Tethys Petroleum Limited

Interim Consolidated Financial Statements
(Unaudited)
June 30, 2009
(in thousands of US dollars)

Tethys Petroleum Limited

Interim Consolidated Statement of Financial Position
(Unaudited)
As at June 30, 2009 and December 31, 2008

(in thousands of US dollars)

	June 30, 2009 $	December 31, 2008 $	January 1, 2008 (see note 23) $
Assets			
Non-current assets			
Intangible assets (note 10)	23,837	11,688	7,335
Property, plant and equipment (note 11)	75,043	69,839	38,327
Investments (note 12)	606	587	318
Other receivables (note 13)	4,284	6,357	5,814
	103,770	88,471	51,794
Current assets			
Inventories	458	213	-
Trade and other receivables (note 13)	2,800	2,664	1,360
Cash and cash equivalents (note 14)	20,549	22,200	26,692
	23,807	25,077	28,052
Total assets	127,577	113,548	79,846
Equity and Liabilities			
Equity attributable to shareholders			
Share capital (note 18)	13,455	6,639	4,511
Share premium (note 18)	153,863	138,598	94,972
Other reserves	26,767	25,147	20,728
Accumulated deficit	(78,263)	(66,654)	(44,470)
	115,822	103,730	75,741
Liabilities			
Non-current liabilities			
Financial liabilities – borrowings (note 15)	4,638	5,096	-
Other non-current payables (note 16)	461	523	776
Provisions for other liabilities and charges (note 17)	200	465	1,050
	5,299	6,084	1,826
Current liabilities			
Financial liabilities – borrowings (note 15)	1,149	853	-
Financial liabilities – warrants (note 15)	629	146	-
Trade and other payables (note 16)	4,678	2,735	2,279
	6,456	3,734	2,279
Total liabilities	11,755	9,818	4,105
Total shareholders’ equity and liabilities	127,577	113,548	79,846
Commitments and contingencies (note 22)			

The notes on pages 1 to 45 form part of the interim consolidated financial statements.

Approved by the Board of Directors

_________________________________ Director
Dr. D. Robson

_________________________________ Director
B. Murphy

Tethys Petroleum Limited

Interim Consolidated Statement of Comprehensive Loss
(Unaudited)
For the three and six months ended June 30

(in thousands of US dollars, except for per share amounts)

	Three months ended		Six months ended	
	June 30, 2009 $	**June 30, 2008 $**	**June 30, 2009 $**	**June 30, 2008 $**
Sales and other operating revenues (note 5)	2,797	1,566	3,326	2,997
Production expenditures	(956)	(196)	(1,241)	(263)
Depreciation, depletion and amortization	(1,398)	(1,249)	(1,915)	(2,354)
Share based payments	-			
Foreign exchange loss	-			
Exploration and evaluation expenditure written off	(109)	(274)	(126)	(274)
Fair value gains (loss) on derivative financial instrument	(101)	112	(61)	141
Administrative expenses (note 6)	(5,099)	(5,228)	(10,572)	(9,253)
Operating loss	(4,866)	(5,269)	(10,589)	(9,006)
Finance income	19	257	49	424
Finance costs	(746)	(11)	(1,069)	(1,052)
Loss before tax	(5,593)	(5,023)	(11,609)	(9,634)
Taxation (note 8)	-	-	-	-
Total comprehensive loss for the period attributable to shareholders	(5,593)	(5,023)	(11,609)	(9,634)
Loss per share				
Basic and diluted (note 9)	(0.06)	(0.10)	(0.15)	(0.21)

No dividends were paid or are declared for the period (2008 – $Nil)
All operations were continuing throughout the period

The notes on pages 1 to 45 form part of the interim consolidated financial statements.

Tethys Petroleum Limited

Interim Consolidated Statement of Changes in Equity
(Unaudited)

(in thousands of US dollars)

	Attributable to shareholders					
	Share capital $	**Share premium $**	**Accumulated deficit $**	**Option reserves $**	**Warrant reserves $**	**Total equity $**
At January 1, 2008 (note 18)	4,511	94,972	(44,470)	4,173	16,555	75,741
Loss for the year	-	-	(9,634)	-	-	(9,634)
Issue of share capital (note 18)	2,128	47,872	-	-	-	50,000
Cost of share issue	-	(3,750)	-	-	-	(3,750)
Share-based payments – value of employee service	-	-	-	2,925	-	2,925
At June 30,2008	6,639	139,094	(54,104)	7,098	16,555	115,282
At July 1, 2008	6,639	139,094	(54,104)	7,098	16,555	115,282
Loss for the period	-	-	(12,550)			(12,550)
Cost of share issue	-	(496)				(496)
Share-based payments – value of employee service	-	-		1,494		1,494
At December 31, 2008	13,278	277,692	(120,758)	15,690	33,110	219,012
At January 1, 2009 (note 18)	6,639	138,598	(66,654)	8,592	16,555	103,730
Issue of share capital (note 18)	6,816	17,246	-	-	-	24,062
Cost of share issue	-	(1,981)		-	-	(1,981)
Loss for the period	-	-	(11,609)	-	-	(11,609)
Share-based payments – value of employee service (note 7)	-	-	-	1,620	-	1,620
At June 30, 2009	13,455	153,863	(78,263)	10,212	16,555	115,822

The option reserve and warrant reserve are denoted together as “other reserves” on the interim consolidated statement of financial position.

The notes on pages 1 to 45 form part of the interim consolidated financial statements.

Tethys Petroleum Limited

Interim Consolidated Statement of Cash Flows
(Unaudited)

For the three months ended June 30

(in thousands of US dollars)

	Three months ended		Six months ended	
	June 30, 2009 $	June 30, 2008 $	June 30, 2009 $	June 30, 2008 $
Cash flow from operating activities				
Loss before income tax for the period	(5,593)	(5,023)	(11,609)	(9,634)
Adjustments for				
Share-based payments to employees (note 7)	916	2,084	1,620	2,925
Net finance cost/(income)	727	(246)	1,020	628
Unsuccessful exploration and evaluation expenditures (note 10)	109	274	126	274
Depreciation, depletion and amortization (note 11)	1,398	1,249	1,915	2,354
Fair value gain/(loss) on derivative financial instrument	101	(112)	61	(141)
Net unrealised foreign exchange loss	(83)	18	1,167	34
Operating cash flows before movements in working capital	(2,425)	(1,756)	(5,700)	(3,560)
Increase in trade and other receivables (note 13)	732	558	162	(172)
Decrease in trade and other payables	725	58	254	(207)
Increase in inventories	(129)	-	(245)	-
Cash used in operations	(1,097)	(1,140)	(5,529)	(3,939)
Interest received	19	124	49	291
Net cash used in operating activities	(1,078)	(1,016)	(5,480)	(3,648)
Cash flow from investing activities				
Expenditure on exploration and evaluation assets (note 10)	(3,056)	(1,563)	(9,006)	(1,697)
Expenditures on property, plant and equipment (note 11)	(1,722)	(8,002)	(6,009)	(11,408)
Acquisition of subsidiary net of cash received (note 19)	532		532	
Investment in restricted cash	(11)	(21)	(19)	(126)
Advances to construction contractors	234	(782)	1,154	(2,066)
Value added tax receivable	31	(62)	(44)	(4)
Net cash used in investing activities	(3,992)	(10,430)	(13,392)	(15,301)
Cash flow from financing activities				
Proceeds from short-term borrowings (note 15)	2,500	-	2,500	5,300
Repayment of short-term borrowings (note 15)	(2,500)	-	(2,500)	-
Repayment of long-term borrowings (note 15)	(152)	(186)	(364)	(186)
Interest paid on long-term borrowings and other non-current payables	(230)	-	(392)	-
Other non-current liabilities (note 16)	(20)	(182)	(42)	(204)
Proceeds from issuance of ordinary shares (note 18)	20,000	50,000	20,000	50,000
Costs of issuance of ordinary shares (note 18)	(1,981)	(3,750)	(1,981)	(3,750)
Net cash used in financing activities	17,617	45,882	17,221	51,160
Effects of exchange on the balance of cash held in foreign currency	36	-	-	-
Net decrease in cash and cash equivalents	12,583	34,436	(1,651)	(32,211)
Cash and cash equivalents at beginning of the period	7,966	24,467	22,200	26,692
Cash and cash equivalents at end of the period	20,549	58,903	20,549	58,903

The notes on pages 1 to 46 form part of the interim consolidated financial statements.

(tabular amounts in thousands of US dollars)

1 General information

Tethys Petroleum Limited and its subsidiaries (collectively "Tethys" or "the Company") are headquartered in Guernsey, British Isles and incorporated in the Cayman Islands. The Company's domicile was moved from Guernsey, British Isles to the Cayman Islands on July 17, 2008. The address of the Company's registered office is Queensgate House, South Church Street, Grand Cayman, Cayman Islands. Tethys is an oil and gas company operating within the Republic of Kazakhstan and the Republic of Tajikistan. Tethys' principal activity is the acquisition of and development of crude oil and natural gas fields.

The Company has its primary listing on the Toronto Stock Exchange.

2 Basis of preparation and going concern

The interim consolidated financial statements for the three months ended June 30, 2009 have been prepared in accordance with IAS 34 - Interim Financial Reporting and are in accordance with IFRS 1 - First-time Adoption of IFRS, as they are part of the period covered by the Company's first IFRS financial statements for the year ending December 31, 2009. The interim consolidated financial statements are presented in United States Dollars and all amounts are rounded to the nearest thousand (US$'000) except where otherwise indicated. Foreign operations are included in accordance with the policies set out in note 3.

Since inception, the Company has incurred significant losses from operations and negative cash flows from operating activities, and has an accumulated deficit at June 30, 2009. The Company has significant short-term and longer term contractual commitments that will necessitate cash outflows. The ability of the Company to successfully carry out its business plan is primarily dependent upon its ability not only to maintain the current level of gas production but also to achieve further production of commercial oil and gas and to control the costs of operating and capital expenditures. While these factors create doubt about the Company's ability to continue as a going concern, management is confident of achieving the Company's short term plans.

The Company completed an Initial Public Offering (IPO) of equity securities on the Toronto Stock Exchange (TSX) on June 27, 2007. The Company subsequently issued additional capital for gross proceeds of $50,000,000 on June 27, 2008 and $20,000,000 on June 19, 2009 that generated sufficient funds to secure its future at least in the short term. In the event the Company is unable to generate significant revenues and cash flows from operations it may need to seek further funding from its shareholders or alternative sources. There can be no assurances that management will be successful with these initiatives.

The financial statements have been prepared on the basis that the Company will continue to operate as a going concern, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. These financial statements do not reflect adjustments in the carrying values of assets and liabilities reported, revenue or expenses and the statement of financial position classification used, that would be necessary if the going concern assumption was not appropriate. Such adjustments could be material.

(tabular amounts in thousands of US dollars)

Statement of compliance

These interim consolidated financial statements have been prepared on a going concern basis under the historical cost convention except as modified by the revaluation of available for sale financial assets, and financial assets and financial liabilities at fair value through income statement and are in accordance with International Financial Reporting Standards (IFRS) and International Financial Reporting Interpretations Committee (IFRIC) interpretations issued and effective or issued and early adopted as at the time of preparing these financial statements.

The March 31, 2009 interim consolidated financial statements were the Company's first financial statements prepared under IFRS, with a transition date to IFRS of January 1, 2008. Consequently the comparative figures for 2008 and the Company's statement of financial position as at January 1, 2008 have been restated from accounting principles generally accepted in the United States of America ('US GAAP') to comply with IFRS. The reconciliations to IFRS from the previously published US GAAP financial statements are explained in note 23 of these interim financial statements. Additional reconciliations relevant to this interim period ending June 30, 2009 are summarized in note 23.

The preparation of financial statements in conformity with IFRS requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. Areas where estimates are significant to the interim consolidated financial statements are disclosed in note 4.

Basis of consolidation

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Company. The cost of acquisition is measured at the fair value of assets given, equity instruments issued and debt incurred or assumed at the date of acquisition, being the date on which the Company gains control. The excess of the cost over the fair value of the Company's share of identifiable net assets acquired is recorded as goodwill. If the cost is less than the fair value of net assets acquired, the difference is recognised directly in the income statement. All subsidiaries, as listed in note 21, have been consolidated into the Company's interim consolidated financial statements.

Inter-company transactions, balances and unrealised gains or losses between subsidiaries are eliminated. The financial statements of the subsidiaries are prepared using consistent accounting policies and reporting date as of the Company. Effective January 1, 2008, the Company has applied IFRS 3 *Business Combinations* to any subsequent acquisitions.

(tabular amounts in thousands of US dollars)

New and amended accounting standards

The following new and amended accounting standards are mandatory for the first time for the financial year beginning January 1, 2009:

- IAS 1 (revised), 'Presentation of financial statements'. The revised standard prohibits the presentation of items of income and expenses (that is 'non-owner changes in equity') in the statement of changes in equity, requiring 'non-owner changes in equity' to be presented separately from owner changes in equity. All 'non-owner changes in equity' are required to be shown in a performance statement. The Company has elected to present a single statement of comprehensive loss. The interim financial statements have been prepared under the revised disclosure requirements.

- IFRS 8, 'Operating segments'. IFRS 8 replaces IAS 14, 'Segment reporting'. It requires a 'management approach' under which segment information is presented on the same basis as that used for internal reporting purposes.

- IAS 23 (amendment), 'Borrowing costs' requires an entity to capitalise borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset (one that takes a substantial period of time to get ready for use or sale) as part of the cost of that asset. The option of immediately expensing those borrowing costs has been removed. This has no impact on the Company as its policy has always been to capitalise borrowing cost on qualifying assets.

- IFRS 2 (amendment), 'Share-based payment'. The amended standard deals with vesting conditions and cancellations. It clarifies that vesting conditions are service conditions and performance conditions only. Other features of a share-based payment are not vesting conditions. These features would need to be included in the grant date fair value for transactions with employees and others providing similar services; they would not impact the number of awards expected to vest or valuation thereof subsequent to grant date. All cancellations, whether by the entity or by other parties, should receive the same accounting treatment. The amended standard does not have a material impact on the Company's financial statements.

The following new standards, amendments to standards and interpretations are mandatory for the first time for the financial year beginning January 1, 2009, but are not currently relevant for the Company:

- IAS 32 (amendment), 'Financial instruments: Presentation'.
- IFRIC 13, 'Customer loyalty programmes'.
- IFRIC 15, 'Agreements for the construction of real estate'.
- IFRIC 16, 'Hedges of a net investment in a foreign operation'.
- IAS 39 (amendment), 'Financial instruments: Recognition and measurement'.

(tabular amounts in thousands of US dollars)

Accounting Standards and Interpretations issued but not yet effective

Certain Accounting Standards and Interpretations are in issue which are not required to be adopted until after 2009 and have not been early adopted by the Company. As at the date of these financial statements the following Standards and Interpretations, which have not been applied in these financial statements but may have an impact on the Company's accounting policies, were in issue but not yet effective. Management is assessing the impact of these new standards on the Company's accounting policies and the financial statements:

- IFRS 3 (revised), 'Business combinations' and consequential amendments to IAS 27, 'Consolidated and separate financial statements', IAS 28, 'Investments in associates' and IAS 31, 'Interests in joint ventures', effective prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after July 1, 2009. The Company does not have any investment in associates or joint ventures.

  The revised standard continues to apply the acquisition method to business combinations, with some significant changes. For example, all payments to purchase a business are to be recorded at fair value at the acquisition date, with contingent payments classified as debt subsequently re-measured through the statement of comprehensive loss. There is a choice on an acquisition-by-acquisition basis to measure the minority interest in the acquiree either at fair value or at the minority interest's proportionate share of the acquiree's net assets. All acquisition-related costs should be expensed. The Company will apply IFRS 3 (revised) to all business combinations from January 1, 2010.

- IFRIC 17, 'Distributions of non-cash assets to owners', effective for annual periods beginning on or after July 1, 2009.

- IFRIC 18, 'Transfers of assets from customers', effective for transfers of assets received on or after July 1, 2009.

3 Summary of significant accounting policies

Oil and gas exploration and evaluation expenditure

Oil and natural gas exploration and evaluation expenditures are accounted for using a modified 'successful efforts' method of accounting. Costs are accumulated on a field-by-field basis. Exploration and evaluation expenditures, including license acquisition costs, are capitalised as exploration and evaluation assets when incurred. Expenditure directly associated with an exploration well is capitalised until the determination of reserves is evaluated. If reserves are not identified, these costs are charged to expense. All other associated exploration and evaluation expenditure are carried forward as an asset in the statement of financial position where the rights of tenure of the property are current and it is considered probable that the costs will be recouped through successful development of the property, or alternatively by its sale. Capitalised exploration and evaluation expenditure is written off where the above conditions are no longer satisfied.

(tabular amounts in thousands of US dollars)

If it is determined that commercial discovery has not been achieved in relation the property, all other associated costs are charged to expense. If commercial reserves are found, exploration and evaluation assets are tested for impairment and transferred to development tangible and intangible assets. No depreciation and/or amortisation is charged during the exploration and evaluation phase.

Oil and gas properties

Oil and gas properties are stated at cost, less accumulated depreciation and accumulated impairment losses.

Expenditure on the construction, installation or completion of infrastructure facilities such as platforms, pipelines and the drilling of development wells, including unsuccessful development or delineation wells, is capitalised within oil and gas properties.

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

Where commercial production in an area of interest has commenced, oil and gas properties are depreciated on a unit-of-production basis over the proved and probable reserves of the field concerned, except in the case of assets whose useful life is shorter than the lifetime of the field, in which case the straight-line method is applied. Rights and concessions are depleted on the unit-of-production basis over the total proved and probable reserves of the relevant area. The unit-of-production rate for the amortisation of field development costs takes into account expenditures incurred to date, together with future development expenditure to develop the proved and probable reserves. Changes in factors such as estimates of proved and probable reserves that affect unit-of-production calculations do not give rise to prior year financial period adjustments and are dealt with on a prospective basis.

Other property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation. Depreciation is charged so as to write off the cost of these assets less residual value over their estimated useful economic lives, for the following classes of assets:

Drilling rigs and related oil and gas equipment	Unit of production	3,650 operating days
Vehicles	Straight line	4 years
Computer equipment	Straight line	3 years
Office equipment	Straight line	5 years

(tabular amounts in thousands of US dollars)

Business Combinations

Business combinations are accounted for using the purchase method of accounting. The cost of an acquisition is measured as the cash paid and the fair value of other assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. The acquired identifiable assets, liabilities and contingent liabilities are measured at their fair values at the date of acquisition. Any excess of the cost of acquisition over the net fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognized as goodwill. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognized directly in the income statement.

Goodwill represents the excess of the cost of an acquisition over the fair value of the group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill on acquisitions of subsidiaries is included in "intangible assets". Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose identified according to operation segment.

Intangible assets

Production enhancement contracts

Production enhancement contracts acquired in a business combination are recognized at fair value at the acquisition date. These contracts have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated using a unit-of-production basis over the proved and probably reserves of the field concerned.

Impairment of non-financial assets

Exploration and evaluation costs are tested for impairment when reclassified to oil and gas properties or whenever facts and circumstances indicate potential impairment. An impairment loss is recognised for the amount by which the exploration and evaluation expenditure's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of the exploration and evaluation expenditure's fair value less costs to sell and their value in use.

Values of oil and gas properties and other property, plant and equipment are reviewed for impairment when indicators of such impairment exist. If any indication of impairment exists an estimate of the asset's recoverable amount is calculated. Individual assets are grouped for impairment assessment purposes at the lowest level at which there are identifiable cash flows that are largely independent of the cash flows of other groups of assets. An asset group's recoverable amount is the higher of its fair value less costs to sell and its value in use. Where the carrying amount of an asset group exceeds its recoverable amount, the asset group is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are

(tabular amounts in thousands of US dollars)

adjusted for the risks specific to the asset group and are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money.

If the carrying amount of the asset exceeds its recoverable amount, the asset is impaired and an impairment loss is charged to the income statement so as to reduce the carrying amount to its recoverable amount (i.e. the higher of fair value less cost to sell and value in use).

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Company makes an estimate of the recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

Provisions for other liabilities and charges

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement. The increase in the provision due to passage of time is recognized as interest expense.

Asset retirement obligation (ARO)

Provision is made for the present value of the future cost of abandonment of oil and gas wells and related facilities. This provision is recognised when a legal or constructive obligation arises. The estimated costs, based on engineering cost levels prevailing at the reporting date, are computed on the basis of the latest assumptions as to the scope and method of abandonment. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate, updated at each reporting date that reflects current market assessments of the time value of money and the risks specific to the obligation. The corresponding amount is capitalised as part of exploration and evaluation expenditure or oil and gas properties and is amortised on a unit-of-production basis as part of the depreciation, depletion and amortisation charge. Any adjustment arising from the reassessment of estimated cost of ARO is capitalised, whilst the charge arising from the accretion of the discount applied to the ARO is treated as a component of finance costs.

The Company recognises neither the deferred tax asset regarding the temporary difference on the ARO liability nor the corresponding deferred tax liability regarding the temporary difference on capitalized ARO cost.

(tabular amounts in thousands of US dollars)

Foreign currencies

The interim consolidated financial statements are presented in US Dollars, which is the Company's functional and reporting currency. Transactions in foreign currencies are initially recorded at the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the reporting date. All differences are taken to profit or loss. Non monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined

Inventories

Inventories consist of spare parts and consumable materials and are shown at the lower of cost or net realisable value. Cost is determined on a first-in-first-out method.

Investments

Investments comprise restricted current balances that are held on deposit with banks in the Republic of Kazakhstan in respect of the Company's ARO in this country and are classified as non current. These are carried at fair value with gains or losses recognized through statement of comprehensive loss.

Financial instruments

Financial assets and financial liabilities are recognised on the Company's statement of financial position when the Company becomes party to the contractual provisions of the instrument.

Trade receivables, loans and other receivables

Trade receivables, loans and other receivables, which are non-derivative financial assets that have fixed or determinable payments that are not quoted in an active market, are classified as loans and receivables. They are included in current assets, except for maturities greater than 12 months after the reporting date, which are classified as non-current assets. The Company's loans and receivables comprise trade and other receivables in the statement of financial position.

Loans and receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method, net of any impairment.

A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

(tabular amounts in thousands of US dollars)

The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the income statement. When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables.

Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and current balances with banks and similar institutions which are readily convertible to cash. These are carried at fair value with gains or losses recognized through statement of comprehensive loss. Cash equivalents are short term deposits with a maturity of less than three months.

Interest bearing loans and borrowings

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the income statement when the liabilities are derecognised as well as through the amortisation process.

Trade payables

Trade payables due are recognised on an accruals basis and are stated initially at fair value and subsequently measured at amortized cost using the effective interest method.

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received net of direct issue costs.

Derivative financial instruments

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value. Changes in the fair value of derivative financial instruments are recognised immediately in the statement of comprehensive loss.

Fair value

The fair value of investments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business on the reporting date. For investments where there is no active market, fair value is determined using valuation techniques.

(tabular amounts in thousands of US dollars)

Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Company's activities. Revenue is shown net of royalties, value-added tax, returns, rebates and discounts and after eliminating sales within the Company.

Revenue is recognised when the amount can be reliably measured, it is probable that future economic benefits will flow to the entity, and when specific criteria have been met for each of the Company's activities as described below.

Revenues from crude oil and natural gas sales are recognised when the oil and gas has been lifted and the risk of loss transferred to a third-party purchaser. The Company uses the entitlement method to account for its revenue from sales of oil and gas production, whereby the Company recognises revenue based on its direct ownership interest in its underlying oil and gas properties.

Interest income is recognized on a time-proportion basis using the effective interest method.

Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying capital asset or project under construction are capitalised and added to the asset or project cost during construction until such time as the asset or project is substantially ready for its intended use. Where funds are specifically borrowed to finance an asset or project, the amount capitalised represents the actual amount of borrowing cost incurred. Where funds used to finance an asset or project form part of general borrowings, the amount capitalised is calculated by using a weighted average of rates applicable to relevant general borrowings of the Company during the period. All other borrowing costs are recognised in the income statement in the period in which they are incurred.

Taxation including deferred taxation

The tax expense represents the sum of current tax payable and deferred tax. Current tax payable is based on the taxable profits for the year. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting date.

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

(tabular amounts in thousands of US dollars)

Share–based payments

The Company operates an equity-settled, share-based compensation plans. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted. When options vest in instalments over the vesting period, each instalment is accounted for as a separate arrangement. At each reporting date, the entity revises its estimates of the number of options that are expected to vest. It recognises the impact of the revision of original estimates, if any, in the income statement, with a corresponding adjustment to equity.

The proceeds received net of any directly attributable transaction costs are credited to share capital when the options are exercised.

Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker has been identified as the Executive directors that make strategic decisions.

4 Critical judgements and accounting estimates

The preparation of financial statements requires management to make certain judgements, accounting estimates and assumptions that affect the amounts reported for assets and liabilities as at the reporting date and the amounts reported for revenues and expenses during the period. The nature of estimation means that actual outcomes could differ from those estimates. Accordingly, the impact of these estimates, assumptions and judgments on the interim consolidated financial statements in future periods could be material. The key sources of estimation uncertainty that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities are discussed below.

Going Concern

The assessment of the Company’s ability to execute its strategy by funding future working capital requirements involves judgement. The Directors monitor future cash requirements to assess the Company’s ability to meet these future funding requirements. Further information regarding going concern is outlined in note 2.

(tabular amounts in thousands of US dollars)

Recoverability of asset carrying values

The Company assesses its property plant and equipment, including intangible exploration and evaluation assets, for possible impairment if there are events or changes in circumstances that indicate that carrying values of the assets may not be recoverable, or at least at every reporting date. Such indicators include changes in the group's business plans, changes in commodity prices, evidence of physical damage and, for oil and gas properties, significant downward revisions of estimated recoverable volumes or increases in estimated future development expenditure.

If there are low oil prices or natural gas prices during an extended period the Company may need to recognize significant impairment charges. The assessment for impairment entails comparing the carrying value of the cash-generating unit with its recoverable amount, that is, the higher of fair value less costs to sell and value in use. Value in use is usually determined on the basis of discounted estimated future net cash flows. Determination as to whether and how much an asset is impaired involves management estimates on highly uncertain matters such as future commodity prices, the effects of inflation on operating expenses, discount rates, production profiles and the outlook for regional market supply-and-demand conditions for crude oil, natural gas and refined products.

At the reporting date, an impairment test was carried out on both the Akkulka and Kyzyloi gas fields in accordance with the accounting policy stated in note 3. The recoverable amounts of the fields have been determined based on value-in-use calculations. These calculations require the use of estimates. The present value of future cash flows was computed on a pre-tax basis by applying forecast prices of oil and gas reserves to estimated future production of proved and probable oil and gas reserves, less estimated future expenditures to be incurred in developing and producing the proved and probable reserves. The present value of estimated future net revenues is computed using a discount factor of 8%. The discount rate used is pre-tax and reflects the specific risks relating to the underlying cash generating unit.

The value in use calculation assumes natural gas sales prices in US$/Mcf as follows:

	2009 $	2010 $	2011 $	2012 $	2013 $	2014 $	2015 $	2016 $	2017 $	2018 $	2019 $	2020 $	2021 $	2022 $
Natural gas US$/Mcf Kyzyloi	0.90	0.90	0.90	0.90	3.49	3.63	3.77	3.90	4.02	4.15	4.28	4.41	4.54	4.67
Akkulka	0.90	2.67	2.87	3.00	3.49	3.63	3.77	3.90	4.02	4.15	4.28	4.41	-	-

The above price estimates are lower than those utilised in the reserve report prepared as at December 31, 2008 reflecting the Company's current view of the market. As at the reporting date and at the date of approval of these interim consolidated financial statements, the gas price remains the subject of negotiations which have not been finalised and while the Company has taken a prudent approach to the estimated pricing this is a source of measurement uncertainty in the Company's impairment test since there can be no assurance as to what price will be achieved.

The current price estimates for the Kyzyloi field results in an excess of recoverable amount over the carrying value of the Kyzyloi field of $19.7 million. The current price estimates for the Akkulka field results in excess of recoverable amount over the carrying value of the Akkulka field of $15.7 million.

(tabular amounts in thousands of US dollars)

If the forecast prices applied to the Kyzyloi impairment test were to reduce by US$0.10 per Mcf below the assumed price of US$2.67 per Mcf, the excess of recoverable amount over the carrying value of the Kyzyloi field would be reduced by approximately $1.3 million for each $US0.10 diminution of actual price realised.

If the forecast prices applied to the Akkulka impairment test were to reduce by US$0.10 per Mcf below the assumed price of US$2.67 per Mcf, the excess of recoverable amount over the carrying value of the Akkulka field would be reduced by approximately $2.0 million for each $US0.10 diminution of actual price realised.

Oil and gas reserves

Reserves and resources are used in the units of production calculation for depreciation as well as the determination of the timing of well closure costs and impairment analysis. There are numerous uncertainties inherent in estimating oil and gas reserves. Assumptions that are valid at the time of estimation may change significantly when new information becomes available. Changes in the forecast prices of commodities, exchange rates, production costs or recovery rates may change the economic status of reserves and may ultimately result in the reserves being restated.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. Such estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Asset retirement obligation

Provisions for environmental clean-up and remediation costs associated with the Company's drilling operations are based on current legal and constructive requirements, technology, price levels and expected plans for remediation. Actual costs and cash outflows can differ from estimates because of changes in laws and regulations, public expectations, prices, discovery and analysis of site conditions and changes in clean-up technology.

Other significant areas of judgement

The estimates, assumption and judgments made in relation to the fair value of stock based compensation and warrants and the associated expense recognition is subject to measurement uncertainty. The estimated fair value of financial assets and liabilities, by their very nature, are subject to measurement uncertainty.

(tabular amounts in thousands of US dollars)

5 Segmental Reporting

Geographical segments

Management has determined the operating segments based on the reports reviewed by the executive directors that are used to make strategic decisions. The executive directors consider the business from predominantly a geographic perspective and the Company currently operates in three geographical markets: Kazakhstan, Tajikistan and Uzbekistan. The Company also operates a corporate segment which recently acquired a number of drilling rigs and related oil and gas equipment which will be utilised in Kazakhstan, Tajikistan, and Uzbekistan and possibly throughout the rest of Central Asia. Although the Tajikistan segment does not meet the quantitative thresholds required by IFRS 8, management has concluded that this segment should be reported, as it is closely monitored by the executive directors.

Six months ended June 30, 2009	**Kazakhstan $**	**Tajikistan $**	**Uzbekistan $**	**Other and Corporate $**	**Consolidated $**
Segment revenue	1,654	36	1,636	-	3,326
Segment result	(3,541)	(542)	138	(6,644)	(10,589)
Net finance income	(114)	4	-	(910)	(1,020)
Loss before and after tax attributable to equity shareholders	(3,655)	(538)	138	(7,554)	(11,609)

(tabular amounts in thousands of US dollars)

Three months ended June 30, 2009	**Kazakhstan $**	**Tajikistan $**	**Uzbekistan $**	**Other and Corporate $**	**Consolidated $**
Segment revenue	1,160	-	1,637	-	2,797
Segment result	(707)	(323)	138	(3,974)	(4,866)
Net finance income (cost)	(25)	4	-	(706)	(727)
Loss before and after tax attributable to equity shareholders	(732)	(319)	138	(4,680)	(5,593)

The segment assets and liabilities at June 30, 2009 and capital expenditures for the six months then ended are as follows:

	Kazakhstan $	**Tajikistan $**	**Uzbekistan $**	**Other and Corporate $**	**Consolidated $**
Segment assets	68,583	10,622	5,630	42,742	127,577
Segment liabilities	1,149	215	2,310	8,081	11,755
Capital additions - cash	3,481	7,706	785	3,043	15,015
Capital additions - shares	-	-	3,938	841	4,779
Depreciation and amortization	1,130	61	498	226	1,915

Six months ended June, 2008	**Kazakhstan $**	**Tajikistan $**	**Uzbekistan $**	**Other and Corporate $**	**Consolidated $**
Segment revenue	2,997	-	-	-	2,997
Segment result	(1,867)	(243)	-	(6,896)	(9,006)
Net finance income (cost)	62	-	-	(690)	(628)
Loss before and after tax attributable to equity shareholders	(1,805)	(243)	-	(7,586)	(9,634)

The segment assets and liabilities at December 31, 2008 and capital expenditures for the six months ended June 30, 2008 are as follows:

(tabular amounts in thousands of US dollars)

Three months ended June, 2008	**Kazakhstan $**	**Tajikistan $**	**Uzbekistan $**	**Other and Corporate $**	**Consolidated $**
Segment revenue	1,566	-	-	-	1,566
Segment result	(1,230)	(181)	-	(3,858)	(5,269)
Net finance income (cost)	123	-	-	123	246
Loss before and after tax attributable to equity shareholders	(1,107)	(181)	-	(3,735)	(5,023)

The segment assets and liabilities at December 31, 2008 and capital expenditures for the six months ended June 30, 2008 are as follows:

	Kazakhstan $	**Tajikistan $**	**Uzbekistan $**	**Other and Corporate $**	**Consolidated $**
Segment assets	68,240	2,801	-	42,507	113,548
Segment liabilities	1,844	154	-	7,820	9,818
Capital additions	5,692	397	-	7,016	13,105
Depreciation and amortization	2,349	-	-	5	2,354

The segment assets and liabilities at January 1, 2008 are as follows:

	Kazakhstan $	**Tajikistan $**	**Uzbekistan $**	**Other and Corporate $**	**Consolidated $**
Segment assets	50,737	207	-	28,902	79,846
Segment liabilities	2,321	-	-	1,784	4,105

The segment assets attributable to the Kazakhstan segment consist mainly of capital additions related to the Kyzyloi and Akkulka fields, including the installation of pipelines linking these fields to the Bhukara-Urals trunk line, as well as the costs of exploration pending determination of the Kulbas field. All sales in the Kazakhstan segment were made to a single customer.

(tabular amounts in thousands of US dollars)

The segment assets attributable to the Tajikistan segment consist of the costs of exploration pending determination of the Tajikistan production sharing contract. All sales in the Tajikistan segment were to a single customer.

The segment assets attributable to the Uzbekistan segment consist mainly of well costs related to the North Urtabulak field. These other intangible assets have been recognized at provisional fair value as described in note 19.

The other and corporate segment assets consist mainly of oil and gas equipment such as drilling rigs and related equipment and cash and cash equivalents. The other and corporate segment liabilities consist mainly of the loans obtained to finance the purchase of two drilling rigs, more fully disclosed in note 15.

There were no inter-segment sales.

6 Administrative expenses

Administrative expenses by nature	**Three months ended**		**Six months ended**	
	June 30, 2009	**June 30, 2008**	**June 30, 2009**	**June 30, 2008**
	$	**$**	**$**	**$**
Staff costs	1,299	825	2,485	1,958
Share-based payments – value of employee service	916	2,084	1,620	2,925
Travel cost	521	858	1,085	1,475
Foreign exchange loss (gain)	689	162	2,483	138
Other administrative costs	1,674	1,299	2,899	2,757
	5,099	5,228	10,572	9,253

Key management personnel have been identified as the board of directors and seven senior managers. Details of key management remuneration are shown in note 21.

7 Share-based payments

The Company has adopted a stock incentive plan referred to as the “2007 Long Term Stock Incentive Plan” pursuant to which the Company may grant stock options to any director, employee or consultant of the Company, or any subsidiary or Vazon Energy Limited (collectively, “Service Providers”).

(tabular amounts in thousands of US dollars)

The maximum number of Ordinary Shares reserved for issuance under the plan equals 12% of the outstanding Ordinary Shares after giving effect to the Treasury Offering. The plan is administered by the Compensation and Nomination Committee of the Board of Directors. Options may be granted pursuant to recommendations of the Compensation and Nomination Committee. The Compensation and Nomination Committee may determine the vesting schedule and term, provided that options may not have a term exceeding ten years. Subject to any resolution passed by the Compensation and Nomination Committee, options will terminate three months after an option holder ceases to be a Service Provider.

The exercise price of options granted under the plan may not be less than the closing price of Ordinary Shares on the principal stock exchange where the Ordinary Shares are listed as of the date of the option grant. The plan contains amendment provisions which allow amendments to the plan by the Board of Directors, without shareholder approval, for amendments of a “housekeeping” nature, changes to vesting or termination provisions, and discontinuance of the plan. The plan also provides that outstanding options will vest immediately on the occurrence of a “change of control” (as defined in the plan). Options granted under the plan are only assignable to certain related entities of an option holder or otherwise with the consent of the Company.

The Company has approved the grant to its executive officers of warrants to acquire 6,767,504 Ordinary Shares. The warrants will be exercisable at US$4.125 through the period ending December 25, 2009 in respect of 1,353,501 Ordinary Shares, US$5.50 through the period ending June 25, 2011 in respect of 2,255,835 Ordinary Shares, and US$6.875 through the period ending December 25, 2012 in respect of 3,158,168 Ordinary Shares.

Stock options – The following table summarizes the stock option activity under the 2007 Long Term Stock Incentive Plan for the six months ended June 30, 2009.

	Number of options	**Weighted average exercise price $**
Outstanding at the beginning of the period	6,675,000	2.67
Granted	330,000	2.50
Forfeited	-	N/A
Exercised	-	N/A
Expired	-	N/A
Outstanding at June 30, 2009	7,005,000	2.67
Exercisable at June 30, 2009	5,917,000	2.69

(tabular amounts in thousands of US dollars)

The following table lists the options outstanding at June 30, 2009 by exercise price.

Exercise price $	Options outstanding	Weighted average remaining term (in years)	Options exercisable	Weighted average remaining term (in years) $
2.50	2,475,000	6.07	1,540,000	6.03
2.75	4,470,000	5.02	4,337,000	5.01
3.18	60,000	5.43	40,000	5.43
Total	7,005,000	5.65	5,917,000	5.28

For options granted during the six months ended June 30, 2009, the weighted average fair value on the date of grant, estimated using the Black-Scholes option pricing model was $0.2543 per option, using the following weighted average assumptions: dividend yield of 0%; expected term of 4.0 years; a risk free interest rate of 1.65%; and an expected volatility of 94.6%.

For the three months ended June 30, 2009, there was $916,000 (2008 – $2,084,000) of pre-tax compensation expense for options granted under the 2007 Long Term Stock Incentive Plan. As of June 30, 2009, there was $580,000 of total unrecognized compensation expense related to unvested stock options granted under the plan. The Company expects to recognize the expense over a weighted-average period of 0.97 years.

Warrants – The following table summarizes the warrant activity for the six months ended June 30, 2009.

	Number of warrants	Weighted average exercise price $
Outstanding at the beginning of the period	11,636,956	4.43
Granted	2,500,000	0.60
Forfeited	-	N/A
Exercised	-	N/A
Expired	-	N/A
Outstanding at June 30, 2009	14,136,956	3.90
Exercisable at June 30, 2009	14,136,956	3.90

(tabular amounts in thousands of US dollars)

The following table lists the warrants outstanding at June 30, 2009 by exercise price.

Exercise price $	Warrants outstanding	Weighted average remaining term (in years)	Warrants exercisable	Weighted average remaining term (in years)
2.50	1,346,154	2.50	1,346,154	2.50
1.25	638,298	2.69	638,298	2.69
2.50	2,090,000	8.19	2,090,000	8.19
3.25	795,000	1.95	795,000	1.95
4.13	1,353,501	0.74	1,353,501	0.74
5.50	2,255,835	2.24	2,255,835	2.24
6.88	3,158,168	3.74	3,158,168	3.74
0.60	2,500,000	1.46	2,500,000	1.46
Total	14,136,956	3.07	14,136,956	3.07

During the six months ended June 30, 2009, there were 2,500,000 warrants issued in connection with loan financing. As of June 30, 2009, there was no unrecognized compensation expenses related to unvested warrants.

8 Taxation

There is no current period income tax charge (2008 – $Nil).

Tethys is domiciled in the Cayman Islands which has no company income tax.

At June 30, 2009, the Company’s Kazakhstan based subsidiary Tethys Aral Gas LLP had net operating loss carry forwards (“NOLs”) for income tax purposes of approximately $4,377,933 (2008 – $4,393,500). If the NOLs are not utilized to reduce taxable income in future periods, they will expire in various amounts from 2012 through 2016. No deferred tax asset has been recognised due to the unpredictability of future profits streams.

At December 31, 2008 the Company’s subsidiary Bake Hughes (Cyprus) Limited (BHCL) had NOLs for income tax purposes of approximately $2,214,687. Future profits will be subject to a 16% tax charge in Uzbekistan after utilization of the available losses. As BHCL is domiciled in Cyprus, in certain circumstances interest income may be subject to defense contributions at a rate of 10%. In such cases 50% of the same interest income will be exempt from corporation tax, thus having an effective tax rate burden of approximately 15%.

(tabular amounts in thousands of US dollars)

9 Loss per share

Basic and diluted loss per share

	Loss for the period $	Weighted average number of shares (thousands)	Per share amount $
Six months ended June 30, 2009			
Loss attributable to ordinary shareholders – Basic and diluted	(11,609)	77,720	(0.15)
Three months ended June 30, 2009			
Loss attributable to ordinary shareholders – Basic and diluted	(5,593)	87,614	(0.06)
Six months ended June 30, 2008			
Loss attributable to ordinary shareholders – Basic and diluted	(9,634)	45,587	(0.21)
Three months ended June 30, 2008			
Loss attributable to ordinary shareholders – Basic and diluted	(5,023)	46,052	(0.10)

Basic loss per share is calculated by dividing the loss attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the year. Diluted per share information is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. Potential ordinary shares including share options and warrants, are considered to be anti-dilutive and have therefore been excluded from the diluted per share calculation.

(tabular amounts in thousands of US dollars)

10 Intangible assets

	Other intangible assets $	Exploration and evaluation assets $	Total $
Cost			
At January 1, 2009	-	11,688	11,688
Additions	4,620	8,129	12,749
Amounts written off to exploration and evaluation costs	-	(126)	(126)
At June 30, 2009	4,620	19,691	24,311
Accumulated depreciation			
At January 1, 2009	-	-	-
Charge for the period	474	-	474
At June 30, 2009	474	-	474
Net book value			
At January 1, 2009	-	11,688	11,688
At June 30, 2009	4,146	19,691	23,837
Cost			
At January 1, 2008	-	7,335	7,335
Additions	-	6,205	6,205
Amounts written off to exploration and evaluation costs	-	(1,852)	(1,852)
At December 31, 2008	-	11,688	11,688
Net book value			
At January 1, 2008	-	7,335	7,335
At December 31, 2008	-	11,688	11,688
Asset retirement obligation asset at net book amount included in above			
At June 30, 2009	-	49	49
At December 31, 2008	-	126	126

(tabular amounts in thousands of US dollars)

11 Property, plant and equipment

	Oil and gas properties $	Oil and gas equipment $	Vehicles $	Office and computer equipment $	Total $
Cost					
At January 1, 2009	51,971	20,040	1,388	967	74,366
Additions	2,616	3,715	226	88	6,645
At June 30, 2009	54,587	23,755	1,614	1,055	81,011
Accumulated depreciation					
At January 1, 2009	4,112	72	187	156	4,527
Charge for the period	1,067	206	105	63	1,441
At June 30, 2009	5,179	278	292	219	5,968
Net book value					
At January 1, 2009	47,859	19,968	1,201	811	69,839
At June 30, 2009	49,408	23,477	1,322	836	75,043
Cost					
At January 1, 2008	35,499	2,057	579	386	38,521
Additions	16,912	17,983	809	581	36,285
Assets derecognized	(440)	-	-	-	(440)
At December 31, 2008	51,971	20,040	1,388	967	74,366
Accumulated depreciation					
At January 1, 2008	143	-	19	32	194
Charge for the year	3,969	72	168	124	4,333
At December 31, 2008	4,112	72	187	156	4,527
Net book value					
At January 1, 2008	35,356	2,057	560	354	38,327
At December 31, 2008	47,859	19,968	1,201	811	69,839
Assets under construction at net book amount included in above					
At June 30, 2009	30,346	-	-	-	30,346
At December 31, 2008	27,668	3,210	-	-	30,878
At January 1, 2008	17,105	1,879	-	-	18,984
Asset retirement obligation at net book amount included in above:					
At June 30, 2009	17	-	-	-	17
At December 31, 2008	175	-	-	-	175
At January 1, 2008	918	-	-	-	918

(tabular amounts in thousands of US dollars)

Borrowing cost of $31,591 (2008 – $712,000) relating to the manufacturing of one (2008 – one) drilling rig has been capitalised within the oil and gas equipment category. The effective weighted average interest rate of the relevant borrowing was 19.2% (2008 – 22.7 %).

Assets under construction as at June 30, 2009 and December 31, 2008 include the cost of developing the Akkulka concession area and tie-in of the Akkulka pipeline and are not being depreciated until commencement of production.

12 Investments

	June 30, 2009 $	December 31, 2008 $	January 1, 2008 $
Restricted cash	606	587	318

Restricted cash at June 30, 2009, December 31, 2008, and January 1, 2008 consisted of bank deposits held in Kazakhstan. These deposits have been placed to satisfy local Kazakhstan requirements in respect of asset retirement obligations.

13 Trade and other receivables

	June 30, 2009 $	December 31, 2008 $	January 1, 2008 $
Current			
Trade receivables	1,224	1,124	219
Prepayments	913	900	351
Receivable from related parties	-	-	-
Other receivables	663	640	790
	2,800	2,664	1,360
Non-current			
Advances to construction contractors	360	1,514	3,062
Value added tax receivable	3,924	4,843	2,752
	4,284	6,357	5,814
	7,084	9,021	7,174

Current trade and other receivables are unsecured and non-interest bearing. Normal payment terms for the Company are 30 days. Prepayments primarily relate to prepaid insurance and other corporate operating expense items.

Trade receivables of $22,305 (December 31, 2008 – $1,020,000) are more than thirty days past due but are not considered impaired. The other classes within trade and other receivables do not contain impaired assets.

(tabular amounts in thousands of US dollars)

Non-current advances to construction contractors relate to suppliers who were paid in advance for materials and services relating to both the Akkulka and the Kul-Bas contracts. For the Akkulka contract, the prepayments relate to the drilling of a new well and payments on compressors, pipes and associated construction work that will constitute phase two of the Company's gas production plan. For Kul-Bas the prepayment related primarily to the drilling of a new well.

14 Cash and cash equivalents

	June 30, 2009 $	December 31, 2008 $	January 1, 2008 $
Cash at bank and in hand	20,041	19,868	968
Short-term deposits	508	2,332	25,724
	20,549	22,200	26,692

Cash at banks earn interest at floating rates based on daily bank deposit rates. Short term deposits are made for varying periods of between one day and three months, depending on the cash requirements of the Company, and earn interest at the respective short term deposit rates.

15 Financing liabilities

15.1 Borrowings

	Effective interest rate %	Maturity date	June 30, 2009 $	December 31, 2008 $	January 1, 2008 $
Current					
Short-term portion of long-term loans	19 – 23 p.a.	2011	1,149	853	-
Non-current					
Long-term loans	19 – 23 p.a.	2011	4,638	5,096	-
			5,787	5,949	

Financial borrowings relate to two financing arrangements that were put in place to fund the acquisition of the Telesto deep drilling rig (Telesto) and the Tykhe drilling rig (Tykhe) in 2008.

(tabular amounts in thousands of US dollars)

The loan to fund Telesto bears interest at a nominal rate of 12%. In addition 795,000 warrants to purchase Tethys shares at CAD$3.25 with a term of three years were issued to lenders. The fair value associated with the warrants issued has been recognised as a debt discount and presented as a direct reduction to the face value of the long-term debt, with the effective interest rate method being used to amortise the discount over the life of the loan. Lenders have security over the shares of Tethys Petroleum Inc. which has no other assets except the drilling rig. No corporate guarantees or security are being provided by Tethys. Borrowing costs of $nil was capitalised to the asset (2008 – $712,000) as the asset was in a state ready for its intended use by December 2008.

The loan to fund Tykhe bears interest at a nominal rate of 15%. In addition 638,298 warrants to purchase Tethys shares at CAD$1.25 with a term of three years were issued to lenders. The fair value associated with the warrants issued has been recognised as a debt discount and presented as a direct reduction to the face value of the long-term debt, with the effective interest rate method being used to amortise the discount over the life of the loan. Lenders have security over the shares of AOE Tykhe BV which has no other assets except the drilling rig and in addition a corporate guarantee is being provided by Tethys. Borrowing costs of $31,591 were capitalised to the asset (2008 – $nil) during the six months period ending June 30, 2009.

During the three months ended June 30, 2009 the company also obtain a short term loan of $2,500,000 which was fully repaid by June 30, 2009. In connection with the loan financing, 2,500,000 warrants to purchase Tethys shares at CAD$0.60 with a term of 18 months were issued to lenders. The loan was initially measured at fair value and subsequently measured at amortized cost using the effective interest rate method. The fair value associated with the warrants issued has been fully amortised with the effective interest rate method during the three months ended June 30, 2009.

Based on the borrowing rates currently available to the Company for long term borrowings with similar terms and average maturities, the fair value of the non-current financial borrowings approximates it carrying value.

15.2 Warrant liability

	June 30, 2009 $	**December 31, 2008 $**	**January 1, 2008 $**
Current			
Warrant liability	629	146	-

The warrant liability represents the financial liability relating to share warrants that are denominated in a currency that is not the Company’s functional currency. These warrants were issued in connection with the loans described in note 15.1.

As the warrants are denominated in foreign currency, there is a written option for the holder to exchange the foreign currency denominated warrant for a fixed number of functional currency denominated shares. These options are derivative financial instruments and are recognised at fair value through profit and loss.

(tabular amounts in thousands of US dollars)

16 Trade and other payables

	June 30, 2009 $	December 31, 2008 $	January 1, 2008 $
Current			
Trade payables	1,051	1,117	1,183
Accruals	3,187	414	643
Payables to related parties	-	489	453
Other creditors and accruals	440	715	-
	4,678	2,735	2,279
Non-current			
Other non-current payables	461	523	776
	5,139	3,258	3,055

Trade payables are non-interest bearing and are normally settled on 30 day terms. Accruals represent mainly professional fees and other current creditors consist mainly of local taxes in the Republic of Kazakhstan and the current portion of the historical cost liability. All current trade and other payables are interest free and payable within 12 months.

Other non-current payables relate to the accrual for historical cost due to the Government of Kazakhstan on the Kyzyloi contract in Kazakhstan. The principal amount outstanding at June 30, 2009 was $821,582 (2008 – $908,098) and this is to be repaid in quarterly instalments by March 2014. The liability is non-interest bearing. The liability is measured at amortised cost using the effective interest rate method. The net present value of liability using an assumed rate of interest of 10% (2008 – 10%) is $556,115 (2008 – $680,000) of which $95,000 (2008 – $157,000) is current, leaving a non-current balance of $461,115 (2008 – $523,000).

Based on the borrowing rates currently available to the Company for loans with similar terms and average maturities, the fair value of the non-current liability relating to historic costs approximates it carrying value (2008 – $508,441).

(tabular amounts in thousands of US dollars)

17 Provisions for other liabilities and charges

	Asset retirement obligation $
At January 1, 2009	465
Arising during the period	73
Change in estimated cash flow	(352)
Unwinding of discount due to passage of time	14
At June 30, 2009	200
Of which	
Current	-
Non-current	200

Asset retirement obligation

The Company makes provision for the future cost of decommissioning oil and gas production facilities and pipelines on a discounted basis. These costs are expected to be incurred between 2012 and 2022. The provision has been estimated using existing technology at current prices, escalated at 10% (2008 – 10%) and discounted at 11% (2008 – 11%). The economic life and the timing of the ARO are dependent on Government legislation, commodity price and the future production profiles of the project. In addition, the estimated cash outflows are subject to inflationary and/or deflationary pressures in the cost of third party service provision.

(tabular amounts in thousands of US dollars)

18 Share capital

	June 30, 2009 Number	December 31, 2008 Number	January 1, 2008 Number
Authorized			
Ordinary shares with a par value of 10 US cents each	700,000,000	700,000,000	700,000,000
Preference shares with no par value	50,000,000	50,000,000	-

Ordinary equity share capital Allotted and fully paid	**Number**	**Share capital $**	**Share premium $**
At January 1, 2008	45,116,696	4,511	94,972
Issued during the year for cash	21,276,596	2,128	43,626
At December 31, 2008	66,393,292	6,639	138,598
At January 1, 2009	66,393,292	6,639	138,598
Issued during the period for purchase of oil and gas equipment	1,400,000	140	701
Issued during the period in connection with finance charges	81,477	8	226
Issued during the period for purchase of a subsidiary	15,000,000	1,500	1,487
Issued during the period for cash	51,680,000	5,168	12,851
At June 30, 2009	134,554,769	13,455	153,863

On January 13, 2009, 1,400,000 ordinary shares were issued to a supplier as partial consideration for the purchase of a coil tubing unit. The cost of the transaction was measured at the fair value of the equity instruments granted on the date which the good were received.

On April 9, 2009 the Company issued 15 million ordinary shares to Rosehill Energy Limited as consideration for the acquisition of its wholly owned subsidiary, Baker Hughes (Cyprus) Limited. Detail of the business combination are disclosed in note 19.

On April 27, 2009, the Company issued 81,477 ordinary shares to Kraken Financial Group Limited, a related party, as consideration for services rendered in connection with the placement of shares of the Company in 2008.

(tabular amounts in thousands of US dollars)

On June 19, 2009, the Company issued 51,680,000 ordinary shares for consideration of $18,019,367, net of transaction costs.

As at June 30, 2009 a total of 21,141,956 (December 31, 2008 – 18,311,596) ordinary shares are reserved under the Company's Long term Stock Incentive Plan and Warrants granted by the Company. Details of the options and warrants are given in note 7.

There are currently no preference shares outstanding (2008 – None).

19 Business combination

On April 9, 2009 the Company acquired 100% of the issued share capital in Baker Hughes (Cyprus) Limited (BHCL), a company incorporated in Cyprus, which operates under a production enhancement contract relating to the North Urtabulak field in Uzbekistan. Tethys issued 15,000,000 equity instruments as purchase consideration in the acquisition. The acquisition agreement places a trading restriction on the shares as follows: 7,500,000 cannot be resold until 6 months from the date of issue and the remaining 7,500,000 cannot be resold until 12 months from the date of issue.

The acquired business contributed revenues of $1,636,430 and a net profit before taxation of $137,510 to the Company for the period from April 9, 2009 to June 30, 2009. If the acquisition had occurred on January 1, 2009 the revenue of the Company would have been $4,919,645 higher and the net loss before taxation would have been $12,284,801. these amounts have been calculated using the Company's accounting policies and by adjusting the results of the subsidiary to reflect the additional depreciation and amortization that would have been charged assuming the fair value adjustments to property, plant and equipment and intangible assets had applied from January 1, 2009.

The provisional fair values of identifiable assets and liabilities of BHC as at the date if acquisition were:

Purchase consideration	**$**
Fair value of shares issued	2,987
Direct costs related to the acquisition	57
Total purchase consideration	3,044

The fair value of the share issued was based on the published price of the shares on the date of acquisition. As the shares were issued with a trading restriction, this resulted in a marketability discount being applied to the published price to arrive at a fair value. The marketability discount was valued using the Black Scholes Option Pricing Model using the following assumption – dividend yield of 0%; expected term 0.75 years; a risk free interest rate of 0.59; and expected volatility of 121%.

(tabular amounts in thousands of US dollars)

The provisional fair values of identifiable assets and liabilities of BHCL as at the date of acquisition were:

	Acquiree Carrying value $	**Provisional fair value $**
Property, plant, and equipment	9,373	118
Other intangible assets	-	3,820
Current trade and other receivables	502	502
Cash and cash equivalents	532	532
	10,407	4,972
Current trade and other payables	(1,928)	(2,063)
Net assets	8,479	2,909
Total consideration	-	2,909

The fair value of the acquired other intangible assets relating to the Production Enhancement Contract for the North Urtabulak field of $3,820,000 is provisional pending completion of the final valuation for those assets.

There were no business combinations in the year ended December 31, 2008.

20 Events occurring after the reporting period

On August 13, 2009 the Company announced that its wholly owned Kazakh subsidiary TethysAralGaz LLP ("TAG") had received permission from the Ministry of Energy and Mineral Resources of the Republic of Kazakhstan to extend the period of the Akkulka exploration contract from Sept 17, 2009 until March 10, 2011 with appropriate amendments to be made to the Akkulka Contract.

(tabular amounts in thousands of US dollars)

21 Related party transactions

Investment in subsidiaries

All subsidiaries, as listed below, have been consolidated into the interim consolidated financial statements. A list of the investments in subsidiary undertakings (all of whose operations comprise one class of business, being Oil and Gas Exploration, Development and Production), including the name, proportion of ownership interest, country of operation and country of registration, is given below.

	Percentage	Country of operation	Country of registration
Tethys Uzbekistan BV	100%	Netherlands	Netherlands
Amu Darya Petroleum Limited	100%	Dormant	BVI
Tethys Petroleum Inc.	100%	USA	USA
Tethys Afghanistan Inc.	100%	Dormant	USA
Tethys Kazakhstan Limited	100%	Guernsey	Guernsey
Tethys Aral Gas LLP*	100%	Kazakhstan	Kazakhstan
Kul-Bas LLP*	100%	Kazakhstan	Kazakhstan
Tethys Munai Gaz LLP*	100%	Dormant	Kazakhstan
Tethys Services Kazakhstan LLP*	100%	Kazakhstan	Kazakhstan
Asia Oilfield Equipment BV*	100%	Kazakhstan/ Tajikistan	Netherlands
Tethys Europa BV*	100%	Dormant	Netherlands
AOE Telesto BV*	100%	Dormant	Netherlands
AOE Tyke BV*	100%	Dormant	Netherlands
AOE Tyke SA*	100%	Dormant	Luxemburg
Tethys Services Limited	100%	United Kingdom	United Kingdom
Tethys Caspian Limited	100%	Dormant s	Cyprus
Tethys Tajikistan Limited	100%	Tajikistan	Jersey
Tethys Services Tajikistan Ltd.*	100%	Tajikistan	Tajikistan
Kulob Petroleum Ltd.*	100%	Tajikistan	Jersey
Seven Stars Energy Corporation*	100%	Tajikistan	BVI
Tethyda Limited	100%	Cyprus	Cyprus
Baker Hughes (Cyprus) Limited	100%	Uzbekistan	Cyprus
Rosehill Energy Limited	100%	Cayman Islands	Cayman Islands

*Indirect shareholding of parent company.

(tabular amounts in thousands of US dollars)

Other

Vazon Energy Limited ("Vazon") is a corporation organized under the laws of the Bailiwick of Guernsey, of which Dr. David Robson, Chief Executive Officer, is the sole owner and managing director. Tethys has a management services contract with Vazon that came into effect from June 27, 2007 whereby the services of Dr. Robson and other Vazon employees are provided to the Company. The total cost charged to Tethys for services from Vazon in the six months ended June 30, 2009 was $716,568 (2008 – $634,577).

Oilfield Production Consultants (OPC) Limited and Oilfield Production Consultants (OPC) USA LLC, both of which have one common director with the company, has charged Tethys a monthly retainer fee for engineering expertise, provided services relating to the optimization of the existing compressors and those to be installed as part of Phase 2 gas production from Akkulka, and has consulted on certain reservoir modelling work on projects in Tajikistan. Total fees for the six months ended June 30, 2009 were US$160,115 (2008 – $Nil).

Kraken Financial Group Limited (Kraken) which has one common director with the company had charged Tethys $234,000 for services in connection with loan financing obtained during 2008. This liability was accrued as at December 31, 2008 and was settled during the period by issuing 81,477 ordinary shares.

The remuneration of the key management personnel of the Company, which includes both directors and other key personnel, is set out below in aggregate.

		Three months ended		**Six months ended**
	June 30, 2009 $	**June 30, 2008 $**	**June 30, 2009 $**	**June 30, 2008 $**
Salaries and short-term employee benefits	655	608	1,258	1,171
Share-based payments	321	330	653	967
	976	938	1,911	2,138

22 Commitments and contingencies

Kyzyloi Field Licence and Gas Production Contract

The Kyzyloi Field License and Gas Production Contract initially agreed on June 12, 2007. An amendment was granted on November 8, 2007 which extended the terms of the contract to June 13, 2014 with a commitment to spend an additional US$2,687,000 on a minimum work program focused on the development of the contractual territory. The Company has committed to an additional minimum work program for 2009 which requires US$100,000 to be spent in completing work-overs in the contractual territory and this was outstanding at June 30, 2009.

(tabular amounts in thousands of US dollars)

Akkulka Field Exploration Licence and Contract

Tethys Aral Gas ("TAG") a wholly owned subsidiary of the Company is the sole party to the Akkulka Field Exploration License and Contract #265 dated November 17, 1998. The contract initially granted TAG the exploration rights for a period of 5 years, however, the terms of the contracts have been extended to September 17, 2009 through subsequent amendments to the original contract. The latest amendment signed on November 8, 2007 committed the Company to spend an additional US$1,850,000 on a minimum work program focused on the exploration of the contractual territory. The Company is required to meet this commitment by September 17, 2009. The Company has agreed the 2009 minimum work programme with the Government and is committed to spending US$1,170,500 on exploration and development activities in 2009 which will satisfy the remaining commitments. This commitment remained outstanding at June 30, 2009. On August 13, 2009 the company announced that it had received permission from the Ministry of Energy and Mineral resources of the Republic of Kazakhstan to extend the period of the Akkulka exploration contract from Sept 17, 2009 until March 10, 2011.

Furthermore, contingent upon commencement of commercial production on the Akkulka contractual territory, an additional payment in the amount of US$3,500,000 will be due to the Kazakhstan Government as a reimbursement of historical costs previously incurred by the Government in relation to the contractual territory. The amount and procedure of reimbursement will be subject to the terms and conditions to be set out in the production contract. The Akkulka production contract is yet to be agreed.

Kul-Bas Exploration and Production Contract

Kul-Bas LLP, a wholly owned subsidiary of the Company, owns a 100% interest in "Kul-Bas Exploration and Production Contract" #1897 dated November 11, 2005 (also known as "Greater Akkulka Exploration and Production Contract"), which was concluded for 25 years (first 6 years of exploration and 19 years of production). Under the contract 100% of crude oil produced in the exploration phase is required to be sent to Kazakh refineries. On commencement of commercial production, at least 20% of produced crude oil should be sent to Kazakh refineries. Any associated gas is required to be utilized in accordance with the applicable environmental legislation. The initial minimum work program for the contractual territory resulted in commitment of US$7,700,000. The minimum work program agreed for 2009 is US$706,000 for the acquisition and processing of new seismic. The remaining commitment of US$2,894,000 is required to be satisfied by November 11, 2011.

In addition to the minimum work program commitments, the Kazakhstan Government is to be compensated for the historical costs related to the contractual territory in the amount of US$3,275,780. The Company has previously paid an amount of US$49,137 in relation to this balance. No further payments on this balance are required until commencement of commercial production within the contractual territory. If and when commercial production commences, US$88,666 is due in quarterly instalments until the remaining historical costs of US$3,226,643 has been paid in full.

(tabular amounts in thousands of US dollars)

Sales Contract

On January 5, 2006 Tethys' Kazakh subsidiary, TAG, executed a natural gas supply contract with Gaz Impex S.A. ("Gaz Impex") relating to gas sales from TAG's Kyzyloi field in Kazakhstan. In December 2007, this contract was assigned to Kazakhstani Petrochemical Company Kemikal LLP ("KNK"). With effect from May 1, 2009 the contract was assigned to Asia Gas NG LLP, who will utilise the gas in the domestic Kazakh market.

The agreed price remains at US$0.90 per thousand cubic feet (Mcf) (US$32 per thousand cubic metres (Mcm)) plus 12% VAT. The VAT receipts can be offset against VAT costs incurred on the Kyzyloi project. The Gas Supply Contract has a term until the earlier of December 1, 2012, the date on which all contracts and licences pursuant to which the gas to be delivered under the Gas Supply Contract terminate, or when 850 thousand cubic metres (Mcm) (approximately 30Bcf) has been delivered, is based on a take-or-pay principle and covers all gas produced from the Kyzyloi Field Licence and Production Contract area up to termination. Total production achieved to June 30, 2009 was231 Mcm (8Bcf).

Tajikistan

On June 13, 2008, the Company's wholly owned subsidiary, Kulob Petroleum Limited ("KPL"), signed a Production Sharing Contract ("PSC") with the Government of the Republic of Tajikistan. Under the PSC, KPL will recover 100% of its costs from up to 70% of total production (the maximum allowed under the newly approved production sharing legislation of Tajikistan) and the remaining production (termed "Profit Oil and Gas") will be shared 70% to KPL and 30% to the Government whose share includes all taxes, levies and duties. The terms are fixed over the life of the PSC which is a minimum of 25 years.

Pursuant to the PSC, Tethys has committed to funding a work program designed to provide data for a focused exploration of the Contract Area and which will be carried out in two stages (the "Work Program"). The first phase of the Work Program will include geological studies, reprocessing of existing seismic and other geophysical data, acquisition of seismic and other geophysical data and the commencement of initial rehabilitation activities on the Beshtentyak and Khoja Sartez fields. The minimum spend commitment under Phase 1 of the contract is US$3,000,000. This expenditure must be met within 18 months on the effective date of the contract, which is December 13, 2009. This commitment was satisfied through the payment on January 2, 2009 of $4,925,000 for a contract agreed on November 14, 2008 relating to a seismic survey work program.

Drilling Rig Telesto

On October 16, 2007, Tethys placed an order for a new 2,000 horsepower (1,470 kN) ZJ70/4500L drilling rig (Telesto) from a Chinese supplier. The rig has a nominal drilling depth of 23,000 feet (7,000 metres). The rig was transported from China to Kazakhstan arriving in September 2008 for use on the Akkulka deep exploration program, and though drilling commenced on December 9, 2008 it stopped soon after because of technical problems. The total cost of the rig was US$6,263,000 and at June 30, 2009 the final payment of US$313,150 (5%) remains outstanding.

(tabular amounts in thousands of US dollars)

Drilling Rig Tykhe

On July 25, 2008 Tethys placed an order for a new ZJ30 truck mounted rig (Tykhe) at a cost of US$5,350,000. The Company paid the rig deposit of US$1,605,000 in July 2008 and a stage payment of the same amount in September 2008. The third instalment of US$1,872,500 was settled in the three months to March 31, 2009. The final payment of US$267,500 remains outstanding at the period end.

Operating leases

Operating leases consist primarily of leases for offices. Lease commitments are as follows:

	Total $	Less than 1 year $	1 – 3 years $
Operating leases	752,975	582,579	170,396

23 Explanation of transition to IFRS

The interim consolidated financial statements for the period ended March 31, 2009 were the Company's first financial statements prepared under IFRS. For all accounting periods prior to this, the Company prepared its financial statements under generally accepted accounting principles in the United States of America ('US GAAP'). In accordance with IFRS 1 'First time adoption of IFRS', certain disclosures relating to the transition to IFRS are given in this note. These disclosures are prepared under IFRS as set out in the basis of preparation in note 2.

IFRS 1 allows first time adopters to IFRS to take advantage of a number of voluntary exemptions from the general principal of retrospective restatement. The Company has taken the following exemptions:

IFRS 3 Business Combinations

This standard has not been applied to acquisitions of subsidiaries that occurred before January 1, 2008, the Company's transition date.

IFRIC 1 Changes in Existing Decommissioning, Restoration and Similar Liabilities

The Company has elected to apply exemption from full retrospective application of Asset retirement obligations as allowed under IFRS 1. As such the Company has re-measured the provisions as at January 1, 2008 under IAS 37, estimated the amount to be included in the cost of the related asset by discounting the liability to the date at which the liability first arose using best estimates of the pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation, and recalculated the accumulated depreciation, depletion and amortisation under IFRS.

(tabular amounts in thousands of US dollars)

	Reconciliation of equity as at January 1, 2008		
	US GAAP $	**Effect of transition to IFRS $**	**IFRS $**
Assets			
Non-current assets			
Intangible assets(a)	-	7,335	7,335
Property, plant and equipment(b)	37,472	855	38,327
Investments	318	-	318
Other receivables	5,814	-	5,814
	43,604	8,190	51,794
Current assets			
Trade and other receivables	1,360	-	1,360
Cash and cash equivalents	26,692	-	26,692
	28,052	-	28,052
Total assets	71,656	8,190	79,846
Equity and Liabilities			
Equity attributable to shareholders			
Share capital	99,483	-	99,483
Other reserves(c)	20,082	646	20,728
Accumulated deficit(e)	(51,625)	7,155	(44,470)
	67,940	7,801	75,741
Non-current liabilities			
Other non-current payables	776	-	776
Provisions for other liabilities and charges(d)	661	389	1,050
	1,437	389	1,826
Current liabilities			
Trade and other payables	2,279	-	2,279
	2,279	-	2,279
Total liabilities	3,716	389	4,105
Total shareholders' equity and liabilities	71,656	8,190	79,846

(tabular amounts in thousands of US dollars)

23.1 Explanation of the effect of the transition to IFRS

The following explains material adjustments to the statement of financial position of the Company as at January 1, 2008:

		$
(a)	**Reclassification of cost from property, plant and equipment to intangible assets.** In accordance with IAS 16, IAS 38 and IFRS 6 the Company reallocated certain costs relating to unproved properties from property, plant and equipment to intangible assets.	7,661
	Expense pre licence expenditure. On discontinuance of the policy of full cost accounting, expenditure incurred prior to the date on which the Company obtaining legal title to the relevant licences or concessions to explore and develop areas of interest, previously capitalised within the full cost pool, is written off.	(326)
	Net effect –increase in intangible assets	7,335
(b)	**Reclassification of cost from property plant and equipment to intangible assets.**	(7,661)
	Reverse impairment loss. On transition to IFRS, a previous impairment loss recognised for Kazakhstan oil and gas properties in the year ended December 31, 2007 was reversed. US GAAP establishes a 'cost ceiling' for each cost center which limits the amount of costs that can be capitalized in each cost center. If a cost center's unamortized capitalized costs exceed the ceiling, the net capitalized costs must be written down to the ceiling. In calculating the ceiling limit under US GAAP, the present value of estimated future net revenues is computed by applying current prices of oil and gas reserves to estimated future production of proved oil and gas reserves, less estimated future expenditures to be incurred in developing and producing the proved reserves. The present value of estimated future net revenues is computed using a discount factor of 10% and assuming continuation of existing economic conditions. At the date of transition to IFRS, all CGUs were assessed for impairment by comparing the carrying value of the CGU to the recoverable amount. Recoverable amount was determined as value in use and was calculated as the present value of future cash flows expected to be derived from the CGU. The present value of future cash flows was computed on a pre-tax basis by applying forecast prices of oil and gas reserves to estimated future production of proved and probable oil and gas reserves, less estimated future expenditures to be incurred in developing and producing the proved and probable reserves. The present value of estimated future net revenues is computed using a discount factor of 5%.	12,800
	Expense unsuccessful exploration and evaluation cost. On the discontinuance of full cost accounting, drilling expenditures associated with unsuccessful exploration wells drilled prior to December 31, 2007 were expensed. These costs were previously included in the carrying value of the full cost pool.	(3,799)

(tabular amounts in thousands of US dollars)

		$
	Expense pre licence expenditure. On discontinuance of the policy of full cost accounting, expenditure incurred prior to the date on which the Company obtaining legal title to the relevant licences or concessions to explore and develop areas of interest, which were previously capitalised within the full cost pool, is written off.	(907)
	Increase the carrying value of oil and gas assets due to restatement of the asset retirement obligation. The discounted value of the future cash flows related to funding the Company's asset retirement obligation in relation to oil and gas properties is increased due to a change in the discount rate applied from a risk adjusted rate as required by US GAAP to a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. This results in an addition to the carrying value of oil and gas properties. This increase in carrying value is depreciated over the remaining life of the relevant field in accordance with the Company's depreciation policy.	389
	Reduction in depletion of oil and gas properties. Each producing field or concession is depreciated separately using the unit of production method based on proved and probable reserves. Under US GAAP depreciation was based on the countrywide full cost pool of all proved properties, both producing and non-producing, and calculated on the unit of production method over only the proved reserves.	33
	Net effect – increase in property, plant and equipment	**855**
(c)	**Adoption of IFRS 2.** The expense relating to employee options is recognised individually for each vesting tranche over the applicable vesting period, as opposed to on a straight line method over the total requisite service period as permitted by US GAAP.	646
	Effect - increase option reserve	**646**
(d)	**Increase in asset retirement provision.** The provision relating to the cost of future restoration cost of oil and gas properties increases in line with the increase noted in (b) above.	389
	Effect – increase in provisions for liabilities and charges.	**389**
(e)	**The cumulative effect of these transition adjustments on the accumulated deficit as at January 1, 2008 is a decrease of:**	**7,155**

(tabular amounts in thousands of US dollars)

	Reconciliation of equity as at June 30, 2008		
	US GAAP $	**Effect of transition to IFRS $**	**IFRS $**
Assets			
Non-current assets			
Intangible assets(a)	-	8,758	8,758
Property, plant and equipment(b)	47,195	271	47,466
Investments	443	-	443
Other receivables	7,884	-	7,884
	55,522	9,029	64,551
Current assets			
Trade and other receivables	1,532	-	1,532
Cash and cash equivalents	58,903	-	58,903
	60,435	-	60,435
Total assets	115,957	9,029	124,986
Equity and Liabilities			
Equity attributable to shareholders			
Share capital	145,733	-	145,733
Other reserves(c)	23,342	311	23,653
Accumulated deficit(e)	(61,606)	7,502	(54,104)
	107,469	7,813	115,282
Non-current liabilities			
Financial liabilities - borrowings	4,310	-	4,310
Other non-current payables	572	-	572
Provisions for other liabilities and charges(d)	729	377	1,106
	5,611	377	5,988
Current liabilities			
Financial liabilities – borrowings	804	-	804
Financial liabilities – warrants (e)	-	839	839
Trade and other payables	2,073	-	2,07
	2,877	839	3,716
Total liabilities	8,488	1,216	9,704
Total shareholders' equity and liabilities	115,957	9,029	124,986

(tabular amounts in thousands of US dollars)

23.2 Explanation of the effect of the transition to IFRS

The nature of adjustments from US GAAP to IFRS at June 30, 2008 is similar to those at January 1, 2008. There is one additional adjustments relating to share warrants and current liabilities (see (c) and (e) below). Explanations are disclosed in note 23.1

		$
(a)	Reclassification of cost from property, plant and equipment to intangible assets	9,359
	Expense pre licence expenditure	(601)
	Net effect – increase in intangible assets	8,758
(b)	Reclassification of cost from property plant and equipment to intangible assets	(9,359)
	Reverse impairment loss	12,800
	Expense unsuccessful exploration cost	(3,799)
	Expense pre licence expenditure	(906)
	Increase the carrying value of oil and gas assets due to restatement of the asset retirement obligation.	438
	Reduction of depletion of oil and gas properties	1,097
	Net effect –increase in intangible assets	271
(c)	Adoption of IFRS 2	1,278
	Adoption of IAS 32. The Company previously recognized the fair value of foreign currency denominated share warrants as equity within other reserves. On adoption of IFRS the fair value of such warrants is initially is initially recognized as a foreign currency denominated liability, which is subsequently re-measured at each reporting date with the resulting foreign exchange gain or loss being recognized in income.	(967)
	Net effect –increase in intangible assets	311
(d)	Increase in asset retirement obligation. Effect – increase in provisions for liabilities and charges.	377
(e)	Adoption of IAS 32. Effect – increase in current liabilities	839
(f)	The cumulative effect of these transition adjustments on the accumulated deficit as at June 30, 2008 is an increase of:	7,502

(tabular amounts in thousands of US dollars)

	Reconciliation of equity as at December 31, 2008		
	US GAAP $	Effect of transition to IFRS $	IFRS $
Assets			
Non-current assets			
Intangible assets(a)	-	11,688	11,688
Property, plant and equipment(b)	73,793	(3,954)	69,839
Investments	587	-	587
Other receivables	6,357	-	6,357
	80,737	7,734	88,471
Current assets			
Inventories	213	-	213
Trade and other receivables	2,664	-	2,664
Cash and cash equivalents	22,200	-	22,200
	25,077	-	25,077
Total assets	105,814	7,734	113,548
Equity and Liabilities			
Equity attributable to shareholders			
Share capital	145,237	-	145,237
Other reserves(c)	25,189	(42)	25,147
Accumulated deficit(e)	(74,252)	7,598	(66,654)
	96,174	7,556	103,730
Non-current liabilities			
Financial liabilities - borrowings	5,096	-	5,096
Other non-current payables	523	-	523
Provisions for other liabilities and charges(d)	433	32	465
	6,052	32	6,084
Current liabilities			
Financial liabilities – borrowings	853	-	853
Financial liabilities – warrants (e)	-	146	146
Trade and other payables	2,735	-	2,735
	3,588	146	3,734
Total liabilities	9,640	178	9,818
Total shareholders’ equity and liabilities	105,814	7,734	113,548

(tabular amounts in thousands of US dollars)

23.3 Explanation of the effect of the transition to IFRS

The nature of adjustments from US GAAP to IFRS at June 30, 2008 is similar to those at January 1, 2008 and June 30, 2008. There are two additional adjustments, both relating to intangible assets (see (a) below). Explanations of all other adjustments are disclosed in note 23.1.

		$
(a)	Reclassification of cost from property, plant and equipment to intangible assets	13,855
	Expense pre licence expenditure	(715)
	Expense unsuccessful exploration cost. On the discontinuance of full cost accounting, drilling expenditures associated with unsuccessful exploration wells drilled during the prior from January 1, 2008 to December 31, 2008 were expensed. These costs were previously included in the carrying value of the full cost pool.	(1,464)
	Increase the carrying value of oil and gas assets due to restatement of the asset retirement obligation on exploration well drilled during the prior from January 1, 2008 to December 31, 2008 due to reduction in the discount rate as described in note 23.1 (b).	12
	Net effect – increase in intangible assets	11,688
(b)	Reclassification of cost from property plant and equipment to intangible assets	(13,855)
	Reverse impairment loss	12,800
	Expense unsuccessful exploration cost	(3,799)
	Expense pre licence expenditure	(1,347)
	Increase the carrying value of oil and gas assets due to restatement of the asset retirement obligation.	98
	Reduction of depletion of oil and gas properties	2,149
	Net effect –increase in intangible assets	(3,954)
(c)	Adoption of IFRS 2	1,121
	Adoption of IAS 32.	(1,163)
	Net effect –increase in intangible assets	(42)
(d)	Increase in asset retirement obligation. Effect – increase in provisions for liabilities and charges.	32
(e)	Adoption of IAS 32. Effect – increase in current liabilities	146
(f)	The cumulative effect of these transition adjustments on the accumulated deficit as at June 30, 2008 is an increase of:	7,598

(tabular amounts in thousands of US dollars)

	Consolidated reconciliation of comprehensive loss for the three months ended June 30, 2008		
	US GAAP $	**Effect of transition to IFRS $**	**IFRS $**
Sales and other operating revenue	1,566	-	1,566
Production expenditure	(196)	-	(196)
Depreciation, depletion and amortization(a)	(1,922)	673	(1,249)
Exploration expenditure (b)	-	(274)	(274)
Fair value gains on derivative financial instrument (c)	-	112	112
Administrative expenses(d)	(4,852)	(376)	(5,228)
Operating loss	(5,404)	135	(5,269)
Finance income	257	-	257
Finance costs(e)	(133)	122	(11)
Loss before tax	(5,280)	257	(5,023)
Taxation	-	-	-
Comprehensive loss for the period attributable to shareholders	(5,280)	257	(5,023)

The following explains the material adjustments to the statement of comprehensive loss of the Company for the three months ended June 30, 2008.

		$
(a)	Reduction in the depletion expense for the period as a result of the transaction adjustment explained in note 23.1(b)	673
(b)	Expense pre licence expenditure incurred during the period explained in note 23.1(a) and 23.1(b)	(274)
(c)	Fair value gains on derivative financial instrument during the period explained in note 23.2(c)	122
(d)	Increase in the cost of employee share options for the period as a result of the transition adjustment explained in note 23.1(c)	(376)
(e)	Decrease in the accretion charge for the period on the Company's asset retirement obligation due to the transaction adjustment in note 23.1 (b)	122

(tabular amounts in thousands of US dollars)

Consolidated reconciliation of comprehensive loss for the six months ended June 30, 2008

	US GAAP $	Effect of transition to IFRS $	IFRS $
Sales and other operating revenue	2,997	-	2,997
Production expenditure	(263)	-	(263)
Depreciation, depletion and amortization(a)	(3,418)	1,064	(2,354)
Exploration expenditure(b)	-	(274)	(274)
Fair value gains on derivative financial instrument (c)	-	141	141
Administrative expenses(d)	(8,608)	(645)	(9,253)
Operating loss	(9,292)	286	(9,006)
Finance income	424	-	424
Finance costs (e)	(1,113)	61	(1,052)
Loss before tax	(9,981)	347	(9,634)
Taxation	-	-	-
Comprehensive loss for the year attributable to shareholders	(9,981)	347	(9,634)

The nature of adjustments from US GAAP to IFRS for the six month period ended June 30, 2008 is similar to those for the three month period ended June 30, 2008.

		$
(a)	Reduction in the depletion expense for the period	1,064
(b)	Expense pre licence expenditure incurred during the period	(274)
(c)	Fair value gains on derivative financial instrument	141
(d)	Increase in the cost of employee share options for the period	(645)
(e)	Decrease in the accretion charge on the Company’s asset retirement obligation	61

(tabular amounts in thousands of US dollars)

Restatement of cash flow statement from US GAAP to IFRS

The restatement from US GAAP to IFRS had no significant effect on the reported cash flows generated by the Company. The reconciling items between US GAAP presentation and IFRS presentation have no net effect on the cash flows generated.