



# IPB PETROLEUM LIMITED

# IPB

IPB Petroleum Limited

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## CORPORATE DIRECTORY

### DIRECTORS

**John Lloyd Kane Marshall (Kane)**

Non-Executive Chairman

**Brett Lawrence**

Non-Executive Director

**Doug Jendry**

Non-Executive Director

### COMPANY SECRETARY

**Jessica Ridley**

### REGISTERED OFFICE & PRINCIPAL PLACE OF BUSINESS

1202 Hay Street  
West Perth WA 6005

Telephone: + 61 8 6319 1900

Email: [admin@ipbpet.com.au](mailto:admin@ipbpet.com.au)

### AUDITORS

**William Buck**

Level 20,

181 William Street,

Melbourne VIC 3000

### SHARE REGISTRY

**Computershare Investor Services**

GPO BOX 2975

Melbourne VIC 3001

Telephone: 1300 850 505 (Australia)

+ 61 3 9415 4000 (international)

### SOLICITORS

**Steinepreis Paganin**

Level 6, The Read  
99 William Street

Melbourne VIC 3000

### CORPORATE GOVERNANCE STATEMENT

[www.ipbpet.com.au/investors/corporate-governance/](http://www.ipbpet.com.au/investors/corporate-governance/)

ABN 52 137 387 350

[www.ipbpet.com.au](http://www.ipbpet.com.au)

## LETTER FROM THE CHAIRMAN

Dear fellow Shareholders,

I am pleased to present this year's Annual Report for IPB Petroleum Limited ("IPB" or the "Company").

In the past year we have implemented significant changes that replaced the executive team and strengthened the financial position of the Company in order to advance strategic goals.

Key operational developments from the 2024 Financial year included the successful 30-month suspension and extension of the WA-424-P Exploration Permit, providing additional time for the Company to seek potential funding opportunities to drill the primary term commitment well (named Idris).

The Company (via its wholly owned subsidiary) executed a memorandum of understanding with Pivotree Pty Ltd in relation to using their technology for the potential future development of the Gwydion discovery (and Idris if successful) in the WA-424-P permit. IPB's use of the Pivotree technology is aimed towards developing the field at significantly reduced cost, which if achievable is likely to result in the faster development of discovered resources.

Subsequent to the financial year and in anticipation of potentially securing funding for the drilling of Idris and/or Gwydion, the Company executed a non-binding Letter of Intent with Titan Drilling in July 2024 for the provision of the jackup mobile offshore drilling unit TS Jasper. The LOI outlines the intent to contract the Rig late 2025/2026 subject to IPB and Titan entering into an Offshore Drilling Agreement.

The Company implemented significant changes to the Board and management in the first calendar quarter of 2024, following a spill resolution that was carried in the Annual General Meeting late-2023.

The all-new Board and management bring a wealth of industry and corporate experience, and are focused on advancing the potential exploration and production prospects within WA-424-P whilst also seeking new opportunities that are likely to add significant value for the Company and its shareholders.

The new Board immediately secured funding of ~ \$1m from sophisticated and professional investors via a strategic capital raise resulting in a cash balance of ~ \$1.7 million as at 30 June 2024, and providing IPB with the necessary resources to support current projects and explore future potential opportunities.

As can be seen in the quarterly activity and cash flow reports, the Board and management have a disciplined approach to cost management and resource allocation. We remain focused on maintaining financial prudence while pursuing growth opportunities that align with our long-term strategy.

Looking forward, IPB remains committed to exploring and developing assets that deliver value to our shareholders.

I want to thank our shareholders for their continued trust and support, and our team for their dedication and hard work.

Sincerely,



J.L. Kane Marshall

Non-Executive Chairman

## OPERATIONS REPORT

During the period IPB Petroleum Limited (“IPB” or the “Company”) continued to work towards the targeted drilling of Idris (the primary exploration prospect) and the potential development of the Gwydion discovery, in the WA-424-P permit.

The Company was successful in obtaining a 30-month suspension and extension of the WA-424-P Exploration Permit, providing additional time for the Company to seek potential funding opportunities to drill the primary term commitment well (Idris).

During the reporting period, the Company has been focused in two key areas:

1. Seeking funding for the drilling of the Idris exploration well (a Permit Year 1-3 commitment well); and
2. Working towards the potential development of the Gwydion oil discovery by assessing low-cost development options, and preparing a Retention Lease application.

The Company has completed concept engineering studies for an early-stage development of the Gwydion discovery, which includes the potential upside of the Idris exploration well which is targeting a larger oil accumulation outside of the interpreted structural closure.

The Company engaged Pivotree Pty Ltd (“Pivotree”) to perform the initial field development study and an associated economic model for the exploitation of the Gwydion discovery using their technology and knowhow.

Pivotree is an Australian company which has developed patented technology for an integrated mooring and subsea production tree which is intended to provide solutions for extraction of hydrocarbons from likely economically or geographically stranded offshore oilfields.

The study was completed in 2023 and on the basis of the study, the Company negotiated with Pivotree and the parties executed an MoU in January 2024.

The purpose of the MoU is to record the indicative terms of a proposed transaction that is intended to be negotiated and formalised in accordance with the MoU. The key terms include but are not limited to:

- a. IPB will procure a Pivotree subsea production system which incorporates the Pivotree Technology (Pivotree Unit) for use at the IPB Project;
- b. Pivotree will provide IPB with support in relation to promotion of IPB’s proposed use of the Pivotree Unit;
- c. Pivotree will introduce potential Project Partners to IPB;
- d. the Parties will collaborate with a view to developing mutually beneficial business opportunities pertaining to the use of the Pivotree Unit by IPB and potential Project Partners in WA-424-P and other opportunities offshore Australia; and
- e. Until finance or successful funding is raised to drill the proposed exploration / appraisal commitment well currently referred to as Idris, or the Company successfully achieves development funding for the discovered oil and gas resource encountered with the Gwydion discovery well and achieves success in a Retention Lease application or a Development / Production License is granted this MoU will not be binding. If the Company loses its Permit or it becomes frustrated then this MoU will no longer apply.

Subsequent to the reporting period and in anticipation of potentially securing the funding for Idris and possibly Gwydion, the Company signed a non-binding Letter of Intent with Titan Drilling in July 2024 for the provision of the jackup mobile offshore drilling unit TS Jasper. The LOI outlines the intent to contract the Rig late 2025/2026 subject to IPB and Titan entering into an Offshore Drilling Agreement.

The Agreement will be negotiated between both parties and will be contingent upon mutual agreement on terms and execution by both IPB and Titan, approval by the respective boards, maintaining the good status of the WA-424-P Exploration Permit, and obtaining necessary regulatory approvals.

Figure 1 below shows the location of the WA-424-P Exploration Permit in the Browse Basin offshore North-Western Australia.

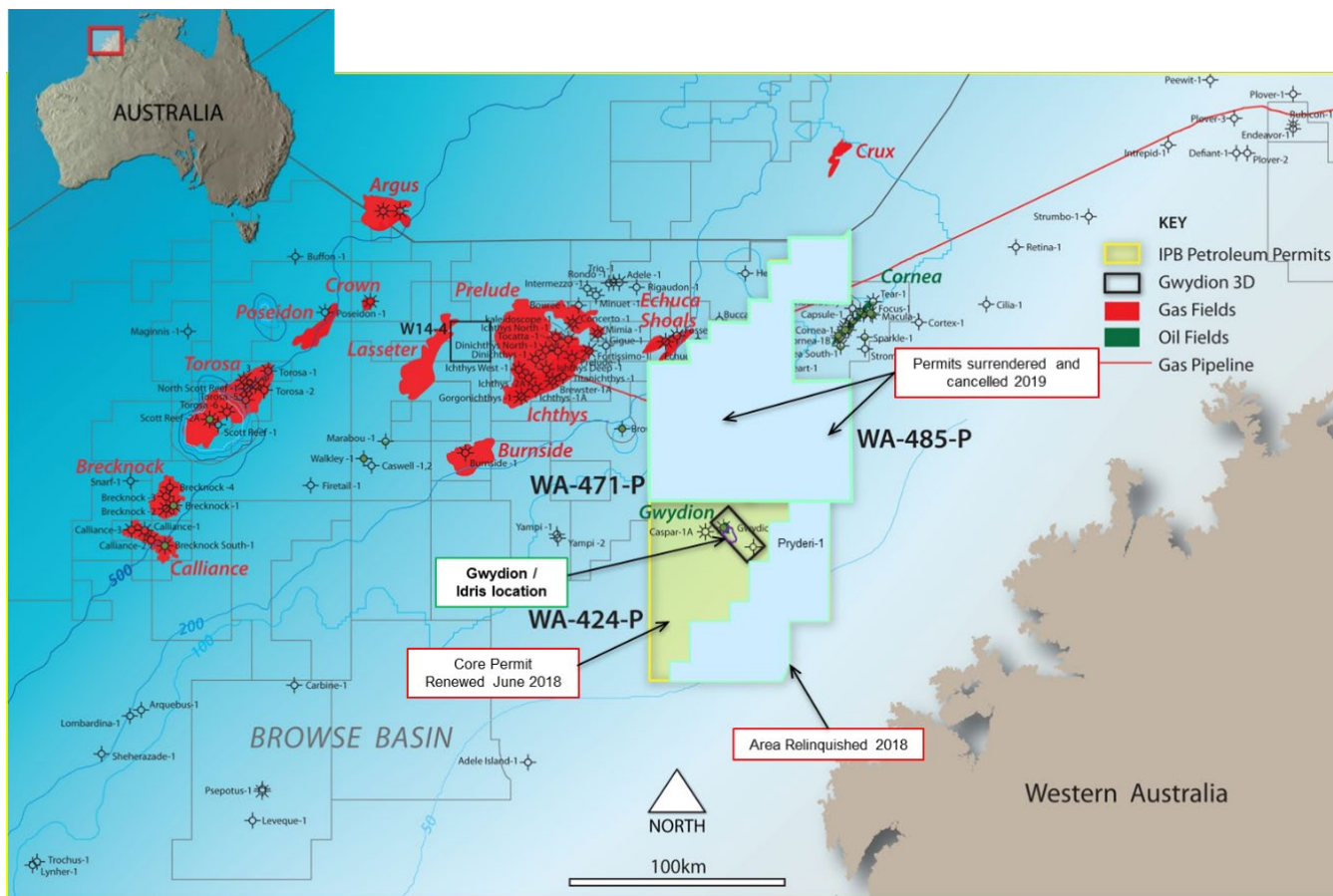


Figure 1 – Location map of the WA-424-P Exploration Permit in

Table 1 below shows the Company’s current working interest in the WA-424-P Exploration Permit via its wholly owned subsidiary IPB WA 424P Pty Ltd:

Exploration Permit	IPB’s Working Interest via IPB WA 424P Pty Ltd
WA-424-P	100%

Table 1 – IPB’s Exploration Permit and current working interest



## CORPORATE UPDATE

### Board and Management Changes

In the March quarter of 2024, IPB completed a major board and management restructure as a result of a spill resolution to remove the previous board.

The initial focus of the new board and management was to raise sufficient capital to ensure that IPB (and its wholly owned subsidiary IPB WA 424P Pty Ltd) could continue as a going concern, as well as be in a position to progress WA-424-P by attracting new funding opportunities to drill the Idris exploration well and complete the work required to progress a Retention Lease Application over the Gwydion discovery.

The Company successfully completed a capital raising of ~\$1 million from professional and sophisticated investors in May 2024, resulting in a cash balance of ~\$1.7 million as at 30 June 2024.

At the same time, the new board and management have been actively targeting funding possibilities that are most aligned with the best opportunities in the WA-424-P permit.

On the 9 February 2024, Mr Kane Marshall was appointed as Non-Executive Chairman to the Board of the Company, together with Mr Frank Cannavo and Mr Craig Costello, whom were both appointed as Non-Executive Directors. IPB saw the resignation of former Chairman Mr Bruce McKay, and fellow Non-Executive Directors, Mr Geoff King and Mr Bruce Smith on this same date.

Subsequent to these Board changes, and following the receipt by the Company of a S249D notice of requisitioning shareholders, the Company saw the resignation of founding Managing Director Mr Brendan Brown. The 249D notice was subsequently withdrawn.

On the 20 March 2024 Mr Brett Lawrence and Mr Doug Jendry were appointed as Non-Executive Directors to the Board, together with Ms Jessica Ridley's appointment as Joint Company Secretary, and the resignation of Mr Craig Costello as Non-Executive Director.

Mr Frank Cannavo resigned as Non-Executive Director on the 30 June 2024.

There were no other changes to the Board or Management during the year ended 30 June 2024.

Post the end of the financial year, IPB saw the resignation of Mr Martin Warrick as Company Secretary as at 17 August 2024.

### Changes in Capital Structure

On 10 May 2024, the Company announced that it had received commitments to raise approximately \$1 million (before costs) through the issue of 141,280,611 shares to sophisticated and institutional investors at \$0.007 per share.

Chieftain Securities (WA) Pty Ltd acted as Lead Manager and were paid a 6% fee for the funds raised under the placement.

The current capital structure of the Company is outlined below:

Class of Security	On Issue
Fully Paid Ordinary Shares (as at 30 June 2024)	706,403,060
Unlisted Options (exercisable at \$0.0565 per share on or before 7 December 2024, grant date 30 November 2020)	1,700,000 <sup>1</sup>
Unlisted Options (exercisable at \$0.02 per share on or before 30 November 2026, grant date 28 November 2022)	7,000,000 <sup>1</sup>

**Table 2 IPB Capital Structure**

- These options were issued under the IPB Petroleum Limited Employee Option Plan (IPBLEOP) following shareholder approval at Annual General Meetings of the company and were issued to Directors and an Officer of the company.

## DIRECTORS' REPORT

The directors present their report of IPB Petroleum Limited ("IPB" or the "Company") and subsidiaries (together the "Group") for the Financial Year ended 30 June 2024 and the independent auditor's report thereon.

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

- John Lloyd Kane Marshall (Kane) – Non-Executive Chairman (appointed 9 February 2024)
- Brett Clifford Lawrence – Non-Executive Director (appointed 20 March 2024)
- Doug Jendry – Non-Executive Director (appointed 20 March 2024)
- Bruce McKay – Non-Executive Chairman (resigned 9 February 2024)
- Brendan Brown – Managing Director (resigned 14 March 2024)
- Phillip Smith – Non-Executive Director (resigned 9 February 2024)
- Geoffrey King – Non-Executive Director (resigned 9 February 2024)
- Craig Costello – Non-Executive Director (appointed 9 February 2024; resigned 20 March 2024)
- Francesco (Frank) Cannavo – Non-Executive Director (appointed 9 February 2024; resigned 30 June 2024)

### Corporate Governance

The Group's Corporate Governance Statement and ASX Appendix 4G are released to ASX on the same day the Annual Report is released. IPB's Corporate Governance Statement, and the Group's Policies, Charters and Procedures, can be all found on the Group's website at <http://ipbpet.com.au/investors/corporate-governance>.

### Principal Activities

During the year, the principal activities of the Group consisted of conventional hydrocarbon exploration and associated financing, farmout discussions and negotiations, development concept studies, economics and engineering planning activities relating to its exploration permit in the Browse Basin offshore northwest Australia. The company also reviewed and continues review other potential complementary opportunities in Australia and overseas as part of its business as usual.

### Dividends

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

### Review of Operations

For information on a review of the Group's operations refer to the Operations Report section at page 6 of this report.

### Operating Results and Financial Position

As an exploration and appraisal Company that is not currently in the development and production phase, IPB has no income generating assets, and accordingly the company's consolidated net loss after income tax for the Financial Year ended 30 June 2024 was \$2.516 million, (2023: \$0.769 million). In the 2024 financial year, the Company has recognized an impairment of \$2.0 million in the carrying value of its exploration and evaluation assets. This adjustment reflects the Board's assessment of the recoverable amount for WA-424-P following the recent Board and management changes and status of the farm-out process underway.

During the year, IPB received other revenue of \$17,019 related to interest on bank deposits (2023: \$12,599).



As at 30 June 2024, IPB's financial position and capital structure reflects the nature of its activities, that is, no bank debt and two major asset classes being cash of \$1.715 million (2023: \$1.403 million) and capitalised exploration and evaluation expenditure of \$2.17 million (2023: \$4.07 million).

The net assets of the Company at 30 June 2024 were \$3.85 million (2023: \$5.43 million). New share issues completed successfully during the financial year end 30 June 2024 raised approximately \$0.92 million after costs. The Company's balance date issued capital stands at \$22.04 million (2023: \$21.11 million). For further details refer to the accompanying financial statements and the accompanying notes to the accounts.

IPB has accumulated losses of \$18.26 million plus capitalised exploration costs of \$2.27 million (largely expensed for taxation purposes) plus Petroleum Resource Rent Tax ('PRRT') credits of approximately \$12.169 million for which it has not recognised any future taxation benefits in its financial statements due to the Company's early-stage exploration and appraisal status, with no booked commercial reserves.

## Permits

Under the terms of grant by government, exploration permit holders such as IPB's wholly owned subsidiary IPB WA 424P Pty Ltd are committed to complete a minimum work program during the tenure of the permit unless varied by agreement with the relevant government authorities. If a permit holder does not fulfil the agreed permit work program the penalty for the Company is potential forfeiture of the permit. As there are no financial penalties, the work commitment programs are not recognised in the Company's Financial Statements as a liability in accordance with the relevant accounting standards.

## Significant Changes in the State of Affairs

IPB WA 424P Pty Ltd received confirmation in August 2023 that its WA-424-P Exploration Permit had received approval from the government authorities for a suspension and extension of its initial work program for a further 2.5 years. This has allowed the Group to better plan for, and execute on its strategy to drill, explore, appraise and evaluate the oil accumulation and surrounding area by virtue of the Gwydion 1 discovery well (drilled by BHP in 1995).

In the March quarter of 2024, IPB completed a major board and management restructure as a result of a spill resolution to remove the previous board (as previously noted).

The Company successfully completed a capital raising of ~\$1 million from professional and sophisticated investors in May 2024, resulting in a cash balance of ~\$1.7 million as at 30 June 2024, providing IPB with the necessary resources to support current projects and explore future potential opportunities.

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

## Matters Subsequent to the End of the Financial Year

No matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

## Likely Developments and Expected Results of Operations

Likely developments in the operations of the Group are set out in the review of operations in this annual report. Any future prospects are dependent upon the results of future exploration and evaluation.

## Proceedings on Behalf of the Group

No person or entity has applied for leave of Court to bring proceedings on behalf of the Group or intervene in any proceedings to which the Group is a party for the purpose of taking responsibility on behalf of the Group for all or any part of those proceedings. The Group was not a party to any such proceedings during the Financial Year.

## Environmental Regulation

The Group seeks to fully comply with its environmental obligations. Under environmental legislation there is a requirement that the operations activities within the Group's permits obtain environmental approvals from NOPSEMA and any other state and federal agencies the government may use or appoint from time to time. During the Financial Year, the Group was not aware of any material breach of any particular or significant Commonwealth, State, Territory or other regulation in respect to environmental management.

## Information on Directors

Names, qualifications, experience and special responsibilities of current directors and company secretary:

<b>Name:</b>	<b>John Lloyd Kane (Kane) Marshall</b>
<b>Title:</b>	Non-Executive Chairman (Appointed 9 February 2024)
<b>Experience and expertise:</b>	Kane has over 20 years' experience in various roles as a director, geologist, engineer and company builder. He currently advises several resource companies on new venture transactions and funding. He is currently the Managing Director of ASX listed oil and gas explorer Australian Oil Company Limited and Non-Executive Chairman of NSX listed diamond and copper explorer Consolidated Africa Limited. Prior to that Mr Marshall held various senior roles with ASX listed oil and gas companies including Chief Operating Officer of Bounty Oil and Gas NL, Managing Director of Key Petroleum Limited and Non-Executive Director of Hawkley Oil and Gas. His diverse experience base includes technical and managerial roles with private equity, junior and major oil companies. Mr Marshall holds academic qualifications which include a Masters of Petroleum Engineering from Curtin University, Bachelor of Science (Petroleum Geology) from the University of Western Australia and a Bachelor of Commerce (Investment Finance and Corporate Finance) from the University of Western Australia."
<b>Other current directorships:</b>	Australian Oil Company Limited (ASX: AOK) (previously Sacgasco), Consolidated Africa Limited (NSX: CRA)
<b>Former directorships (last 3 years):</b>	Hawkley Oil & Gas Limited (ASX: HOG), renamed Lumira Energy Limited.
<b>Interest in shares:</b>	3,000,000
<b>Interests in options:</b>	-
<b>Interest in performance rights:</b>	-

<b>Name:</b>	<b>Brett Lawrence</b>
<b>Title:</b>	Non-Executive Director (Appointed 20 March 2024)
<b>Experience and expertise:</b>	Mr Brett Lawrence is an experienced oil and gas executive and currently serves on the board of ASX listed TMK Energy Limited and until recently, Calima Energy Limited. Mr Lawrence has over 19 years of diverse experience in the oil and gas industry, performing roles in drilling engineering, reservoir engineering, project development and commercial management. Mr Lawrence holds a Master of Petroleum Engineering, a Bachelor of Engineering (Mining) and Bachelor of Commerce (Finance) from Curtin University in Western Australia.
<b>Other current directorships:</b>	TMK Energy Ltd (ASX: TMK)
<b>Former directorships (last 3 years):</b>	Sparc Technologies Ltd (ASX:SPN) (formerly Acacia Coal Ltd), Calima Energy Ltd (ASX: CE1)
<b>Interests in shares:</b>	-
<b>Interest in options:</b>	-
<b>Interest in performance rights:</b>	-

<b>Name:</b>	<b>Doug Jendry</b>
<b>Title:</b>	Non-Executive Director (Appointed 20 March 2024)
<b>Experience and expertise:</b>	Mr Douglas Jendry is a highly experienced oil and gas executive with over 30 years of international experience in mining and capital markets. Mr Jendry has held numerous board positions and executive management positions in the oil and gas sector and recently served on the boards of Talon Energy Limited and Capricorn Metals. Mr Jendry is a technical adviser to the Nero Resource Fund, a Perth based emerging small resource fund investing in companies listed on the Australian, UK and Canadian based exchanges.
<b>Other current directorships:</b>	Ardiden Limited (ASX: ADV)
<b>Former directorships (last 3 years):</b>	Talon Energy Limited (ASX: TPD), Toubani Resources Limited (ASX: TRE)
<b>Interests in shares:</b>	-
<b>Interest in options:</b>	-
<b>Interest in performance rights:</b>	-

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

### Company Secretary

Ms Jessica Ridley was appointed as Joint Company Secretary on 20 March 2024. Ms Ridley is a governance professional with over 15 years' experience in corporate finance and extensive experience in corporate secretarial and governance roles. Ms Ridley holds a Bachelor of Economics from the University of Western Australia and is a Chartered Secretary from the Governance Institute of Australia.

## Meetings of Directors

The number of meetings of the Company's Board of Directors ("the Board") held during the year ended 30 June 2024, and the number of meetings attended by each director were:

Director	Full Board		Audit Committee	
	Attended	Held	Attended	Held
Kane Marshall <sup>1</sup>	4	4	1	1
Brett Lawrence <sup>2</sup>	1	1		
Doug Jendry <sup>2</sup>	1	1		
Bruce McKay <sup>3</sup>	4	4	1	1
Brendan Brown <sup>4</sup>	6	6	2	2
Phillip Smith <sup>3</sup>	4	4	1	1
Geoff King <sup>3</sup>	4	4	1	1
Craig Costello <sup>5</sup>	3	3	1	1
Frank Cannavo <sup>6</sup>	4	4	1	1

**Table 3 – Meetings of Directors held during the year**

Held: represents the number of meetings held during the time the director held office.

1. Appointed 9 February 2024; 2. Appointed 20 March 2024; 3. Resigned 9 February 2024; 4. Resigned 14 March 2024; 5. Appointed 9 February 2024; Resigned 20 March 2024;  
6. Appointed 9 February 2024; Resigned 30 June 2024

## Material Business Risks

The Company has identified certain business risks associated with its strategy and business plans. These risks are summarised as follows:

### Funding risks

As a small exploration and appraisal and potential development company, a key risk for IPB is the funding of future activities. Until sufficient exploration, appraisal and development success is achieved and with-it likely access to alternate forms of funding and sources of positive cashflow, the Company will continue to need to raise/or receive additional funding as and when it may be required from sources such as:

- (i) Farmouts;
- (ii) asset sales/divestments;
- (iii) new share and other securities issues;
- (iv) possible future secured asset acquisition related debt funding; and
- (v) possible high yield bond issue

IPB will aim to utilize the most appropriate funding source at the most opportune time. It may also consider reducing certain commitments as another option in managing its overall working capital if funding is not available.

### Key Person Retention Risks

There is a risk that given the Company's limited financial resources and reduced remuneration arrangements for all Key Management Personnel that the Company may not be able to continue to retain the requisite or most suitable personnel to be able to execute on its business plans. The ability of the Company to retain Key Management Personnel will be dependent on amongst other things, the ability of the Company to provide market competitive remuneration.

The Company may in the future have to continue to consider supplemental ways of retaining and remunerating requisite Key Management Personnel in order to mitigate this ongoing risk further.

### Exploration Risks

As an exploration and appraisal and potential development company, IPB may be unsuccessful with its exploration and appraisal activities. Strategies to manage this type of risk include;

- (i) completing as much technical work to de-risk exploration prospects as reasonably possible;
- (ii) farming out interests to cover costs; and
- (iii) achieving diversification through an: exploration/production/other asset portfolio approach.

IPB intends to continue to apply some or all of these risk mitigation strategies as and when appropriate. It is important to highlight that there is a level of material risk in certain activities, such as exploration, appraisal drilling and development that cannot be reduced materially any further until that activity is undertaken.

### Operational Risks

Exploration activities carry numerous risks such as delays, interruptions, and potential changes to scale and scope that cannot always be fully mitigated. IPB may experience operational delays in relation to any potential future seismic or drilling activity, environmental approvals consultation with previously unidentified parties and risks for example due to cyclonic weather-related event or equipment failure and/or lack of availability. These risks can cause schedule and cost increases and delays to the Company's budgeted activities.

Risks to operating schedules, such as delays to environmental approvals unbudgeted extended consultation processes, could materially and adversely affect schedules and costs associated with the Company's planned and future activities.

### Environmental Risks

IPB intends to comply at all times with all requisite environmental laws and regulations. Despite this, there is always a possible risk that accidental environmental pollution could occur such that the Company may be subject to substantial potential liability and the cost of any clean-up activities.

### Future Government Policy Risks

Risks also exist in the area of future Government policy, for example possible future continued "Climate Change" linked responses or policies over which the Company has no control or material influence. Possible future changes to Government policy and laws could render the Company's key asset to be a stranded resource, or subject to an increase in taxes, resource rent taxes, or delays to development or commercialisation. Whilst the Company is of the view that such possible developments, if they were to occur, are likely to be some way off, given current market and nearer term societal and strategic needs and dynamics, there are no guarantees that such threats or costs to the Company's business and assets may not become a reality at some point in the future. Further limitations to strategic energy supplies could also render any future production subject to government price or volume or other marketing controls.

### Counterparty and Contractual risks

Contractual disputes with joint venture partners, operators and contractors can arise from time to time. When a venture partner does not act in the best commercial interests of the joint venture project or IPB, it could have a material adverse effect on the Company.

### Permit Commitments and Tenure Risks

The terms and conditions of any Permit(s) held by IPB from time to time require guaranteed annual work commitments to be completed. Whilst not a liability in terms of the relevant accounting standards and therefore not recordable in the Company's Statement of Financial Position, a failure to meet a guaranteed work commitment may render a permit liable to be cancelled, unless an extension of time or waiver of the requirement is granted by government.

The current WA-424-P Permit requires a well (Idris) to be drilled by 17 December 2025. If the Company cannot settle funding and commence operations to the satisfaction of the government, or cannot obtain a suitable extension to carry out the well activities, the Company is at risk of losing its WA-424-P permit.

## Remuneration Report

The Directors of IPB present this Remuneration Report for the Financial Year ended 30 June 2024 in accordance with Section 300A of the *Corporations Act 2001*. The information provided in this report has been audited as required by section 308 (3C) of the *Corporations Act 2001*. The Remuneration Report forms part of the Directors' Report.

IPB is committed to delivering value for our shareholders. Ensuring we maintain a Director and Executive remuneration framework which aligns with this objective is a priority for the Board.

The Remuneration Report sets out remuneration information pertaining to the Company's Directors and Executives who are the key management personnel of the group for the purposes of the *Corporations Act 2001* and the Australian Accounting Standards.

The Directors and Executives, being the Key Management Personnel of the Company, disclosed in the Remuneration Report that held office during the 30 June 2024 Financial Year are shown in Table 5 below.

Director	Position
John Lloyd Kane Marshall (Kane) <sup>1</sup>	Chairman
Brett Clifford Lawrence <sup>2</sup>	Non-Executive Director
Douglas Jendry <sup>2</sup>	Non-Executive Director
Bruce McKay <sup>3</sup>	Chairman (prior)
Brendan Brown <sup>4</sup>	Managing Director (prior)
Philip Smith <sup>3</sup>	Non-Executive Director
Geoffrey King <sup>3</sup>	Non-Executive Director
Carig Costello <sup>5</sup>	Non-Executive Director
Frank Cannavo <sup>6</sup>	Non-Executive Director

**Table 4 – IPB Directors & Executives**

1. Appointed 9 February 2024; 2. Appointed 20 March 2024; 3. Resigned 9 February 2024; 4. Resigned 14 March 2024; 5. Appointed 9 February 2024; Resigned 20 March 2024; 6. Appointed 9 February 2024; Resigned 30 June 2024

The Remuneration Report is structured into the following sections:

1. Executive Remuneration Policy and Framework
2. Executive Remuneration
3. Employee Option Plan
4. Remuneration and Performance
5. Remuneration for the Financial Year Ended 30 June 2024
6. Non-Executive Directors' Fees and other remuneration
7. Shareholdings



## 1. Executive Remuneration Policy and Framework

### Remuneration Policy

IPB aims to remunerate Executives fairly, responsibly and competitively for their contribution to the business, and in accordance with the resources available to the Company. In line with this objective, IPB's policy is to review executive remuneration packages against comparable companies. Executive pay levels are determined on a combination of external benchmarks and an assessment of individual performance.

The key objective of the remuneration policy is to ensure IPB:

- provides competitive remuneration and rewards which attract, retain and motivate Executives of the highest calibre within the resources of the Company;
- aligns the interests of shareholders, employees and other stakeholders;
- establishes deliverables which are linked to an Executive's remuneration;
- benchmarks remuneration against appropriate industry groups and other listed entities; and
- complies with applicable legal and corporate governance requirements.

The remuneration policy is reviewed and approved annually by the Board and the Company may use independent remuneration advisers for advice on Executive remuneration and Non-Executive Director fees. During the year, the Company did not employ a remuneration consultant to provide recommendation in respect of the remuneration of the Key Management Personnel.

### Relationship Between the Remuneration Policy and Company Performance

The table below sets out summary information about the consolidated entity's earnings and movements in shareholder wealth for the five years to 30 June 2024. As the table indicates, losses have varied materially over the past five financial years, due to the nature of exploration and associated activities the company has undertaken. It has been the aim of the Board of Directors to attract and retain management expertise essential to the Company's activities, and in line with the resources available to the Group.

Financial Year End	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020
Revenue (\$)	nil	nil	nil	nil	nil
Net Loss Before Tax (\$)	2,515,698	768,562	375,087	449,579	512,819
Net Loss After Tax (\$)	2,515,698	768,562	375,087	449,579	512,819
Share Price at End of Year (cents)	0.6	0.8	0.9	2.2	1.5
Basic diluted loss per share (cents)	0.43	0.16	0.11	0.16	0.22
Dividends per share	nil	nil	nil	nil	nil

**Table 5 – Historic Company Performance**

## 2. Executive Remuneration

The Board may reward Executives through base salary increases, payment of cash bonuses, the issue of new shares or the issue of options under the IPB Limited Employee Option Plan (IPBLEOP) as described below. Any new shares or options to be issued to Executives that are also Directors of the Company require shareholder approval prior to issue. All remuneration paid to Executives is valued at the cost to the Company and expensed. New shares given to Executives are expensed as the difference between the market price of those shares and the amount paid by the Executive. Options are valued as prescribed by Australian Accounting Standard AASB 2.

The Board expects that the remuneration structure will result in the Company being able to attract and retain the best Executives within the resources available to the Company. It will also provide Executives with the necessary incentives to work to grow long-term shareholder value.

The payment of bonuses, granting of options and other incentive payments are reviewed by the Board as part of the review of Executive remuneration. All bonuses, options and incentives will be linked to retention and/ or performance.

The Board can exercise its discretion in relation to approving incentives, bonuses and options. Any changes must be justified by reference to prescribed outcomes and objectives.

There has been no performance linked component of remuneration paid to Key Management Personnel in the Financial Year ending 30 June 2024.

The Company makes superannuation contributions for its employees and Directors as required by law.

## 3. Employee Option Plan

IPB has an Employee Option Plan (IPBLEOP) for qualifying persons in order to motivate and reward them. The plan is open to qualifying employees and officers of IPB.

Under the IPBLEOP, the Board may offer options to full or part-time employees or officers, including Directors of the company (subject to shareholder approval), which the Board determines should be entitled to participate in the IPBLEOP. Any options granted to eligible employees or officers will be free, unless the Board determines otherwise. The Company will not apply for ASX quotation of any options issued under the IPBLEOP.

Any exercise price and life of the options will be set by the Board at its discretion. The Board may determine and specify at the time of grant of options:

- i. the time periods or other conditions that must be satisfied before options are vested; and/or
- ii. any exercise conditions that must be satisfied before options can be exercised.

Subject to the satisfaction of any applicable vesting and/or exercise conditions before options can be exercised, options are exercisable during the specified exercise period, or within six months of certain prescribed events such as retirement, death and permanent disability, by giving notice of the exercise to the IPB and by paying the exercise price for the options exercised. Each option entitles the holder to subscribe for one share. The shares allotted upon exercise of the options will rank equally in all respects with all other issued ordinary shares of the Company. The Company will apply for official quotation on ASX of those shares after they are issued.

No options were issued under the IPB Limited Employee Option Plan (IPBLEOP) during the Financial Year ended 30 June 2024.

#### 4. Remuneration and Performance

No performance linked components were included in the remuneration paid to Key Management Personnel in the Financial Year ended 30 June 2024.

#### 5. Remuneration for the Financial Year ended 30 June 2024

Details of the remuneration of key management personal of IPB are shown in Table 7 and 8 below.

		Short term benefits	Termination Payments	Post-employment benefits	Long term benefits	Equity settled share payments*	Total
		\$	\$	\$	\$	\$	\$
<b>Executive Directors</b>							
Brendan Brown <sup>1</sup>	2024	181,731	30,000	-	-	-	211,731
Managing Director	2023	271,285	-	-	-	20,105	291,390
Philip Smith <sup>2</sup>	2024	7,000	-	-	-	-	7,000
Technical Director	2023	18,750	-	-	-	10,053	28,803
Totals	2024	188,731	30,000	-	-	-	218,731
	2023	290,035	-	-	-	30,158	320,193

**Table 6 – Executive Director Remuneration**

1. Resigned 14 March 2024

2. Resigned 9 February 2024

		Short term benefits	Post-employment benefits	Long term benefits	Equity settled share payments*	Total
		\$	\$	\$	\$	\$
<b>Non-Executive Directors</b>						
Bruce McKay <sup>1</sup>	2024	10,966	-	-	-	10,966
Non-Executive Chairman	2023	18,000	-	-	10,053	28,053
Geoffrey King <sup>1</sup>	2024	8,000	990	-	-	8,990
Non-Executive Director	2023	12,000	1,260	-	8,042	21,302
Kane Marshall <sup>2</sup>	2024	14,836	1,040	-	-	15,876
Non-Executive Chairman	2023	-	-	-	-	-
Brett Lawrence <sup>3</sup>	2024	7,629	839	-	-	8,468
Non-Executive Director	2023	-	-	-	-	-
Doug Jendry <sup>3</sup>	2024	7,629	839	-	-	8,468
Non-Executive Director	2023	-	-	-	-	-
Frank Cannavo <sup>4</sup>	2024	12,500	-	-	-	12,500
Non-Executive Director	2023	-	-	-	-	-
Craig Costello <sup>5</sup>	2024	4,113	-	-	-	4,113
Non-Executive Director	2023	-	-	-	-	-
Totals	2024	65,673	3,708	-	-	69,381
	2023	30,000	1,260	-	18,095	49,355

**Table 7 – Non-Executive Director Remuneration**

1. Resigned 9 February 2024; 2. Appointed 9 February 2024; 3. Appointed 20 March 2024; 4. Appointed 9 February 2024, Resigned 30 June 2024; 5. Appointed 9 February 2024, Resigned 20 March 2024

\*Equity Settled share Based Payments relates to grant of Options on during the year following approval at the 2022 AGM under IPBLEOP

## 6. Non-Executive Directors' Fees and Other Remuneration

The amount of aggregate remuneration approved by shareholders and the fee structure is reviewed periodically by the Board against fees paid to Non-Executive Directors of comparable companies. Where appropriate the Board may secure independent advice regarding Non-Executive Directors remuneration when reviewing fees.

Each Director has entered into an agreement as to the terms of their appointment as a Director of IPB and receives remuneration as a director, by way of a monthly fee inclusive of superannuation. Past Non-Executive Directors have invoiced their fees from their respective consulting entities. Under both such arrangements and current at the date of this report, there are no annual, long service leave, other termination entitlements or retirement benefits other than statutory superannuation. The Constitution and ASX Listing Rules specify that the aggregate remuneration of Non-Executive Directors shall be determined from time to time by members in a general meeting. An amount not exceeding the amount determined is then divided between the Non- Executive Directors as agreed. The company's Constitution stipulates the aggregate annual remuneration to \$500,000 per year and IPB has not sought to increase that amount.

Non-Executive Directors are encouraged by the Board to hold shares in the Company. No additional remuneration is paid to Directors for service on Board committees or on the Boards of wholly owned subsidiaries.

In addition, the Directors are entitled to be paid all travelling and other expenses they incur in attending to the Company's affairs, including attending and returning from general meetings of the Company or meetings of the Directors or of committees of the Directors.

Remuneration and other terms of employment for current Key Management Personnel are summarised below under Appointment Agreements.

The remuneration of Non-Executive Directors for the Financial Year ended 30 June 2024 is detailed in Table 7 of this report.

## 7. Shareholdings

### KMP Shareholdings

The number of ordinary shares in IPB held by each KMP of the Group during the Financial Year ended 30 June 2024, is as follows:

	Direct Balance at Beginning of Year	Indirect Balance at Beginning of Year or on commencement as KMP	Options Exercise	On market purchase (sale) and rights issue exercise of direct during the Year	On market purchase (sale) and rights issue exercise of indirect during the Year	Direct balance on cessation as KMP	Indirect balance on cessation as KMP Year	Direct Balance at end of Year	Indirect Balance at end of Year
Bruce McKay <sup>1</sup>	1,400,000	900,000	-	-	-	(1,400,000)	(900,000)	-	-
Brendan Brown <sup>2</sup>	1,500,000	32,666,501	-	-	-	(1,500,000)	(32,666,501)	-	-
Philip Smith <sup>1</sup>	27,644,737	4,100,000	-	-	-	(27,644,737)	(27,644,737)	-	-
Geoffrey King <sup>1</sup>	1,000,000	400,000	-	-	-	(1,000,000)	(400,000)	-	-
Kane Marshall <sup>3</sup>	-	3,000,000	-	-	-	-	-	-	3,000,000
Brett Lawrence <sup>4</sup>	-	-	-	-	-	-	-	-	-
Douglas Jendry <sup>4</sup>	-	-	-	-	-	-	-	-	-
Craig Costello <sup>5</sup>	6,355,124	8,571,429	-	-	-	(6,355,124)	(8,571,429)	-	-
Frank Cannavo <sup>6</sup>	-	-	-	-	-	-	-	-	-
<b>Totals</b>	<b>37,899,861</b>	<b>49,637,930</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(37,899,861)</b>	<b>(46,637,930)</b>	<b>-</b>	<b>3,000,000</b>

**Table 8 – Ordinary Shares held by KMP**

1. Resigned 9 February 2024; 2: Resigned 14 March 2024; 3. Appointed 9 February 2024; 4. Appointed 20 March 2024; 5. Appointed 9 February 2024, resigned 20 March 2024; 6. Appointed 9 February 2024, resigned 30 June 2024

## KMP Options and Rights Holdings

	Direct Balance at Beginning of Year	Granted	Exercised	Expired/Forfeited	Balance at End of Year
Bruce McKay <sup>1</sup>	3,300,000	-	-	(3,300,000)	-
Brendan Brown <sup>2</sup>	6,500,000	-	-	-	6,500,000
Philip Smith <sup>1</sup>	3,750,000	-	-	(3,750,000)	-
Geoffrey King <sup>1</sup>	2,500,000	-	-	(2,500,000)	-
Kane Marshall <sup>3</sup>	-	-	-	-	-
Brett Lawrence <sup>4</sup>	-	-	-	-	-
Douglas Jendry <sup>4</sup>	-	-	-	-	-
Carig Costello <sup>5</sup>	-	-	-	-	-
Frank Cannavo <sup>6</sup>	-	-	-	-	-
<b>Totals</b>	<b>16,050,000</b>	<b>-</b>	<b>-</b>	<b>9,550,000</b>	<b>6,500,000</b>

**Table 9 – Options directly held by KMP as part of remuneration**

1. Resigned 9 February 2024; 2. Resigned 14 March 2024; 3. Appointed 9 February 2024; 4. Appointed 20 March 2024; 5. Appointed 9 February 2024, resigned 20 March 2024; 6. Appointed 9 February 2024, resigned 30 June 2024

Under the terms of the IPB Petroleum Limited Employee Option Plan (IPBLEOP), under which the KMP Options above were originally issued, unless exercised, the Options of a participant will lapse 60 days after they cease to be employed by the Company, unless otherwise agreed. All KMP Options other than those issued to Brendan Brown have since been forfeited following cessation of employment.

### Other KMP Transactions

There have been no other transactions with KMP other than those described in the tables above.

### Use of remuneration consultants

The Group did not engage with remuneration consultants during the year or in prior years.

## Voting and Comments Made at the Company's Annual General Meeting for the Financial Year ended 30 June 2023 ("AGM")

At the AGM held on the 28 November 2023, 64.01% of the votes were against the adoption of the remuneration report for the year ended 30 June 2023, with 61% of the votes being for the Conditional Spill Resolution. As such a subsequent General Meeting was scheduled and a number of changes were made to the board of directors, as outlined in the above Corporate Report.



## Appointment Agreements

Remuneration and other terms of employment for current Key Management Personnel are formalised in appointment agreements. Details of these agreements are as follows:

Name: Mr Kane Marshall  
Title: Non-Executive Chairman  
Agreement commenced: 9 February 2024  
Details: Directors' fees of \$3,500 per month inclusive of superannuation, no termination date, benefits or notice period noted.

Name: Mr Brett Lawrence  
Title: Non-Executive Director  
Agreement commenced: 20 March 2024  
Details: Directors' fees of \$2,500 per month inclusive of superannuation, no termination date, benefits or notice period noted.

Name: Mr Doug Jendry  
Title: Non-Executive Director  
Agreement commenced: 20 March 2024  
Details: Directors' fees of \$2,500 per month inclusive of superannuation, no termination date, benefits or notice period noted.

Key Management Personnel have no entitlement to termination payments in the event of removal for misconduct.

## Share-based Compensation

### *Issue of Shares*

There were no shares issued to directors and other Key Management Personnel as part of compensation during the year ended 30 June 2024.

### *Options*

There were no options over shares issued to directors and other Key Management Personnel as part of compensation during the year ended 30 June 2024.

No loans were provided to the Key Management Personnel or to any of their associates.

There were no other transactions with Key Management Personnel during the financial period.

This concludes the remuneration report, which has been audited.

## Shares Under Option

Unissued ordinary shares of IPB under option at the date of this report are as follows:

Grant Date	Expiry date	Listed / Unlisted	Exercise price	Number under option
30 November 2020	7 December 2024	Unlisted	\$0.0565	1,700,000 <sup>1</sup>
28 November 2022	30 November 2026	Unlisted	\$0.0200	7,000,000 <sup>1</sup>

Table 10 – Shares under Options

1. These options were issued under IPB Petroleum Limited Employee Option Plan (IPBLEOP) following shareholder approval at Annual General Meetings of the company and were issued to Directors and an Officer of the Company.

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

## Shares Issued on the Exercise of Options

There were no ordinary shares of IPB issued on the exercise of options during the year ended 30 June 2024 and up to the date of this report.

## Shares Issued on the Exercise of Performance Rights

There were no ordinary shares of IPB issued on the exercise of performance rights during the year ended 30 June 2024 and up to the date of this report.

## Indemnity and Insurance of Officers

During the Financial Year, the company paid a premium in respect of a contract providing insurance to the Directors of IPB and the Company Secretary and of any related body corporate against any liability incurred as a director or company secretary to the extent permitted by the Corporations Act 2001. In accordance with commercial practice, the insurance policy underwriter restricts disclosure of the terms of the policy. IPB has not otherwise, during or since the end of the Financial Year indemnified or agreed to indemnify an officer or auditor of the company or any related body corporate against a liability incurred as an officer or auditor. During the period the amount paid for Directors and Officers insurance was \$32,747 including fees and brokerage and stamp duties and GST.

## Indemnity and Insurance of Auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

### Proceedings on Behalf of the Company

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

### Non-audit Services

There were no non-audit services provided during the financial year by the auditor.

### Auditor's independence declaration

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

### Rounding of Amounts

In accordance with ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, the amounts in the Directors' Report and in the Financial Report have been rounded to the nearest dollar unless otherwise stated.

On behalf of the directors



J.L. Kane Marshall

Director

Perth, Western Australia 26 September 2024

## AUDITORS DECLARATION OF INDEPENDANCE

## Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

### To the directors of IPB Petroleum Limited

As lead auditor for the review of IPB Petroleum Limited for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

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

This declaration is in respect of IPB Petroleum Limited and the entities it controlled during the year.

William Buck

**William Buck Audit (Vic) Pty Ltd**

ABN 59 116 151 136

A. A. Finnis

**A. A. Finnis**

Director

Melbourne, 26 September 2024

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2024

	Note	2024	2023
		\$	\$
Other income	Note 3	17,019	12,599
Employee benefits and directors' fees		(288,112)	(325,786)
Consulting & contractors		(8,088)	(131,551)
Legal, audit & accounting		(117,144)	(72,730)
Shareholder relations		(41,008)	(63,510)
Listing & filing fees		(34,532)	(46,765)
Occupancy		(544)	(544)
Impairment of tenement	Note 10	(2,000,000)	-
Other expenses		(43,289)	(140,275)
<b>Loss before income tax</b>		<u>(2,515,698)</u>	<u>(768,562)</u>
Income Tax expense		-	-
<b>Net Loss for the year</b>		<u>(2,515,698)</u>	<u>(768,562)</u>
<b>Other comprehensive income for the year</b>		-	-
<b>Total comprehensive loss for the year</b>		<u><u>(2,515,698)</u></u>	<u><u>(768,562)</u></u>
Basic loss per share (cents)	Note 7	(0.432)	(0.161)
Diluted loss per share (cents)	Note 7	(0.426)	(0.161)

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



## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2024

	Note	2024	2023
		\$	\$
Current Assets			
Cash and Cash Equivalents	Note 8	1,715,244	1,403,225
Trade and Other Receivables		17,708	26,809
Other Current Assets		15,053	4,824
<b>Total Current Assets</b>		<u>1,748,005</u>	<u>1,434,858</u>
Non-Current Assets			
Exploration & Evaluation Assets	Note 10	2,172,472	4,073,783
<b>Total Non-Current Assets</b>		<u>2,172,472</u>	<u>4,073,783</u>
<b>Total Assets</b>		<u>3,920,477</u>	<u>5,508,641</u>
Current Liabilities			
Trade and Other Payables	Note 11	72,073	74,165
<b>Total Current Liabilities</b>		<u>72,073</u>	<u>74,165</u>
<b>Total Liabilities</b>		<u>72,073</u>	<u>74,165</u>
<b>Net Assets</b>		<u>3,848,404</u>	<u>5,434,476</u>
Equity			
Issued Capital	Note 12	22,042,551	21,112,925
Reserves	Note 14	66,359	246,031
Accumulated Losses		(18,260,506)	(15,924,480)
<b>Total Equity</b>		<u>3,848,404</u>	<u>5,434,476</u>

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

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2024

	Issued Capital	Reserves	Accumulated Losses	Total Equity
	\$	\$	\$	\$
<b>Balance at 1 July 2022</b>	19,256,238	231,879	(15,198,060)	4,290,057
<b>Comprehensive Income</b>				
Loss for Year	-	-	(768,562)	(768,562)
<b>Total Comprehensive Income for year</b>	-	-	(768,562)	(768,562)
<b>Transactions with owners, in their capacity as owners, and other transfers</b>				
Proceeds from issues of shares (less transaction costs)	1,856,687	-	-	1,856,687
Share Based Payments	-	56,294	-	56,294
Lapsed Options	-	(42,142)	42,142	-
<b>Total Transactions with owners and other transfers</b>	1,856,687	14,152	42,142	1,912,981
<b>Balance at 30 June 2023</b>	21,112,925	246,031	(15,924,480)	5,434,476
<b>Balance at 1 July 2023</b>	21,112,925	246,031	(15,924,480)	5,434,476
<b>Comprehensive Income</b>				
Loss for Year	-	-	(2,515,698)	(2,515,698)
<b>Total Comprehensive Income for year</b>	-	-	(2,515,698)	(2,515,698)
<b>Transactions with owners, in their capacity as owners, and other transfers</b>				
Proceeds from issues of shares (less transaction costs)	929,626	-	-	929,626
Lapsed Options	-	(179,672)	179,672	-
<b>Balance at 30 June 2024</b>	22,042,551	66,359	(18,260,506)	3,848,404

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

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2024

	Note	2024	2023
		\$	\$
<b>Cash Flows from Operating Activities</b>			
Interest received		17,019	12,599
Payments to suppliers and employees		(535,937)	(694,938)
<b>Net Cash Outflow from Operating Activities</b>	Note 9	<u>(518,918)</u>	<u>(682,339)</u>
<b>Cash Flows from Investing Activities</b>			
Payments for exploration & evaluation expenditure		(98,689)	(108,292)
<b>Net Cash Outflow from Investing Activities</b>		<u>(98,689)</u>	<u>(108,292)</u>
<b>Cash Flows from Financing Activities</b>			
Proceeds from share issue		988,964	2,054,408
Costs of issue of shares		(59,338)	(197,721)
<b>Net Cash Inflow from Financing Activities</b>		<u>929,626</u>	<u>1,856,687</u>
Net (Decrease)/ Increase in Cash Held		312,019	1,066,056
Cash and Cash Equivalents as at beginning of Year		1,403,225	337,169
<b>Cash and Cash Equivalents as at end of Year</b>	Note 8	<u><u>1,715,244</u></u>	<u><u>1,403,225</u></u>

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

## NOTES TO THE FINANCIAL STATEMENTS

These financial statements and notes represent those of IPB Petroleum Limited ('IPB' or the "Company") and subsidiaries (together the "Group") for the Financial Year ended 30 June 2024.

The separate financial statements of the parent entity, IPB Petroleum Limited, have not been presented within this financial report as permitted by *the Corporations Act 2001*.

The financial statements were authorised for issue on 24 September 2024 by the directors of the Company.

### Going Concern

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

### NOTE 1. Material Accounting Policy Information

The accounting policies that are material to the Group are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

#### *Material Accounting Policy Information*

The Australian Accounting Standards Board has released guidance on what is considered to be material accounting policy information. Such material accounting policy information relates to the following:

- A material change in accounting policy;
- A choice of accounting policy permitted by Australian Accounting Standards;
- An accounting policy developed in the absence of an accounting standard that specifically applies; or
- Transactions, other events or conditions which are complex and the accounting policy information is required in order for the users of financial statements to understand them.

Consequently, the quantum of accounting policy information disclosed in these financial statements has been reduced from the previous financial reporting year.

#### **a. Basis of Preparation**

These general-purpose financial statements have been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board and International Financial Reporting Standards as issued by the International Accounting Standards Board. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

Except for cash flow information, the financial statements have been prepared on an accruals basis and are based on historical costs.

#### **b. Principles of Consolidation**

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (IPB Petroleum Limited) and its subsidiaries (including any structured entities). Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 19.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between Group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

### c. Income Tax

The income tax expense/(income) for the year comprises current income tax expense/(income) and deferred tax expense/(income).

Current income tax expense charged to profit or loss is the tax payable on taxable income. Current tax liabilities/(assets) are measured at the amounts expected to be paid to/(recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense/(income) is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit or loss.

Except for business combinations, no deferred income tax is recognised from the initial recognition of an asset or liability, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability. With respect to non-depreciable items of property, plant and equipment measured at fair value and items of investment property measured at fair value, the related deferred tax liability or deferred tax asset is measured on the basis that the carrying amount of the asset will be recovered entirely through sale.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur.

Deferred tax assets and liabilities are offset where: (a) a legally enforceable right of set-off exists; and (b) the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

### Tax Consolidation

The Group has formed an income tax consolidated Group under the Tax Consolidation Regime from 3 October 2011. The tax consolidated Group has entered into a tax funding agreement whereby each company in the Group contributes to the income tax payable in proportion to their contribution to the net profit before tax of the tax consolidated Group. In addition, the agreement provides for the allocation of income tax liabilities between entities. In addition to its own current and deferred tax amounts, the Group also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated Group. Assets or liabilities arising under the tax funding agreements with the tax consolidated entities are recognised as amounts receivable from or payable to other entities the Group.

### Petroleum Rent Resources Tax (PRRT)

Petroleum Resource Rent Tax (PRRT) is recognised as an income tax under AASB112 - Income Taxes. From 1 July 2012, the PRRT regime was extended to all Australian onshore oil and gas projects. Accounting for PRRT involves judging the impact of the combination of production licences into PRRT projects, the taxing point of projects, the measurement of the starting base of projects, the impact of farm-ins, the deductibility of expenditure and the impact of legislative amendments.

A deferred tax asset is recognised in relation to the carry forward deductible PRRT expenditure of projects only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. At this stage the Group has no taxable profits and therefore does not recognise a deferred tax asset in the financial statements. The

Group will determine the carry forward deductible PRRT expenditure of projects including augmentation on expenditure categories in the calculation of future taxable profit when assessing the extent to which a deferred tax asset should be recognised in the financial statements for future years. Deferred tax assets in respect of PRRT are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

#### **d. Exploration and Development Expenditures**

Exploration, evaluation and development expenditures incurred are capitalised in respect of each identifiable area of interest. These costs are only capitalised to the extent that they are expected to be recovered through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves. Costs are also only capitalised where rights to tenure of the area of interest are current.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to capitalise costs in relation to that area.

Expenditure settled by the farmee under the farm in arrangements is not recorded as expenditure (whether this would have been capitalised or expensed immediately) by the Group in its capacity as farmor.

#### **e. Impairment of Non-financial Assets**

At the end of each reporting period, the Group assesses whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs of disposal and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss, unless the asset is carried at a revalued amount in accordance with another Standard (e.g. in accordance with the revaluation model in AASB 116: Property, Plant and Equipment). Any impairment loss of a revalued asset is treated as a revaluation decrease in accordance with that other Standard.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Impairment testing is performed annually for goodwill, intangible assets with indefinite lives and intangible assets not yet available for use.

#### **f. Employee Benefits**

##### **Equity-settled compensation**

The Group operates an employee share and option plan. Share-based payments to employees are measured at the fair value of the instruments issued and amortised over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve. The fair value of options is determined using the Black-Scholes pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted is based on the number of equity instruments that eventually vest.

#### **g. Reserves**

##### **Options Reserve**

The options reserve is used to recognise the fair value of shares and other equity instruments issued to employees under the employee share and options plans.

#### **h. Government Grants**

Government grants were not received during the Financial Year end 30 June 2024 or as at the date of this report.

#### **i. New and Amended Accounting Policies Adopted by the Group**

The impact of new accounting standards is not expected to have a material impact on the Group.

#### **j. Critical Accounting Estimates and Judgements**

The directors evaluate estimates and judgements incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

### **Key Estimates**

#### *Impairment of non-financial Assets*

The Group assesses impairment at the end of each reporting period by evaluating conditions and events specific to the Group that may be indicative of impairment triggers. Recoverable amounts of relevant assets are reassessed using value-in-use calculations which incorporate various key assumptions.

### **Key Judgements**

#### *Exploration and Evaluation Expenditure*

The future recoverability of capitalised exploration and evaluation expenditure is dependent on a number of factors, including whether the Group decides to exploit the related exploration permit itself or, if not, whether it successfully recovers the related hydrocarbon exploration and evaluation asset through sale. Factors that could affect the future recoverability include the level of economically recoverable reserves, future technological changes which could impact the cost of development, future legal changes (including changes to environmental and restoration obligations) and changes to commodity prices. To the extent that capitalised hydrocarbon exploration and evaluation expenditure is determined not to be recoverable in the future, financial results and net assets will be reduced during the financial period in which this determination is made.

In addition, hydrocarbon exploration and evaluation expenditure is carried forward on the basis that activities in the areas of interest have not at the end of the reporting period reached a stage that allows a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the areas of interest are continuing. To the extent it is determined in the future this capitalised expenditure should be written off in the statement of comprehensive income, financial results and net assets will be reduced during the financial period in which this determination is made. Information on the reasonable existence or otherwise of economically recoverable reserves is progressively gained through geological analysis and interpretation, drilling activity and prospect evaluation during a normal permit term. A reasonable assessment of the existence or otherwise of economically recoverable reserves can generally only be made, therefore, at conclusion of those exploration and evaluation activities. The Group's accounting policy for exploration and evaluation expenditure is set out in Note 1(d). The carrying amount of hydrocarbon exploration and evaluation assets is disclosed in Note 12.

### **Deferred tax assets**

Deferred tax assets are recognised for deductible temporary differences only if the consolidated entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

## NOTE 2. Parent Information

The following information has been extracted from the books and records of the parent and has been prepared in accordance with Australian Accounting Standards.

<b>Statement of Financial Position</b>	<b>2024</b>	<b>2023</b>
	\$	\$
<b>Assets</b>		
Current Assets	1,748,005	1,434,858
Non-Current Assets	2,172,472	4,073,783
<b>Total Assets</b>	<u>3,920,477</u>	<u>5,508,641</u>
<b>Liabilities</b>		
Current Liabilities	72,073	74,165
<b>Total Liabilities</b>	<u>72,073</u>	<u>74,165</u>
<b>Net Assets</b>	<u>3,848,404</u>	<u>5,434,476</u>
<b>Equity</b>		
Issued Capital	Note 12 22,042,551	21,112,925
Reserves	Note 14 66,359	246,031
Accumulated Losses	(18,260,506)	(15,924,480)
<b>Total Equity</b>	<u>3,848,404</u>	<u>5,434,476</u>
<b>Statement of Profit or Loss and Other Comprehensive Income</b>		
Total profit/(loss)	(2,515,698)	(768,562)
Total Comprehensive Income	<u>(2,515,698)</u>	<u>(768,562)</u>

### Guarantees

During the reporting period IPB Petroleum Limited did not enter into a deed of cross guarantee with any of its subsidiaries.

### Other Contingent Liabilities Not Bought to Account

IPB Petroleum Limited had no contingent liabilities or contingent assets at 30 June 2024 (30 June 2023: Nil).

### Material Accounting Policy Information

The parent entity follows the same accounting policies as noted in Note 1 to the financial report.

### Contractual commitments

At 30 June 2024, IPB Petroleum Limited had not entered into any contractual commitments for the acquisition of property, plant and equipment and this is in line with the Group's material accounting policy.



### NOTE 3. Revenue and Other Income

	2024	2023
	\$	\$
Interest Received	17,019	12,599
	<u>17,019</u>	<u>12,599</u>

### NOTE 4. Loss for the Year

	2024	2023
	\$	\$
Loss before income tax expense includes the following specific expenses:		
<b>Charging as Expense</b>		
Finance Costs	-	-
Remuneration of the Auditor		
Audit &/or review of financial statements	37,000	37,700
Other Non-Audit Services	-	1,750
	<u>37,000</u>	<u>39,450</u>

### NOTE 5. Key Management Personnel Compensation

Refer to the remuneration report contained in the directors' report for details of the remuneration paid or payable to each member of the Group's key management personnel (KMP) for the year ended 30 June 2024.

The totals of remuneration paid to KMP of the company and the Group during the year are as follows:

	2024	2023
	\$	\$
Short-term employee benefits	284,404	320,035
Post-employment benefits	3,708	1,260
Equity settled share-based payments	-	48,253
Total KMP compensation	<u>288,112</u>	<u>369,548</u>

#### Short-term employee benefits

These amounts include fees and benefits paid to the non-executive Chair and non-executive directors as well as all salary, paid leave benefits, fringe benefits and cash bonuses awarded to executive directors and other KMP.

#### Post-employment benefits

These amounts are the superannuation contributions made during the year.

#### Share-based Payments

These amounts represent the expense related to the participation of KMP in equity-settled benefit schemes as measured by the fair value of the options, rights and shares granted on grant date. As shareholders directors and officers were able to participate in new share rights issues. A new shares rights issue was conducted during the financial year which involved the placement of new shares concluded on 15 September 2022 which also had a free attaching option expiring in July 2023. The shareholdings subscribed and granted to Directors are disclosed in the Directors' Report. All free attaching options by all subscribing shareholders including Directors lapsed as none were exercised.

Further information in relation to KMP remuneration can be found in the directors' report.

## NOTE 6. Dividends

	2024	2023
	\$	\$

No dividends were paid or proposed for the year.

Balance of franking account at year end	Nil	Nil
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## NOTE 7. Loss per Share

	2024	2023
	\$	\$

(a) Reconciliation of earnings to profit or loss:

Loss used to calculate basic EPS	(2,515,698)	(768,562)
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Loss used in the calculation of dilutive EPS	(2,515,698)	(768,562)
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	No.	No.
Weighted average number of ordinary shares outstanding during the year used in calculating basic Loss per share	582,107,003	476,097,902

Weighted average number of ordinary shares outstanding during the year used in calculating dilutive Loss per share	582,107,003	476,097,902
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Antidilutive options on issue not used in dilutive Loss per share calculation	8,700,000	78,007,509
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### Potential Ordinary Shares

As the options were determined to be antidilutive the options have not been included in the determination of basic earnings/(loss) per share.

As at the date of this report there are a remaining 8,700,000 antidilutive options on issue.

### Ordinary Shares

During the year ended 30 June 2024 one equity capital raising was conducted resulting in the subsequent issuance of the following shares on:

- 17 May 2024 of 141,280,611 shares for a contribution of \$988,964 (less associated costs of \$59,338)

The basic earnings per share as at 30 June 2024 was (0.43), (2023: (0.161)).

The diluted earnings per share as at 30 June 2024 was (0.43), (2023: (0.161)).

**NOTE 8. Cash and Cash Equivalents**

	2024 \$	2023 \$
Cash at bank and on hand	1,715,244	1,403,225
	<u>1,715,244</u>	<u>1,403,225</u>

The effective interest rate on short-term bank deposits was 1.35% (2023: 1.55%); these deposits are at call.

**Reconciliation of Cash**

Cash at the end of the financial year as shown in the statement of cash flows is reconciled to items in the statement of financial position as follows:

Cash and Cash Equivalents	<u>1,715,244</u>	<u>1,403,225</u>
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**NOTE 9. Cash Flow Information**

	2024 \$	2023 \$
<b>Reconciliation of Cash Flow from Operations with Profit after Income Tax</b>		
Loss after Income Tax	(2,515,698)	(768,562)
Non-Cash Flows in Profit:		
- Share based payment expense	-	56,294
- Impairment of tenement	2,000,000	-
Changes in Assets and Liabilities:		
- (Increase)/Decrease in Trade and Other Receivables	9,101	(6,295)
- (Increase)/Decrease in Other Current Assets	(10,228)	20,194
- Increase/(Decrease) in Trade and Other Payables	<u>(2,093)</u>	<u>16,030</u>
Cash outflow from Operating Activities	<u>(518,918)</u>	<u>(682,339)</u>

## NOTE 10. Evaluation and Exploration Assets

	2024 \$	2023 \$
Exploration Expenditure		
- Exploration & Evaluation Phase	7,311,242	7,212,553
Less Accumulated Impairment Losses	<u>(5,138,770)</u>	<u>(3,138,770)</u>
Total	<u>2,172,472</u>	<u>4,073,783</u>

### Exploration Expenditure

Recoverability of the carrying amount of exploration assets is dependent on the successful exploration and sale of petroleum.

Capitalised costs amounting to \$98,689 (2023: \$108,292) have been included in cash flows from investing activities in the statement of cash flows.

In the 2024 financial year, the Company has recognized an impairment of \$2.0 million in the carrying value of its exploration and evaluation assets. This adjustment reflects the Board's assessment of the recoverable amount for WA-424-P following the recent Board and management changes, the regulatory risks of approvals in Australian federal waters, the availability of MODU's and status of the farm-out process.

### Movements in Carrying Values

Movements in the carrying amounts for exploration permit between the beginning and the end of the current financial year:

Area of Interest	WA-424-P \$
Balance as at 1 July 2022	3,965,491
Exploration and evaluation expenditure	<u>108,292</u>
Balance as at 30 June 2023	<u>4,073,783</u>
Balance as at 1 July 2023	4,073,783
Exploration and evaluation expenditure	98,689
Impairment	<u>(2,000,000)</u>
Balance as at 30 June 2024	<u>2,172,472</u>
Cost	7,311,242
Less Accumulated Impairment Losses	<u>(5,138,770)</u>
Balance as at 30 June 2024	<u>2,172,472</u>

## NOTE 11. Trade and Other Payables

	2024	2023
	\$	\$
<b>Current</b>		
Unsecured Liabilities		
Trade Payables	24,496	15,931
Sundry Payables and Accrued Expenses	47,577	58,234
Total Trade and Other Payables	<u>72,073</u>	<u>74,165</u>

## NOTE 12. Issued Capital

	2024	2023
	\$	\$
Fully paid ordinary shares	<u>22,042,551</u>	<u>21,112,925</u>

The company has authorised and issued share capital amounting to 706,403,060 ordinary shares.

Movement in Ordinary Shares	2024 No.	2023 No.	2024 \$	2023 \$
At the beginning of the reporting period	565,122,449	336,854,868	21,112,925	19,256,238
Issue of share capital	141,280,611	228,267,581	929,626	1,856,687
At the end of the reporting period	706,403,060	565,122,449	22,042,551	21,112,925

As indicated in Note 8 the company issued 141,280,611 ordinary shares following the successful completion of one capital raisings during the year.

Ordinary shares participate in dividends and the proceeds on winding-up of the parent entity in proportion to the number of shares held.

At the shareholders' meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

### Options

For information relating to the IPB Petroleum Limited employee option plan, including details of options issued, exercised and lapsed during the financial year and the options outstanding at year-end, refer to Note 15.

For information relating to share options issued to key management personnel during the financial year, refer to Note 15.

## Capital Management

Management controls the capital of the Group in order to maintain a sustainable debt to equity ratio, generate long-term shareholder value and ensure that the Group can fund its operations and continue as a going concern.

The Group's debt and capital include ordinary share capital and financial liabilities, supported by financial assets.

The Group is not subject to any externally imposed capital requirements.

Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels and share issues.

## NOTE 13. Operating Segments

Management has determined that the Group has one reportable segment, being Oil and Gas Exploration in Australia.

The Group's activities are therefore classified as one business segment.

## NOTE 14. Reserves

	2024 \$	2023 \$
Options Reserve	66,359	246,031
	<u>66,359</u>	<u>246,031</u>
Employee Share Options Reserve	246,031	231,879
Opening Balance for the year	(179,672)	(42,142)
Options Expired during the year	-	56,294
Expensed During Year	<u>66,359</u>	<u>246,031</u>

The option reserve records items recognised as expenses on valuation of employee share options.

## NOTE 15. Share-based Payments

The company established the IPB Petroleum Limited Employee Option Plan (IPBLEOP) on 20 February 2013 (subsequently renewed) as a long-term incentive scheme to recognise and attract valuable Executives and incentivise them for performance which results in long-term growth in shareholder value. Under the IPBLEOP options may be offered to full or part-time employees or officers of IPB Petroleum, including Directors of the company (subject to Shareholder approval), which the Board determines should be entitled to participate in the IPBLEOP. Any options granted to eligible employees or officers will be free, unless the Board determines otherwise.

Any vesting conditions, exercise price and life of the options will be set by the Board at its discretion. The Board may determine and specify at the time of grant of options:

- the time periods or other conditions that must be satisfied before options are vested; and/or
- any exercise conditions that must be satisfied before options can be exercised.

Subject to the satisfaction of any applicable vesting and/or exercise conditions before options can be exercised, options are exercisable during the specified exercise period, or unless waived by the Board within 6 months of certain prescribed events such as retirement, death and permanent disability, by giving notice of the exercise to the company and by paying the exercise price for the options exercised. Each option entitles the holder to subscribe for one share. The Shares allotted upon exercise of the options will rank equally in all respects with all other issued ordinary shares of the company.

At the date of this report, the following options over unissued ordinary shares of IPB Petroleum Limited are detailed as follows:

Grant dates	Exercise price	Number of shares under option	Expiry Date
28 November 2022	2 cents	7,000,000 <sup>1</sup>	30 November 2026
30 November 2020	5.65 cents	1,700,000 <sup>2</sup>	7 December 2024

<sup>(1) (2)</sup> These options were issued under IPB Petroleum Limited Employee Option Plan (IPBLEOP) following shareholder approvals at Annual General Meetings and were issued to Directors and an Officer of the company.

Since the end of the reporting period no other options were granted or exercised over unissued shares or interests in IPB Petroleum Limited or any controlled entity within the Group.

A summary of the movements of company options issues during the reporting period is as follows:

	Number	Weighted Average Exercise Price \$
Options outstanding as at 1 July 2022	11,600,000	\$0.0055
Granted	64,507,509	\$0.0121
Exercised	-	-
Expired	(11,600,000)	\$0.0055
Options outstanding as at 30 June 2023	78,007,509	\$0.01356
Options outstanding as at 1 July 2023	78,007,509	\$0.01356
Granted	-	-
Forfeited	(9,550,000)	\$0.02975
Expired	(59,757,509)	\$0.018
Options outstanding as at 30 June 2024	8,700,000	\$0.0112

There were no employee options granted or expensed during the year (2023: \$56,294). The weighted average contractual life of the options was approximately 2.2 years.

## NOTE 16. Interest in Subsidiaries

### Information about principal subsidiaries

Name of Subsidiary	Principal Place of Business	Ownership Interest Held by the Group	
		2024 %	2023 %
IPB WA 424P Pty Ltd	Suite 307, 530 Little Collins Street Melbourne VIC 3000	100	100
IPB Exploration Pty Ltd	Suite 307, 530 Little Collins Street Melbourne VIC 3000	100	100

## NOTE 17. Related Party Transactions

There were no related party transactions other than as identified in the Remuneration Report.

The Remuneration report details additional remuneration issued to Directors by way of options.

All Directors except Mr Geoffrey King have received their Base Remuneration as disclosed in the Remuneration Report through consulting entities that are deemed related parties of these Directors.

Note 6 and the Remuneration Report provide further details on Director Remuneration.

### a. The Group's related parties are as follows:

#### i. *Key Management Personnel*

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any Director (whether Executive or otherwise) of that entity, are considered key management personnel.

For details of disclosures relating to key management personnel, refer to Note 6: Key Management Personnel Compensation.

#### ii. *Entities subject to significant influence by the Group*

An entity that has the power to participate in the financial and operating policy decisions of an entity, but does not have control over those policies, is an entity which holds significant influence. Significant influence may be gained by share ownership, statute or agreement. The ultimate parent entity and its subsidiaries did not exert significant influence over any associate entities during the 2023 or 2024 years.

#### iii. *Joint Venture entities accounted for under the equity method*

The Group does not have any joint ventures which are accounted for under the equity method.

#### iv. *Joint Arrangements*

The Group does not have any joint arrangements which are accounted for under the proportional consolidation method.

#### v. *Other related parties*

Other related parties include entities controlled by the ultimate parent entity and entities over which key management personnel have joint control.

### b. Transactions with related parties

Other than those disclosed elsewhere in these financial statements, there were no transactions with related parties during the year.



## NOTE 18. Financial Risk Management

The Group's financial instruments consist mainly of deposits with banks, local money market instruments, short-term investments, accounts receivable, accounts payable and loans to and from subsidiaries.

The totals for each category of financial instruments, measured in accordance with AASB 9: Financial Instruments: as detailed in the accounting policies to these financial statements, are as follows:

<b>Financial Assets</b>		<b>2024</b>	<b>2023</b>
		<b>\$</b>	<b>\$</b>
Cash	Note 8	1,715,244	1,403,225
Trade and Other Receivables		17,708	26,809
<b>Total financial assets</b>		1,732,952	1,430,034
Trade and other payables at amortised cost	Note 11	72,073	74,165
<b>Total financial liabilities</b>		72,073	74,165

### Financial Risk Management Policies

The Board is responsible for, among other issues, managing financial risk exposures of the Group. The Board monitors the Group's financial risk management policies and exposures and approves financial transactions within the scope of its authority. It also reviews the effectiveness of internal controls relating to commodity price risk, counterparty credit risk, currency risk, liquidity risk and interest rate risk.

The Board's overall risk management strategy seeks to assist the consolidated Group in meeting its financial targets, while minimising potential adverse effects on financial performance. Its functions include the review of the use of hedging derivative instruments, credit risk policies and future cash flow requirements.

### Specific Financial Risk Exposures and Management

The main risks the Group is exposed to through its financial instruments are credit risk, liquidity risk and market risk consisting of interest rate risk.

There have been no substantive changes in the types of risks the Group is exposed to, how these risks arise, or the Board's objectives, policies and processes for managing or measuring the risks from the previous period.

#### a) Credit risk

Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the Group.

Credit risk related to balances with banks and other financial institutions is managed by the Board in accordance with company policy. Such policy requires that surplus funds are only invested with counterparties with a Standard & Poor's rating of at least AA—.

There is a risk that receivables may not be able to be collected for their book value, or may take longer than expected, or the company may incur additional costs in collecting receivables not currently accounted for.

**b) Liquidity Risk**

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts. The Group manages this risk through the maintenance of rolling cash flow forecasts.

All financial assets and liabilities of the Group are current and are able to be settled or realised within 12 months.

**c) Market risk**

*Interest Rate Risk*

Exposure to interest rate risk arises on financial assets and financial liabilities recognised at the end of the reporting period whereby a future change in interest rates will affect future cash flows or the fair value of fixed rate financial instruments.

The financial instruments that primarily expose the Group to interest rate risk are cash and cash equivalents.

No reasonable change in interest rates would have a material effect on the profit and equity values reported in the financial statements.

**d) Fair Values**

*Fair Value Estimation*

The fair value of financial assets and financial liabilities approximates their carrying amounts as disclosed in statement of financial position and notes to financial statements.

**NOTE 19. Events After the Reporting Period**

No matters or circumstances have arisen since the end of the financial year which, significantly affect the operations of the Group, the results of those operations, or state of affairs of the Group in future financial years.

## NOTE 20. Commitments

As at the date of this report the company has the following work commitments related to its WA-424-P exploration Permit.

Note: The Company has completed all work associated with the Primary Term (firm commitment) except for the well (Idris) which has to be drilled no later than 17 December 2025 under current Permit Terms.

The Secondary Term years of 4 and 5 are optional for the company and not firm commitments until these years are entered.

### WA-424-P Permit Work Programme:

The minimum work programme for WA-424-P is detailed as follows:

Term	Period	Remaining Minimum Work Requirements	Estimated Expenditure A\$
Primary Years 1-3	Current -17/12/25	Geotechnical Studies including Seismic Re-interpretation of 75km <sup>2</sup> depth conversion around the Idris Prospect (completed) One Exploration Well	40,000 15,000,000
Secondary Year 4	18/12/25 - 17/6/26	Detailed assessment and re-interpretation of well and 3D seismic data following drilling of commitment well	100,000
Secondary Year 5	18/12/26 - 17/12/27	Technical studies to support a renewal and relinquishment strategy	100,000

### Minimum work programme for WA-424-P (IPB Petroleum 100% and Operator)\*

\* Note under possible future farmout agreements it is likely that IPB will transfer or hold on trust a significant portion or economic interest of the permit WA-424-P Permit to a farminee or funding partner.

The terms and conditions of any Permits held by IPB Petroleum from time to time require guaranteed annual work commitments to be completed. Whilst not a liability in terms of the relevant accounting standards and therefore not recordable in the company's Statement of Financial Position, a failure to meet a guaranteed work commitment may render a permit liable to be cancelled, unless an extension of time or waiver of the requirement is granted by government.

The current WA-424-P Permit requires a well (Idris) to be drilled by 17 December 2025. If the company cannot settle funding and commence operations to the satisfaction of the government, or cannot obtain a suitable extension to carry out the well activities at a later date, the company is at risk of losing its WA-424-P permit. A mitigating strategy which the company is considering, and has commenced work on, as an alternative strategy to preserve most of what it considers to be the defined valuable part of the WA-424-P permit and has been awarded a "declaration of location" given the existing oil and gas discovery at Gwydion and could then apply, whilst the subject Permit is held by the company for a retention lease or production license with a view to progress towards a potential future development.

Current minimum work program*	2024 \$	2023 \$
Less than one year	40,000	100,000
One to five years	15,100,000	15,100,000
More than five years	-	-
	<u>15,140,000</u>	<u>15,200,000</u>

\*Note: The terms and conditions of any Permits held by IPB Petroleum from time to time require guaranteed annual work commitments to be completed. Whilst not a liability in terms of the relevant accounting standards and therefore not recordable in the company's Statement of Financial Position, a failure to meet a guaranteed work commitment may render a permit liable to be cancelled, unless an extension of time or waiver or variation of the requirement is granted by government.

## **NOTE 21. Company Details**

The registered office of the company is:

1202 Hay Street  
West Perth WA 6005

The principal place of business is:

1202 Hay Street  
West Perth WA 6005

The principal activities of the business include:

Oil & Gas Exploration, Appraisal and Development – please also refer to the Consolidated Entity Disclosure Statement.

## CONSOLIDATED ENTITY DISCLOSURE STATEMENT

As at 30 June 2024

Entity Name	Entity Type	Place formed/ Country of incorporation	Ownership interest %	Tax Residency
IPB Petroleum Limited	Body Corporate	Australia	NA	Australia
IPB WA 424 Pty Ltd	Body Corporate	Australia	100%	Australia
IPB Exploration Pty Ltd	Body Corporate	Australia	100%	Australia

### Basis of Preparation

The consolidated entity disclosure statement (CEDS) has been prepared in accordance with subsection Section 295 (3A) of the Corporations Act 2001. The entities listed in the statement are IPB Petroleum Ltd and all the entities it controls in accordance with AASB 10 Consolidated Financial Statements. The percentage of share capital disclosed for bodies corporate included in the statement represents the 100% interest directly controlled by IPB Petroleum Ltd.

### Key Assumptions and Judgements

#### Determination of Tax Residency

Section 295 (3A) Corporations Act requires that the tax residency of each entity which is included in the Consolidated Entity Disclosure Statement (CEDS) be disclosed. In the context of an entity which was an Australian resident, "Australian resident" has the meaning provided in the Income Tax Assessment Act 1997 (Cth). The determination of tax residency involves judgment as the determination of tax residency is highly fact dependent and there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In determining tax residency, the Group has applied the following interpretations:

#### Australian Tax Residency

The Group has applied current legislation and judicial precedent, including having regard to the Commissioner of Taxation's public guidance in Tax Ruling TR 2018/5.

#### Partnerships and Trusts

None of the entities noted above were trustees of trusts within the Group, partners in a partnership within the Group or participants in a joint venture within the Group

## DIRECTORS' DECLARATION

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 30 June 2024 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

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

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



J.L. Kane Marshall

Director

Perth, Western Australia 26 September 2024

## INDEPENDENT AUDITORS REPORT

## Independent auditor's report to the members of IPB Petroleum Limited

### Report on the audit of the financial report

#### Our opinion on the financial report

In our opinion, the accompanying financial report of IPB Petroleum Limited (the Company) and its subsidiaries (the Group) is in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the Group's financial position as at 30 June 2024 and of its financial performance for the year then ended; and
- complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

#### What was audited?

We have audited the financial report of the Group, which comprises:

- the consolidated statement of financial position as at 30 June 2024,
- the consolidated statement of profit or loss and other comprehensive income for the year then ended,
- the consolidated statement of changes in equity for the year then ended,
- the consolidated statement of cash flows for the year then ended,
- notes to the financial statements, including material accounting policy information,
- the consolidated entity disclosure statement, and
- the directors' declaration.

#### Basis for opinion

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

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



## Key audit matters

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

Carrying value of exploration and evaluation assets	Area of focus (refer also to notes 1 & 10)	How our audit addressed the key audit matter
	<p>The Group has incurred exploration costs for their Australian petroleum project over a number of years. There is a risk that the accounting criteria associated with the capitalisation of exploration and evaluation expenditure may no longer be appropriate.</p> <p>Due to the nature of the mining industry, indicators of impairment could include:</p> <ul style="list-style-type: none"><li>– Changes to exploration plans;</li><li>– Loss of rights to tenements;</li><li>– Changes to reserve estimates; or</li><li>– Costs of extraction and production.</li></ul> <p>Based on management's assessment the Australian exploration area continues to meet the requirements for capitalisation. However, an impairment charge of \$2 million has been recorded as at 30 June 2024.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"><li>– A review of the directors' assessment of the criteria for the capitalisation of exploration expenditure and their impairment assessment;</li><li>– Understanding and vouching the underlying contractual entitlement to explore and evaluate each area of interest, including an evaluation of the requirement to renew that tenement at its expiry;</li><li>– Assessing the reasonableness of the impairment charge recorded by the Group as at 30 June 2024; and</li><li>– Examining project spend to each area of interest to ensure that it is directly attributable to that area of interest.</li></ul> <p>We also assessed the adequacy of the Group's disclosures in respect of exploration costs in the financial report.</p>

## Other information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2024, but does not include the financial report and our auditor's report thereon.

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

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

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

## Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of:

- the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*; and
- the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and

for such internal control as the directors determine is necessary to enable the preparation of:

- the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

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

## Auditor's responsibilities for the audit of the financial report

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

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

[https://www.auasb.gov.au/admin/file/content102/c3/ar1\\_2020.pdf](https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf)

This description forms part of our auditor's report.

## Report on the Remuneration Report



### Our opinion on the Remuneration Report

In our opinion, the Remuneration Report of IPB Petroleum Limited, for the year ended 30 June 2024, complies with section 300A of the *Corporations Act 2001*.

### What was audited?

We have audited the Remuneration Report included in of the directors' report for the year ended 30 June 2024.

## Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

*William Buck*

**William Buck Audit (Vic) Pty Ltd**

ABN 59 116 151 136

*Alan Finnis*

**A. A. Finnis**

Director

Melbourne, 26 September 2024

## ADDITIONAL ASX SHAREHOLDER INFORMATION

Additional information required by the Australian Securities Exchange Ltd and not shown elsewhere in this report is as follows. The information is current as at 4 September 2024.

### LISTING OF 20 LARGEST SHAREHOLDERS

Position	Investor	Holding %		
1	MS SIHOL MARITO GULTOM	57,000,000	8.07	
2	SHENTON JAMES PTY LTD	33,780,621	4.78	
3	MR MARTIN ROWNEY	29,500,000	4.18	
4	MR PETER ANDREW PROKSA	28,000,002	3.96	
5	MR PHILIP MICHAEL SMITH	19,000,000	2.69	
6	MRS LUYE LI	15,698,891	2.22	
7	MR GUY WALTER HUTCHINS	15,223,476	2.16	
8	MR LUKE DANIEL FERGUSON	15,000,000	2.12	
8	TKPJ PTY LTD	15,000,000	2.12	
10	BUDWORTH CAPITAL PTY LTD <ROLLING HILLS CAPITAL A/C>	14,285,714	2.02	
10	MR SCOTT ROBERT WEIR + MRS STEPHANIE CLAIRE WEIR <S R SUPER A/C>	14,285,714	2.02	
12	MR ANDREW CLAYTON <THE KING CAREY A/C>	13,888,704	1.97	
12	HELMET NOMINEES PTY LTD <TIM WEIR FAMILY FUND A/C>	13,888,704	1.97	
14	BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD>	11,586,428	1.64	
15	MR MICHAEL KENNETH CRON HALLIDAY	10,000,000	1.42	
15	HELMET NOMINEES PTY LTD <TIM WEIR FAMILY FUND A/C>	10,000,000	1.42	
15	MR DERMOT WOODS + MRS EMMA WOODS <WOODS FAMILY SUPER A/C>	10,000,000	1.42	
18	CITICORP NOMINEES PTY LIMITED	9,636,832	1.36	
19	MR LIAM JARROD WHEATON	9,266,723	1.31	
20	RUBYLLLOYD PTY LTD	8,888,888	1.26	
	<b>Total</b>	<b>353,930,697</b>	<b>50.1</b>	

### DISTRIBUTION OF SHAREHOLDERS

Spread of Holdings	Number of Ordinary Shareholder
1 - 1000	49
1001 - 5000	103
5001 - 10,000	110
10,001 - 100,000	316
100,001 and above	334
<b>Total</b>	<b>912</b>

### UNMARKETABLE PARCELS

There were 553 shareholders holding less than a marketable parcel of shares.

## SUBSTANTIAL SHAREHOLDERS

Investor	Holding	%
MS SIHOL MARITO GULTOM	57,000,000	8.07

## CLASSES OF SECURITIES AND VOTING RIGHTS

IPB has fully paid ordinary shares on issue. The voting rights attaching to ordinary shares are governed by the Constitution. On a show of hands every person present, who is a member or representative of a member shall have one vote and, on a poll, every member present in person or by proxy or by attorney or duly authorised representative shall have one vote for each share held.

## TENEMENT SCHEDULE

### WA-424-P

IPB has a 100% interest in the WA-424-P Exploration Permit offshore Western Australia via it's wholly owned subsidiary IPB WA 424P Pty Ltd.

Permit	Basin/Country	Titleholders	Equity	Operator
WA-424-P	Browse Basin/Australia	IPB WA 424P Pty Ltd	100%	IPB WA 424P Pty Ltd

Further details on the permit and associated works performed can be found in the Operations Report page 6.

# IPB

IPB Petroleum Limited