierarchy

The following tables detail the Company's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3: Unobservable inputs for the asset or liability

2025	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
<i>Assets</i>				
Consideration receivable for sale of RSSD	-	39,087,035	-	39,087,035
Total assets	<u>-</u>	<u>39,087,035</u>	<u>-</u>	<u>39,087,035</u>

Level 2 measurements

Note 18. Fair value measurement (continued)

Consideration receivable has been valued using present value of future cash flows of variable consideration receivable. Key variables include market pricing, production data, discount rates and credit risk.

	2025	2024
<i>Assets</i>		
Consideration receivable for sale of RSSD	39,087,035	41,147,993

There were no transfers between levels during the financial year.

Valuation techniques for fair value measurements categorised within level 2

Consideration receivable has been valued using present value of future cash flows of variable consideration receivable. Key variables include market pricing, production data, discount rates and credit risk.

Accounting policy for fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on 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; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

Note 19. Key management personnel disclosures

The aggregate compensation made to Directors and other members of key management personnel of the Company is set out below:

	2025 US\$	2024 US\$
Short-term employee benefits	155,703	209,060
Post-employment benefits	12,233	15,337
	<u>167,936</u>	<u>224,397</u>

The amounts disclosed above are the amounts recognised and included in corporate administration expense during the year related to key management personnel.

Note 20. Related party transactions

Parent entity

FAR Limited is the parent entity.

Note 20. Related party transactions (continued)

Key management personnel

Disclosures relating to key management personnel are set out in note 19 and the remuneration report included in the Directors' report.

Transactions with related parties

There were no transactions with related parties during the current and previous financial year.

Receivable from and payable to related parties

There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties

There were no loans to or from related parties at the current and previous reporting date.

Note 21. Interests in subsidiaries

The Group subsidiaries at 31 December 2025 are set out below.

Name	Principal place of business / Country of incorporation	Ownership interest	
		2025 %	2024 %
FAR Holdings 1 Pty Ltd (ii)	Australia	100.00%	100.00%
FAR Meridian Pty Ltd (ii)	Australia	100.00%	100.00%
FAR Gambia Ltd	Mauritius	100.00%	100.00%
FAR Mauritius 1 Pty Ltd (iii)	Mauritius	-	100.00%

(i) FAR Limited is the ultimate holding company and head entity within the Australian tax consolidated group.

(ii) These companies are members of the Australian tax consolidated group.

(iii) During the year, FAR Mauritius 1 Pty Ltd was dissolved.

Note 22. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by Moore Australia, the auditor of the Company:

	2025 US\$	2024 US\$
Amounts paid or due to be paid in respect of:		
Auditor of Parent Entity – Moore Australia Audit (VIC): Audit or review of the financial report	43,505	42,921
Network firms of Moore Australia Audit (VIC):		
Audit of financial statements	12,995	4,370
Amounts paid or due to be paid in respect of:		
DT Associates - Audit for the year ended 31 December 2023	-	11,500
	12,995	15,870
	56,500	58,791

The auditor of the Group is Moore Australia Audit (VIC). The auditor did not receive any other benefits.

Note 23. Parent entity information

Set out below is the supplementary information about the parent entity.

Note 23. Parent entity information (continued)

Financial performance	2025 US\$	2024 US\$
Profit/(loss) for the year	(1,972,458)	43,404,802
	2025 US\$	2024 US\$
Assets		
Current assets	23,936,158	13,369,484
Non-current assets	16,153,397	33,571,262
Total assets	40,089,555	46,940,746
Liabilities		
Current liabilities	4,101	82,206
Equity		
Issued Capital	61,843,923	66,644,551
Reserves - Foreign currency translation reserve	(5,128,215)	(5,128,215)
Accumulated profits/(losses)	(16,630,254)	(14,657,796)
Total Equity	40,085,454	46,858,540

Contingent liabilities of the parent entity

At the date of this report the Company was not aware of any material claims, actual or contemplated.

Commitments for capital expenditure entered into by the parent entity

There were no commitments for the acquisition of property, plant and equipment by the parent entity at year end.

Material accounting policy information

The accounting policies of the parent entity are consistent with those of the Consolidated Entity, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 24. Events after the reporting period

Subsequent to 31 December 2025, FAR announced by ASX release dated 16 March 2026, that it has reached agreement with Woodside for a provisional 2025 Contingent Payment of US\$23.7 million, which is expected to be received by FAR in April 2026. The provisional payment will remain subject to reconciliation of the underlying oil entitlement volumes with each joint venture participant and the Senegalese Ministry of Energy, Petroleum and Mines, after which Woodside or FAR will be required to settle any difference between the final and provisional amounts.

Apart from the matter noted above, no other matters or circumstances has arisen since 31 December 2025 that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

FAR Limited
Consolidated entity disclosure statement
As at 31 December 2025

Entity name	Entity type	Place formed /Country of incorporation	Ownership interest %	Tax residency
FAR Holdings 1 Pty Ltd	Body corporate	Australia	100.00%	Australian
FAR Meridian Pty Ltd	Body corporate	Australia	100.00%	Australian
FAR Gambia Ltd	Body corporate	Mauritius	100.00%	Australian

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FAR Limited
Directors' declaration
31 December 2025

In the Directors' opinion:

- the financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- the financial statements and notes give a true and fair view of the Company's financial position as at 31 December 2025 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The Directors have been given the declarations required by section 295A of the Corporations Act 2001.

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

On behalf of the Directors



Patrick O'Connor
Chairman

18 March 2026

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FAR LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of FAR Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- i. giving a true and fair view of the Company's financial position as at 31 December 2025 and of its financial performance for the year then ended; and
- ii. complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit Matter
How the matter was addressed in our audit
KEY AUDIT MATTER 1 – Fair value of consideration for sale of the RSSD project

Refer to Note 9 Trade and Other receivables

As at 31 December 2025 the Group has recognised an amount for trade and other receivables of \$39,087,035 relating to the consideration receivable from the sale of the RSSD project, the balance is recognised at fair value.

The recognition and valuation of the consideration receivable from the sale of RSSD project involves significant management estimation and judgement regarding future production volumes, oil prices, timing of cash flows and discount rates to be applied.

Given the significance of the balance and the estimation and judgement regarding future production volumes, oil prices, timing of cash flows and discount rates to be applied, we considered this is a Key Audit Matter.

Our procedures included, amongst others:

- Performed an assessment of the reasonableness of management's calculations of the valuation of the year-end-and related disclosure in the financial statements.
- Tested the valuation and key inputs within for existence and accuracy and ensured key estimates were reasonably applied and correctly disclosed.
- Evaluated the reasonableness and accuracy of key assumptions, including discount rate applied, timing of the cash flows, production projections and price forward curve.
- Assessed the recoverability of the consideration receivable, and
- Assessed the adequacy of the disclosures in the financial report.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 31 December 2025, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001; and the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001, and for such internal controls as the directors determine is necessary to enable the preparation of: the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located on the Auditing and Assurance Standards Board website at:

https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf. This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 8 to 12 of the directors' report for the year ended 31 December 2025.

In our opinion, the Remuneration Report of FAR Limited, for the year ended 31 December 2025 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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.



ANDREW JOHNSON
Partner – Audit and Assurance
[Moore Australia Audit \(VIC\)](#)
Melbourne, Victoria
18 March 2026

Moore Australia
Moore Australia Audit (VIC)
ABN 16 847 721 257
Chartered Accountants

ASX Shareholder Disclosures

The following additional information is required by the Australian Securities Exchange in respect of listed public companies. The information is current as of 10 March 2026.

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

	Number of holders of ordinary shares	Number of ordinary shares	% of ordinary shares
1 to 1,000	1,078	729,516	0.79
1,001 to 5,000	1,335	3,169,587	3.43
5,001 to 10,000	273	2,077,661	2.25
10,001 to 100,000	276	7,038,217	7.62
100,001 and over	27	79,394,667	85.92
Rounding			-0.01
	<u>2,989</u>	<u>92,409,648</u>	<u>100.00</u>
Holding less than a marketable parcel	729	386,061	0.42%

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
1. Citicorp Nominees Pty Limited	23,696,197	25.64
2. BNP Paribas Nominees Pty Ltd <IB AU Noms RetailClient>	23,573,373	25.51
3. BNP Paribas Noms Pty Ltd	7,569,051	8.19
4. Palm Beach Nominees Pty Limited	7,061,837	7.64
5. Kaluki Pty Ltd <The Princzewski Super A/C>	4,048,157	4.38
6. Mr Rodney Pryor + Mrs Jennifer Pryor <Rocktagonal Super Fund A/C>	3,400,000	3.68
7. Perpetual Corporate Trust Ltd <NIT1>	2,303,036	2.49
8. Mr Oliver Lennox-King	756,479	0.82
9. Mr Gavin Hugh Lothian Wilson	723,276	0.78
10. Beebee Holdings Pty Ltd	608,950	0.66
11. Mrs Kathryn Margaret Evans	595,551	0.64
12. Oxley Super Pty Ltd <Pinczewski Superfund A/C>	568,100	0.61
13. Mr Simon Robert Evans	550,404	0.60
14. Mr Garry Colin King	528,075	0.57
15. Beebee Holdings Pty Ltd	450,000	0.49
16. J P Morgan Nominees Australia Pty Limited	448,826	0.49
17. ASB Nominees Limited <123619 A/C>	375,036	0.41
18. BNP Paribas Nominees Pty Ltd <HUB24 Custodial Serv Ltd>	366,401	0.40
19. HSBC Custody Nominees (Australia) Limited	356,372	0.39
20. Mr Terrence Peter Williamson + Ms Jonine Maree Jancey <The Wiljan Super Fund A/C>	300,000	0.32
	<u>78,279,121</u>	<u>84.71</u>

Substantial holders

Substantial holders in the Company are set out below:

	Ordinary shares Number held
Meridian Capital	19,244,082*
Hunsbury Capital Inc., Hunsbury Capital-Belco Special Situations Fund LP, NB7 Holdings Inc., and Nandeep Singh Bamrah	5,077,354*
Western Gate Group Ltd	18,367,420*
Harvest Lane Asset Management	9,168,001*
Rodney Pryor	5,000,000*

**as reported in the last Form 603 or Form 604 lodged on the ASX.*

Voting rights

The voting rights attached to ordinary shares are set out below:

Ordinary shares

Voting rights of members are governed by the Company's constitution. In summary, each member present at general meeting in person or by proxy shall have one vote and, upon a poll, every such attending member shall be entitled to one vote for every ordinary share held.

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FAR Limited
Corporate directory
31 December 2025

FAR Limited ACN 009 117 293

Registered Office

Suite 2, Level 11
385 Bourke Street
Melbourne VIC 3000
Tel: +61 3 9692 7222

Company Secretary

Michael Sapountzis

Share Registry

Shareholder information in relation to shareholding or share transfer can be obtained by contacting the Company's share registry:

Computershare Limited
GPO Box 2975
Melbourne VIC 3001 Australia
Tel: 1300 850 505

<https://www.computershare.com/au>

For all correspondence to the share registry, please provide your Security-holder Reference Number (SRN) or Holder Identification Number (HIN).

Change of address

Changes to your address can be updated online at <https://www.computershare.com/au> or by obtaining a Change of Address Form from the Company's share registry. CHESS sponsored investors must change their address details via their broker.

Annual General Meeting

The Annual General Meeting will be held on 28 May 2026. The time and other details relating to the meeting will be advised in the Notice of Meeting to be sent to all shareholders and released to the ASX immediately upon despatch.

The closing date for receipt of nomination for the position of Director is 9 April 2026. Any nominations must be received in writing no later than 5.00pm (AEST) on 9 April 2026, at the Company's Registered Office.

The Company notes that the deadline for the nominations for the position of Director is separate to voting on Director elections. Details of the Director's to be elected will be provided in the Company's Notice of Annual General Meeting in due course.

Corporate Governance Statement

The Company's 2025 Corporate Governance Statement once released to the ASX will be available on the Company's website at <https://www.far.com.au/corporate-governance/>.

Annual report mailing list

All shareholders are entitled to receive the Annual Report. In addition, shareholders may nominate not to receive an Annual Report by advising the share registry in writing, by fax, or by email, quoting their SRN/HIN.

Securities exchange listing

FAR Limited's shares are listed on the Australian Securities Exchange and trade under the ASX code FAR. The securities of the Company are traded on the ASX under CHESS (Clearing House Electronic Sub-Register System).