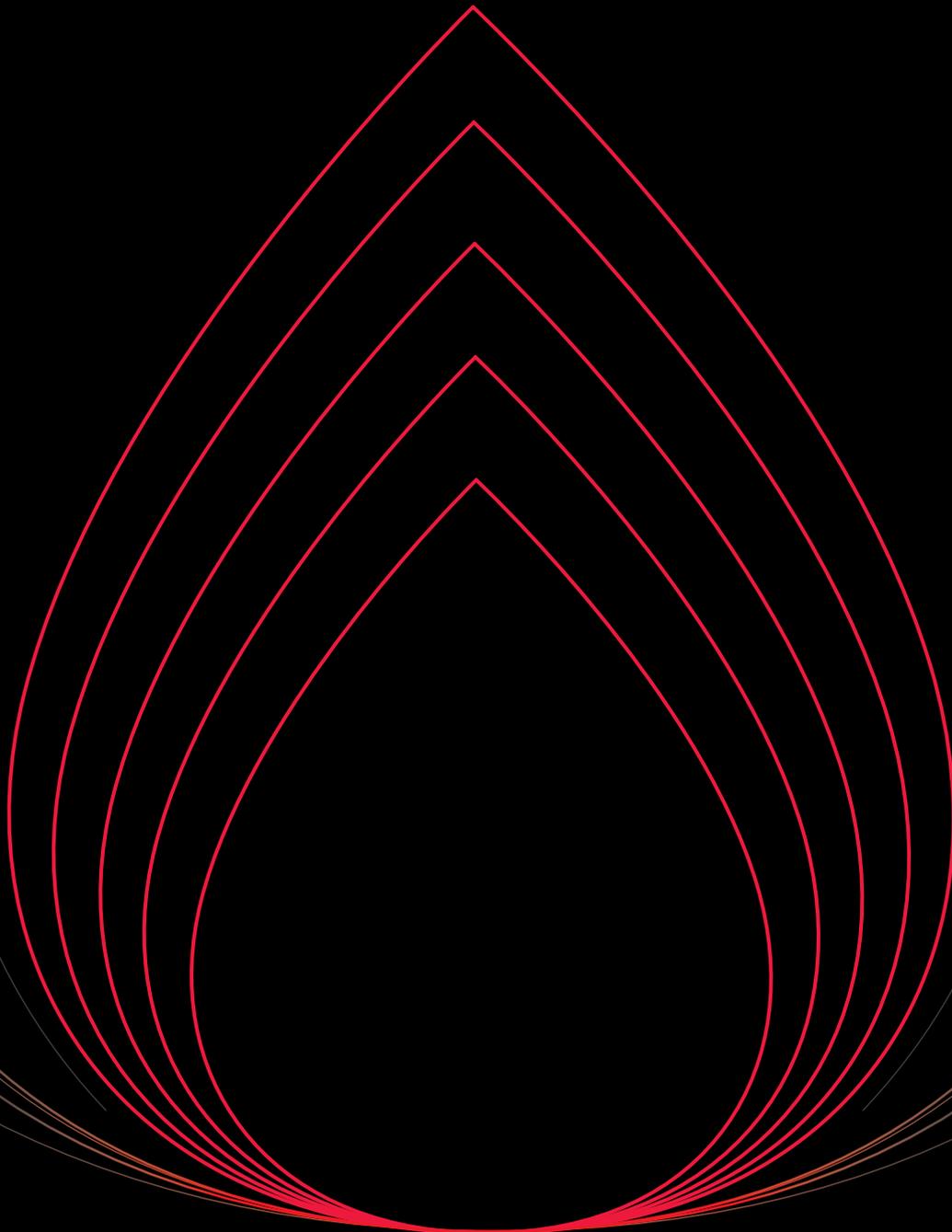




TARGET ENERGY LIMITED ABN 73 119 160 360

# ANNUAL REPORT 2013





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# Corporate Philosophy

Target Energy Limited was established in 2006 with the simple objective of creating a successful publicly listed petroleum exploration and production company.

We chose the United States as our principal area of operations due to the attractive operating environment in that country. In particular we focused on regions with high levels of activity, success and infrastructure. We then selected reputable operators who had demonstrated track records of success and selected the best available prospects from their inventories to comprise our portfolio.

This strategy paid off almost immediately with Target Energy becoming an oil and gas producer in the United States within 6 months of listing on the ASX.

More recently, the Company has expanded its focus to include unconventional and resource plays, such as those in the prolific Permian Basin in West Texas. The Company now has an established presence in this sector and continues to look for opportunities to expand its position there.

Target will continue to actively source and drill a range of prospect types and will seek to expand its areas of operations as opportunities become available.



# Corporate Directory

## Directors

Christopher Rowe, M.A.  
Non Executive Chairman

Laurence Roe, B.Sc  
Managing Director

Stephen Mann, CA  
Non Executive Director

Dr Ralph Kehle  
Non Executive Chairman - TELA (USA)

## Company Secretary

Rowan Caren, B.Com, CA

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## Auditors

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## ASX Code

TEX

## OTCQX International

TEXQY

# Chairman's Report



Dear Shareholder,

This year's Chairman's Report to our Target Shareholders is one which gives me great pleasure to pen. The year has been a very successful one for the company.

Driven in large part by technological advances, the US oil and gas industry is undergoing a major revitalization, with profound and positive effects on the American economy. According to the US Census Bureau, increased domestic oil and gas production in the first half of this year cut crude oil imports by 19 per cent and as a result, shaved more than \$31.6 billion off the USA's trade deficit.

The majority of this burgeoning activity in the sector is focused on "tight oil" in the highly productive Permian Basin in West Texas. Your company, alongside many significant international energy explorers and producers, has established a firm foothold in this lucrative area, and in 2013, that strategy began to reap rewards.

Target's drilling program in the Darwin and Sydney leases in its Permian Basin Fairway Project contributed to an increase of around 320% in the company's oil and gas production in the first half of 2013. The company now has four producing wells in Fairway. These have targeted both the prolific Wolfberry zone – one of the US's top oil resource plays – and the productive Fusselman carbonate. It's important to note that the Permian Basin wells also offer the potential of multiple completions in multiple zones, both vertically and horizontally.

With the goal of continually growing shareholder value, in the last 12 months Target expanded its Permian Basin lease holdings by around 30% – from 3,494 to 4,528 acres. It is my belief that Target offers some of the best public company leverage in this prolific basin.

More good news for shareholders came in June when our independent Reserves audit showed the company's oil reserves and resources have increased by 280% to 2.88 million barrels of oil equivalent and its proved and probable reserves were estimated to have undergone a more than eight-fold increase. These increases are based primarily on only the four producing Fairway wells, leaving considerable upside reserve potential.

There was additional success in our East Chalkley Oil Field in 2013 with the drilling of the Pine Pasture #3 oil development well, which has been completed for production and is scheduled to be brought on line in October.

Extending its international identity, Target in May listed on the OTCQX International platform. The objective is to raise awareness of, and support for the company within the huge US investor market.

As you can see, 2013 has been a year of considerable success and achievement for Target.

All these achievements come at some effort and I take this opportunity to express my gratitude to Managing Director Laurence Roe, my fellow Board members and Target staff for their hard work in 2013. I would also like to thank you, our Shareholders, for your continuing valued support and loyalty.

A handwritten signature in black ink, appearing to read 'Christopher Rowe'.

Christopher Rowe  
Chairman

# Highlights

Company triples production in 2013

Company increases reserves by 280%

✓	12 December 2012	Re-entry operations commence at Darwin #2
✓	21 December 2012	All secured convertible notes converted
✓	31 December 2012	Drilling commences at Sydney #1
✓	22 January 2013	Oil & gas production commences at Darwin #1
✓	13 February 2013	Drilling complete at Sydney #1
✓	2 March 2013	Oil & gas production commences at Darwin #2
✓	28 March 2013	Oil & gas production commences at Sydney #1
✓	15 May 2013	Drilling commences at Pine Pasture #3
✓	17 May 2013	Target commences trading on OTCQX International Platform
✓	6 June 2013	Drilling complete at Pine Pasture #3
✓	25 June 2013	Target announces 22% increase in Fairway acreage
✓	23 July 2013	Target secures additional \$1.8 million funding
✓	19 August 2013	Drilling complete at Darwin #3
✓	27 August 2013	Target releases 2013 reserves update

# Corporate Overview



**Laurence Roe**  
Managing Director



It has been an active and successful year for Target Energy.

In the last 12 months, your Company has continued to build on its success in its Fairway project, further consolidating its position in the lucrative Permian Basin in West Texas. Successful drilling in our Darwin and Sydney leases there during early 2013 contributed to Target's oil and gas production more than tripling from the beginning of this year.

Beyond the immediate impact of increased reserves, production and cashflow, the drilling success at our Darwin and Sydney leases has also provided a core focus for ongoing development work at Fairway. Additional drilling is planned in both leases in 2013 and 2014 and ongoing drilling at Fairway will continue in other leases in the Company's growing Permian Basin portfolio.

Over the last two years, Target has gained and expanded a foothold in the Permian Basin in West Texas, one of the most prolific hydrocarbon producing basins in the world.

In exploring in this lucrative 75,000 square mile area, Target joins international oil majors such as Occidental Petroleum, Pioneer Natural Resources, Apache Energy, Exxon Mobil and Chevron.



The Permian Basin has become a focus of huge global exploration interest for the following reasons:

- approximately 29 billion barrels of oil and 75 trillion cubic feet of gas have been produced since drilling commenced in the Permian in 1920.
- industry experts estimate volumes of oil and gas exceeding those amounts are still recoverable.
- current daily production is 1.3 million barrels of oil and 4 billion cubic feet of gas.
- oil production is expected to grow to 1.8 million barrels per day by 2016.
- 29% of estimated US oil reserve growth is expected to come from the Permian Basin.
- Permian Basin wells offer multiple pay zones which reduce overall risk and increase potential returns.

For all of the above reasons, and more, Target is excited to be involved and active in what is a globally sought-after area of hydrocarbon exploration and development.

During the year, we were also pleased to drill an oil development well in our East Chalkley project in Cameron Parish, Louisiana, with plans underway for additional work in the field.

Target has had an active year in its numerous projects:

- During the year the Company announced the leasing of additional acreage in the Fairway project area, expanding its 2012 position by 30% - from 3,492 acres to 4,528 acres (gross) in Howard and Glasscock Counties, Texas.
- Darwin #1 was successfully brought into production in January 2013
- A re-entry at Darwin #2 and the drilling of Sydney #1 saw those wells completed in the Devonian/Fusselman intervals and successfully brought into production in March 2013.
- Darwin 3 was drilled in August 2013.
- At our East Chalkley Field in Louisiana, the Pine Pasture #3 oil development well was successfully drilled in May 2013. The well was scheduled to be brought on line in October 2013.
- Production also continues at our Merta #1 well in Wharton County, Texas, and at our Section 28 project in St Martin Parish, Louisiana.
- The Company continues to investigate new opportunities.

In December 2012, a previous loan of \$2,505,000 was fully converted to Target shares. In July 2013, the Company also secured additional funding of \$1,800,000, via a convertible note facility from two of the Company's supportive shareholders.

# Activity Review

## Fairway Project

### Howard & Glasscock Counties, Texas

#### Target Energy 60% working interest\*

During the year, Target and its partners expanded the Fairway Project lease holdings by a further 30%, from 3,494 acres to 4,528 acres (gross) in Howard and Glasscock Counties. Target holds a 60 per cent working interest in all but one tract, where it holds a 45% working interest, giving Target a net lease holding of 2,671 acres.

The project targets the prolific Wolfberry section - recognised as one of the United States' top oil resource plays – and the deeper Fusselman Formation, another highly productive oil zone in the region. In addition, the Fairway Project lease holdings are situated within the burgeoning Wolfcamp Shale and Cline Shale horizontal drilling trends.

Up to 110 vertical wells can be drilled on the Fairway acreage, based on a typical 40-acre spacing. This figure could be increased substantially in light of a recent decision by the Railroad Commission of Texas (the regulator of oil and gas activities in Texas) to halve the minimum Wolfberry drill spacing to 20 acres. At a 20-acre spacing, up to 220 wells could be drilled at Fairway, potentially doubling the value of the asset for Target. The Company is also monitoring local horizontal drilling activities within the Wolfcamp section, particularly in the Cline Shale, which are yielding encouraging results and may provide an expanded exploitation strategy for Target and its partners.

*\*In all but one tract – refer lease-holding details in Table 6: Target Energy Lease Holdings.*

## Darwin

### Darwin #1

The Darwin #1 well was drilled in August 2012 and completed for production in the Fusselman formation in September 2012. Testing at the well was curtailed after discussions with the regulator (the Texas Railroad Commission) regarding noise levels associated with venting the gas during the testing phase. Darwin #1 remained shut-in until 18 January 2013 at which time the well was hooked up to the local gas gathering system. Initial production was at rates of approximately 140 BOPD and 170 mcf/d.

### Darwin #2

Based on the strong oil and wet gas shows encountered in the Wolfberry section in the Darwin #1 well, the partners agreed to re-enter and test a nearby borehole. The well, originally drilled in 1983, is only a few hundred feet away from the Darwin #1 location and did not test the Wolfberry.

Re-entry operations at the well (renamed Darwin #2) commenced on 11 December 2012, and reached a Total Depth of 3,059.3m on 24 December 2012. Casing (7 inch) was run to 3,052m.

In January 2013 a completion rig was mobilised to the Darwin #2 site to test the prospective Wolfberry section and to also test the Devonian and Fusselman sections as well as a deeper target (Ellenburger) that had been determined to be potentially productive in the adjacent Darwin #1 well. Testing later showed the Ellenburger Formation to be wet.

Darwin #2 was then completed for production from the Devonian/Fusselman section. Following initial testing, the well was put on pump on 2 March 2013 at a steady rate of 60 BOPD with 100 mcf/d and 45 BWPD.

### Darwin #3

The Darwin #3 well was drilled approximately 800 m east of Darwin #1, targeting both the Wolfberry and Fusselman sections. Drilling at Darwin #3 commenced on 23 July 2013. The well was drilled to a depth of 3,092 m (10,147ft) and the rig released on 15 August 2013. Continual high levels of oil and gas flowing into the borehole during the drilling operations precluded the acquisition of open-hole logs before setting the production casing. Cased-hole logs were later acquired. The well is scheduled to be fracture stimulated in late October.

## Sydney

### Sydney #1

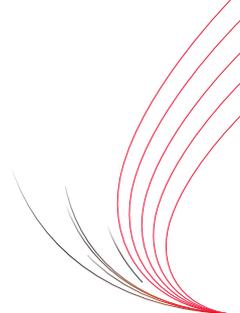
Sydney #1 is located approximately 10 km south-southeast of the Darwin wells. Located close to recent successful Wolfberry and Fusselman wells, the well targeted both objectives.

Drilling at Sydney #1 commenced on 26 December 2012 and was concluded on 8 February 2013 at a Total Depth of 3,101.7m (10,174 ft), after overcoming a number of technical issues while drilling. Wireline logs were run and the rig was released on 11 February 2013. Initial evaluation of the wireline logs indicated that in addition to Wolfberry pay, the well also had a potentially productive interval in the Fusselman formation. Shows were also noted in the deeper Ellenburger.

On 18 March 2013 a completion rig was mobilised to the Sydney #1 location. The well was initially tested in the Ellenburger Formation at 3,083.4m (10,116 ft), recovering water with no shows of oil or gas. The zone was isolated and testing moved up to the Fusselman section.

The Fusselman section was successfully flow tested with the zone flowing 70 barrels of oil in the first 12 hours of testing along with 3 barrels of water at a flowing tubing pressure of 600 psi.

The well was brought on line on 28 March 2013 with initial production around 130 BOPD with 180 mcf/d and no water.



## **East Chalkley Oil Field**

### **Cameron Parish, Louisiana**

#### **Target Energy 35% working interest**

The East Chalkley project is an oil field appraisal and development program, approximately 33 km southeast of the town of Lake Charles in Cameron Parish, Louisiana. The oil accumulation, on the east flank of the Chalkley Field, is a previously unidentified down-dip oil leg associated with the gas field. Target participated in the successful drilling of the Pine Pasture #2 well in 2008.

Field production is presently around 40 BOPD from the Pine Pasture #2 well along with approximately 480 BWPD. The water is disposed on site using a salt-water disposal well drilled by the partners in late 2009. The Pine Pasture #1 was shut-in in 2011 due to a suspected hole in the production tubing.

#### **Pine Pasture #3**

An up-dip oil development well (Pine Pasture #3 well) was drilled in 2013. The well was drilled from the existing production facilities with the bottom-hole location approximately 272 m (890 ft) south of the Pine Pasture #2 bottom-hole location. Drilling commenced on 14 May 2013. The well was drilled to a Total Measured Depth of 3,011.5 m (9,880 ft). Wireline logs were then run on 5 June 2013 with preliminary analysis confirming the presence of approximately 8 m of Alliance W2 sands. The well was subsequently cased for production and the rig released. The well was completed for production in September 2013 and was scheduled to be brought on line in October.

## **Shepard's Channel Prospect**

### **Lafourche Parish, Louisiana**

#### **Target Energy 15% working interest**

Target earned a 15.3% working interest (WI) in the Shepard's Channel Prospect in Lafourche Parish, Louisiana by paying its share of acreage costs and the costs of re-entering an existing (cased) borehole to complete the well in a hitherto untested sand. The re-entry program was completed in May 2012, when the well was cased to 4,017m. Throughout the re-entry operations, the well continued to exhibit gas shows. A completion rig was then mobilized to the site in late May 2012 to undertake the testing program - three zones were tested prior to halting work due to a bore-hole obstruction. The partners discussed plans to clean out the bore-hole obstruction and resume testing in 2013, but no firm timing was arrived at. While there may be an opportunity to finish the completion operations in the future, Target is not contemplating any future activity in this project.

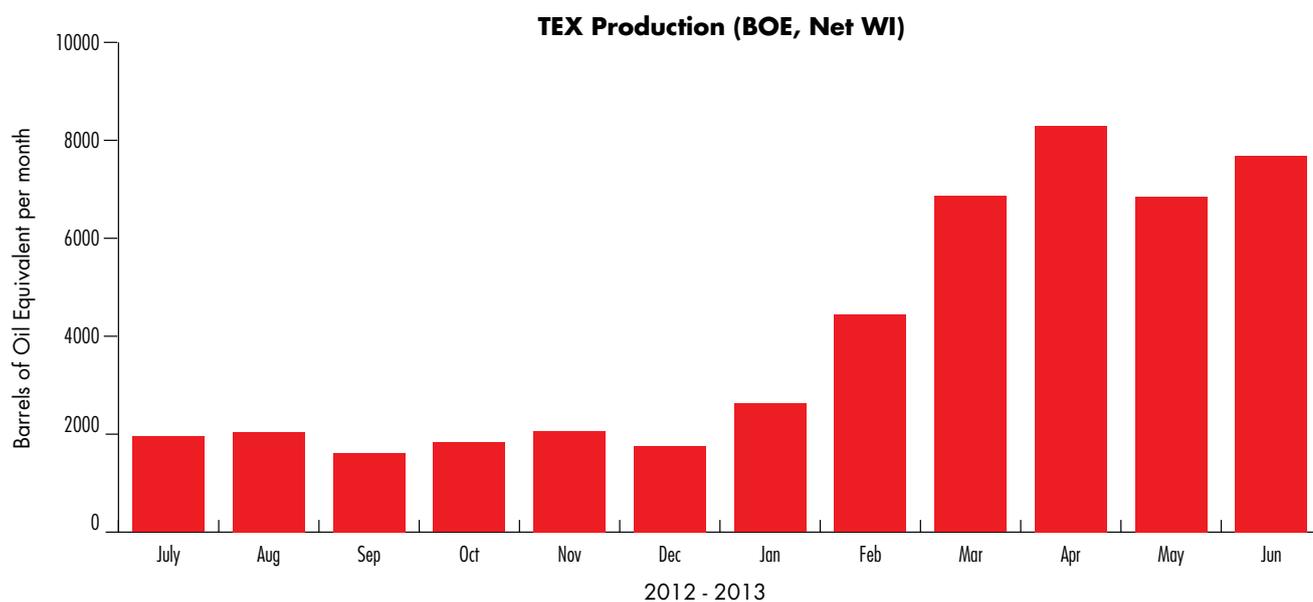
# Production

Table 1 summarises Target's production for the 2012-2013 year and Figure 1 shows the monthly production in Barrels of Oil equivalent for the same period.

Actual sales from production in the period to 30 June 2013 (net of royalties and state taxes) were A\$1.47 million.

Project	Production Commenced	TEX Working Interest	Production 1/7/12 to 30/6/13 (Gross)		Production 1/7/12 to 30/6/13 (Net to TEX WI)		Comment
			Oil (Bbl)	Gas (MCF)	Oil (Bbl)	Gas (MCF)	
Section 28	August 2007	25%	12,511	218,486	3,128	54,622	Producing
East Chalkley	July 2008	35%	9,465	10,599	3,313	3,710	Producing
Merta	June 2010	25%	848	75,382	212	18,846	Producing
Fairway	June 2012	60%	39,106	50,392	23,464	30,235	Producing
Total			61,930	354,859	30,116	107,412	

**Table 1: Target Energy 2012-2013 Production Summary**



**Figure 1: Target Energy Monthly Production (BOE)**

# Fairway Project

## Howard & Glasscock Counties, Texas

### Target Energy 60% working interest

Four wells were in production for all or part of the financial year, producing oil and gas from the Wolfberry section (BOA 12 #1) and from the Fusselman/Devonian section (Darwin #1 & #2, Sydney #1).

At 30 June 2013, production at Fairway had totalled 50 MMCFG plus 39,106 barrels of oil, with aggregate gross daily production of approximately 310 BOEPD. Well locations are shown in Figure 2.

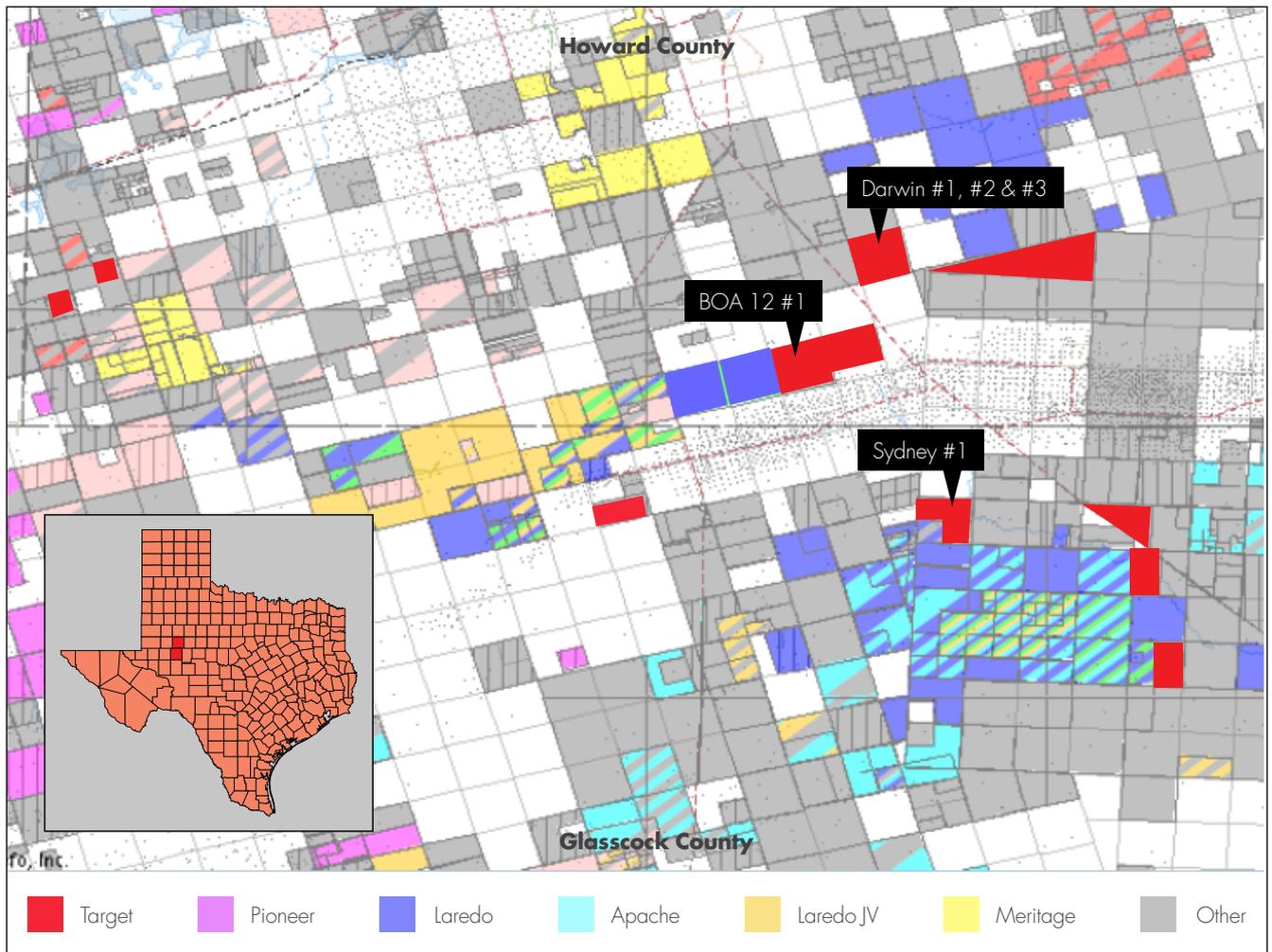


Figure 2: Fairway Project Wells and Lease holdings, West Texas

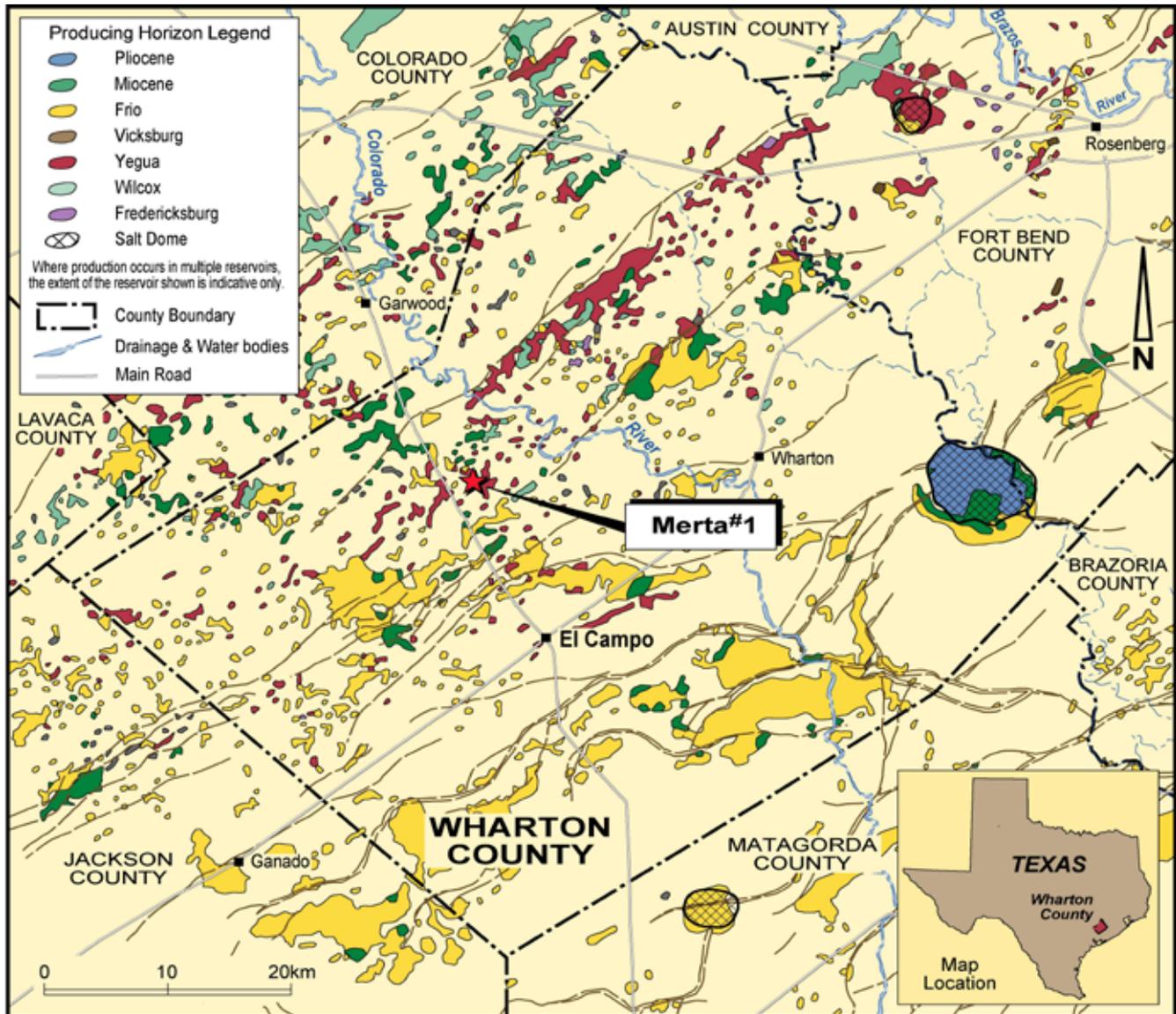


Figure 3: Merta #1 – Wharton Co, Texas

## Merta Gas Field

### Wharton County, Texas

#### Target Energy

**25% working interest**

Production continues at Merta #1 from the Cook Mountain Sands (Figure 3).

At 30 June 2013 the well had produced 310 MMCFG plus 4,279 barrels of condensate. The well is presently producing at a rate of approximately 0.2 MMCFGD with 3-5 BOPD.

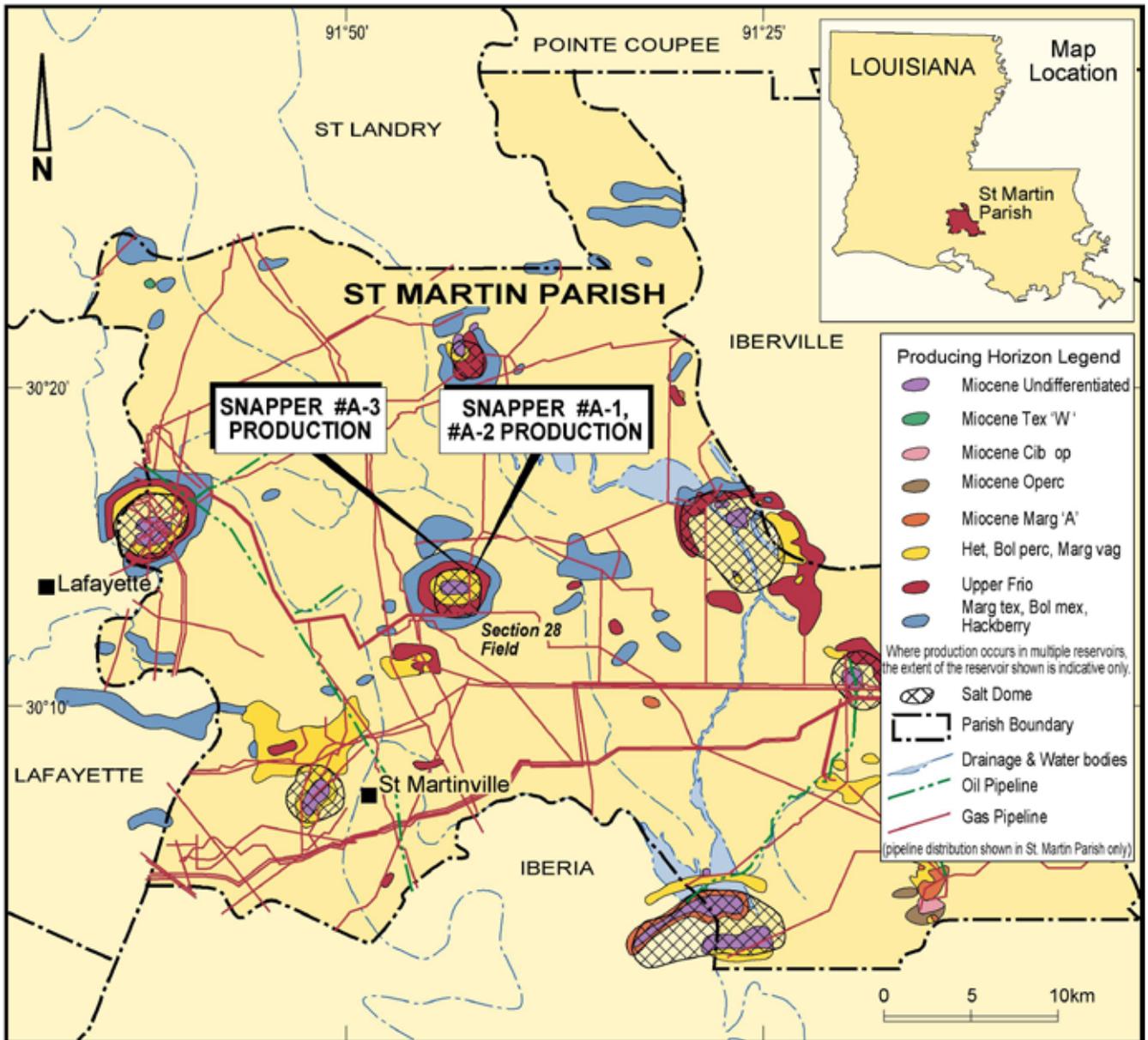


Figure 4: Section 28 Production – St Martin Parish, Louisiana

## Section 28 Project

### St Martin Parish, Louisiana

#### **SML (Snapper) #A-1 (Target Energy 25% working interest)**

At 30 June 2013, the well had produced 1,067 MMCFG plus 3,810 barrels of condensate. The well is presently shut-in awaiting a workover to repair a suspected hole in the casing. The locations of the Snapper wells are shown in Figure 4.

#### **SML (Snapper) #A-2 (Target Energy 25% working interest)**

At 30 June 2013, the well had produced 582 MMCFG plus 38,970 barrels of oil and condensate. Snapper #A-2 is currently completed for oil production from the 1<sup>st</sup> Camerina sand. The well is presently producing approx. 325 MCFGD.

#### **SML (Snapper) #A-3 (Target Energy 25% working interest)**

At 30 June 2012, the well had produced 623.1 MMCFG plus 45,806 barrels of oil and condensate and was producing approx. 20 BOPD plus 300 MCFGD.

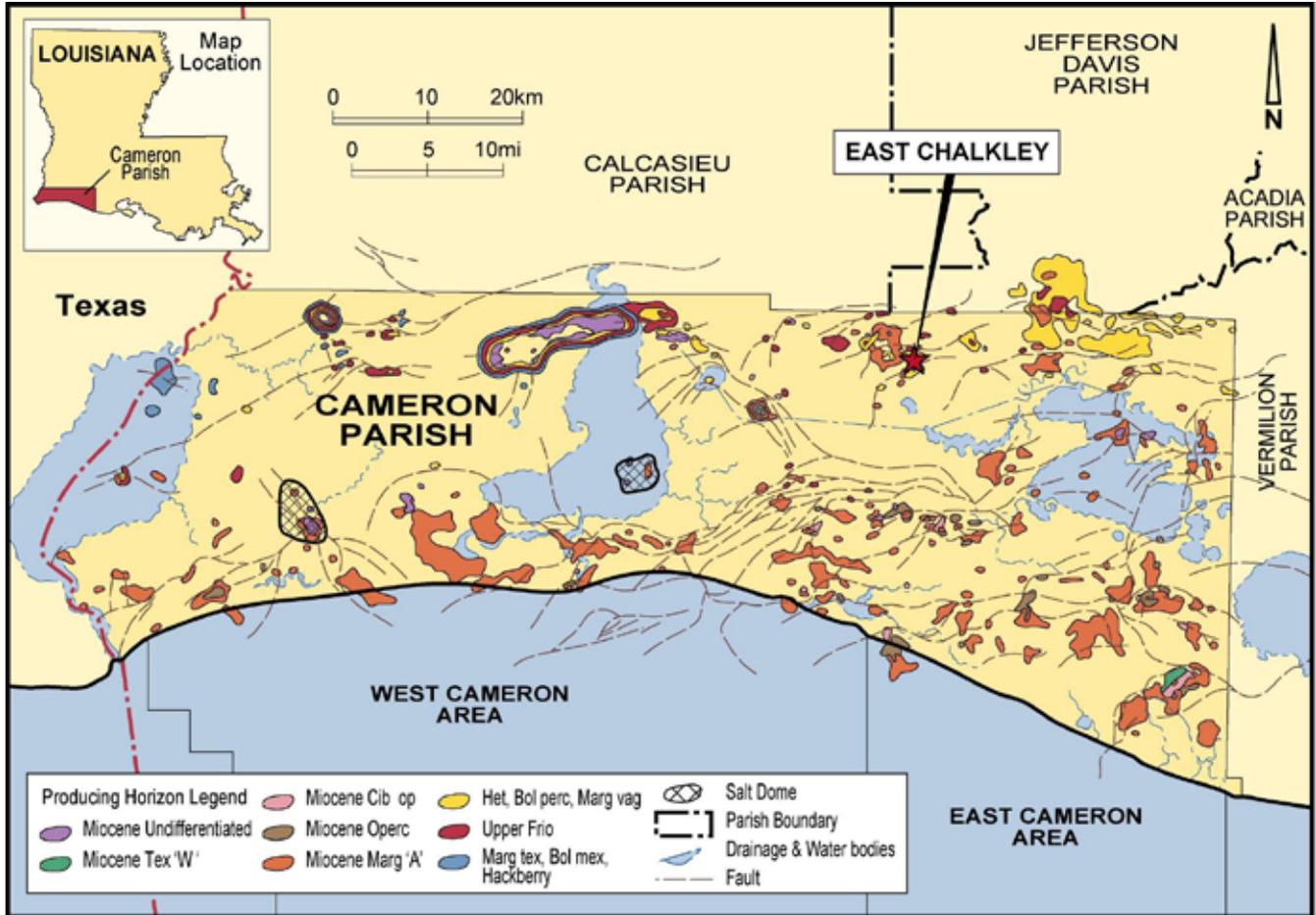


Figure 5: East Chalkley Oil Field – Cameron Parish, Louisiana

## East Chalkley Oil Field Cameron Parish, Louisiana

### East Chalkley Field (Target Energy 35% working interest)

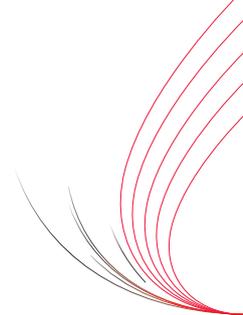
At 30 June 2013, the Pine Pasture #1 well had produced 32,713 barrels of oil (including 7,803 barrels of oil since Target purchased an interest in the well).

The well remains shut-in due to a suspected hole in the production tubing.

Prior to being shut-in, the well was producing approximately 12-15 BOPD with 145 BWPD. Refer to Figure 5 for the field location.

At 30 June 2013, the Pine Pasture #2 well had produced 96,375 barrels of oil. The well is presently producing approximately 38 BOPD with 400 BWPD.

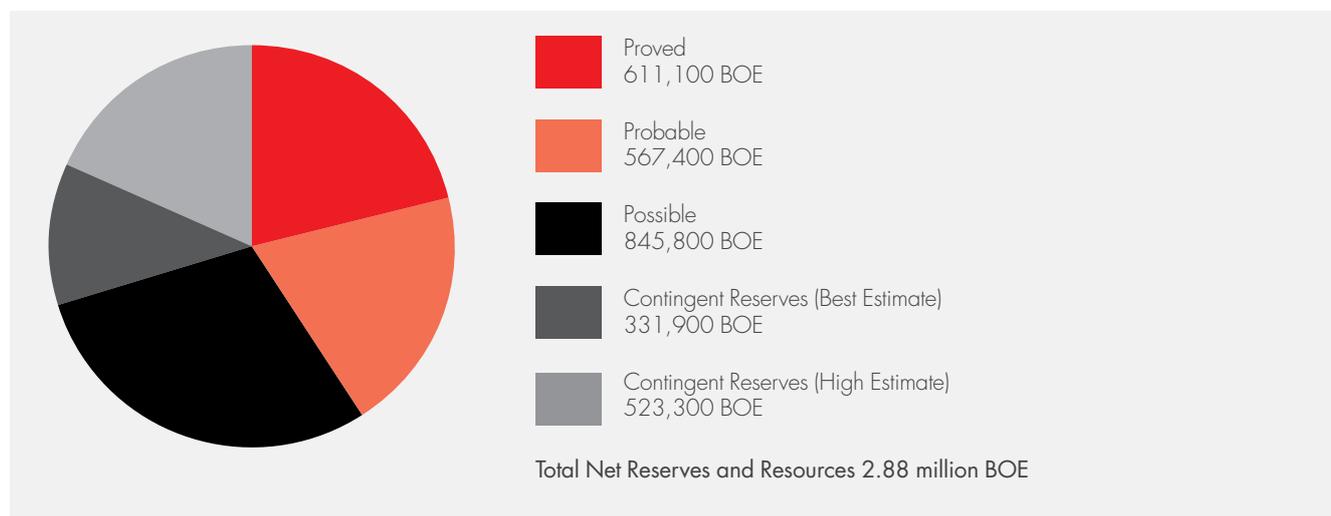
# Reserves



Target Energy's net Reserves and Resources are summarised below (Table 2). The net reserves were independently audited by T.J. Smith and Company (East Chalkley and Fairway) and Michael Harper and Associates (Section 28 and Merta). The effective date of the audits was 30 June 2013. Further details are shown in Tables 3, 4 and 5.

Category	Net Reserves & Resources		BO equiv.
	Oil (Mbbbls)	Gas (MMCF)	(Mboe)
Proved Developed Producing (PDP)	109.1	200.6	142.5
Proved Developed Not Producing (PDNP)	36.4	85.7	50.7
Proved Undeveloped (PUD)	331.6	517.6	417.9
Total Proved Reserves (1P)	477.1	803.9	611.1
Probable	455.7	670.3	567.4
Total Proved & Probable Reserves (2P)	932.8	1,474.2	1,178.5
Possible	683.9	970.9	845.8
Total Proved, Probable & Possible Reserves (3P)	1,616.8	2,445.1	2,024.3
Low Estimate Contingent Resources	-	-	-
Best Estimate Contingent Resources	331.9	-	331.9
High Estimate Contingent Resources	523.3	-	523.3
Total Contingent Resources (3C)	855.2	-	855.2
<b>Total Reserves &amp; Resources</b>	<b>2,472.0</b>	<b>2,445.1</b>	<b>2,879.5</b>

**Table 2: Target Energy total net Reserves and Resources effective 30/6/2013.**



**Figure 6: Target Energy net reserves and resources as at 30 June 2013**

## Fairway Project

### Fairway Project Net Reserves

	Net Reserves		BO equiv.
	Oil (Mbbbls)	Gas (MMCF)	(Mboe)
Proved Developed Producing	97.5	113.0	116.3
Proved Developed Not Producing	-	-	-
Proved Undeveloped	321.8	385.9	386.1
Total Proved (1P)	419.3	498.9	502.5
Probable	418.3	501.7	501.9
Proved & Probable (2P)	837.6	1,000.6	1,004.4
Possible	632.8	759.0	759.3
Proved, Probable & Possible (3P)	1,470.4	1,759.6	1,763.7

**Table 3. Fairway audited reserves effective 30 June 2013 by T.J. Smith and Company.**

## East Chalkley

### East Chalkley Net Reserves & Resources

	Net Reserves		BOe equiv.
	Oil (Mbbbls)	Gas (MMCF)	(Mboe)
Proved Developed Producing (PDP)	9.6	9.3	11.2
Proved Developed Not Producing (PDNP)	36.1	36.3	42.2
Proved Undeveloped (PUD)	-	-	-
Total Proved (1P)	45.7	45.5	53.3
Probable	-	-	-
Proved & Probable (2P)	45.7	45.5	53.3
Possible	28.1	28.1	32.8
Proved, Probable & Possible (3P)	73.8	73.6	86.1
Low Estimate Resource	-	-	-
Best Estimate Resource	331.9	-	331.9
High Estimate Resource	523.3	-	523.3
Low, Best and High Estimate Resources (3C)	855.2	-	855.2

**Table 4. East Chalkley audited reserves effective 30 June 2013 by T.J. Smith and Company; Contingent Resources derived from Independent Technical Specialist's Report on Target Energy Limited's interests in the East Chalkley Field, (August 2012) by Risc Operations Pty Ltd from Risc 2012.**

## Merta & Section 28

### Merta and Section 28 Net Reserves

	Net Reserves		BO equiv.
	Oil (Mbbls)	Gas (MMCF)	(Mboe)
Proved Developed Producing (PDP)	2.0	78.3	15.0
Proved Developed Not Producing (PDNP)	0.3	49.4	8.6
Proved Undeveloped (PUD)	9.8	131.7	31.8
Total Proved (1P)	12.1	259.4	55.4
Probable	37.4	168.6	65.5
Proved & Probable (2P)	49.5	428.0	120.9
Possible	23.0	183.8	53.7
Proved, Probable & Possible (3P)	72.6	611.8	174.5

**Table 5: Section 28 and Merta Audited Reserves effective 30 June 2013 by Mike Harper and Associates.**

### NOTES ON RESERVES & RESOURCES

- Reserves are stated net to Target's working interest and after deductions for royalty payments.
- All reserves and resource estimates were prepared using deterministic methods. All aggregation was performed by arithmetic summation.
- Cautionary note: the aggregate 1P estimate may be a very conservative estimate and the aggregate 3P estimate may be very optimistic due to the portfolio effects of arithmetic summation. Similarly, the aggregate 2C + 3C resource estimate may be very optimistic due to the portfolio effects of arithmetic summation.
- Possible reserves are those reserves that are less certain to be recovered than probable reserves. There is a 10% probability that the quantities actually recovered will equal or exceed the sum of the Proved plus Probable plus Possible (3P) reserves.
- TJSCO only audited the Reserves for the East Chalkley Field. The Contingent Resources are derived from the Independent Technical Specialist's Report on Target Energy Limited's interests in the East Chalkley Field, (August 2012) by Risc Operations Pty Ltd.
- Contingent resources are defined as quantities of petroleum estimated, as of a given date, to be potentially recoverable from known accumulations by application of development projects but which are not currently considered to be commercially recoverable due to one or more contingencies. Contingent Resources are a class of discovered recoverable resources as defined in the SPE-PRMS.

# Lease holdings

Project	Lease / Unit	Basin	Description	Depth Limits	TEX	WI	Royalty	Gross Acres	Net Acres	
Fairway										
	BOA	Permian	S12, Block 33, T-2S, A-1353; T&P RR Co Survey, Howard Co	None	60%	25%	640.0	384.0		
	Darwin	Permian	S44, Block 33, T-1S, A-1292; T&P RR Co Survey, Howard Co	None	60%	25%	640.0	384.0		
	Unnamed	Permian	S102 A-1405; S103 A-1405; S104 A-1495; Bl 29 W&NW RR Co, Howard Co	None	60%	25%	918.0	550.8		
	Unnamed	Permian	S 184 & 185, Bl 28, A-815 & A-A483; W&NW RR Survey, Glasscock Co	None	60%	25%	355.7	213.4		
	Unnamed	Permian	S193, Bl 28, A-815 and A-A483; W&NW RR Co Survey, Glasscock Co	None	60%	25%	320.0	192.0		
	Sydney	Permian	S188 Block 29 A-170; W&NW RR Co Survey, Glasscock Co	None	60%	25%	480.0	288.0		
	Unnamed	Permian	S4, Block 32, T-2S, A-1354; T & P RR Co Survey, Howard Co	None	60%	25%	610.0	366.0		
	Unnamed	Permian	S24, Bl 35 A-1538; S26 Bl 35 A-1415; T&P RR Co Survey, Howard Co	None	60%	25%	260.0	156.0		
	Unnamed	Permian	S221, Block 29, A-496; W&NW RR Co Survey, Glasscock Co	None	45%	25%	305.0	137.3		
Merta										
	Merta No. 1 Well Gas Unit No. 2	Gulf Coast	S3 A-219 International and Great Northern RR Co Survey, Wharton Co	7,650 ft - 7,880 ft	25%	25.7%	303.0	75.7		
Section 28										
	SML #A-1, A-3 Unit	Gulf Coast	St Martin Ph	None	25%	28%	40.0	10.0		
	SML #A-2 Unit	Gulf Coast	St Martin Ph	None	25%	28%	40.0	10.0		
E Chalkley										
	Unit Agreement: CK W RA SU	Gulf Coast	S11, 13, 14 & 15, T12SR6W, Cameron Ph	8,000 ft - 10,000 ft	35%	30.5%	714.9	250.2		
<b>Total</b>								<b>5626</b>	<b>3017</b>	

NOTE: In accordance with ASX Listing Rules, any hydrocarbon reserves and/or drilling update information in this report has been reviewed and signed off by Mr Laurence Roe, B.Sc., Managing Director of Target Energy, who is a member of the Society of Exploration Geophysicists and has over 30 years' experience in the sector. He consents to the inclusion of that information in the form and context in which it appears.

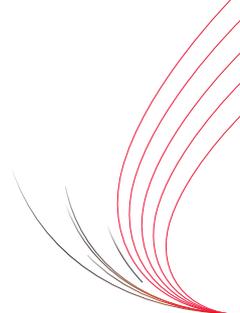
**Table 6: Target Energy Lease Holdings.**



BIG DOG  
DRILLING RIG 12

# Glossary of Technical Terms

<b>Ac.ft , acre/feet</b>	A measure of rock volume equivalent to 7,758 barrels or 1233.49 cubic metres.	<b>Dry Hole</b>	A well in which no commercial hydrocarbons were discovered.
<b>APO</b>	After Payout; Payout being the point at which all costs of leasing, exploring, drilling and operating have been recovered from production of a well or wells as defined by contractual agreement.	<b>Exploration well</b>	A well drilled into a previously undrilled or non-commercial trap to test for the presence of a new hydrocarbon accumulation.
<b>AVO</b>	Amplitude versus Offset, or the measure of the amplitude of a seismic reflection event for varying angles of incidence from a reflector, i.e., usually a rock interface. This is a seismic evaluation tool that can be diagnostic for lithology and the presence of hydrocarbons. In a Class 3 anomaly, the amplitude can flip from a positive reflection to a negative one as the distance between the seismic source and receivers increase. This is often a good indicator of gas in the Gulf Coast.	<b>Fault</b>	Any brittle failure of rock layers along which rocks are displaced on one side relative to the other.
<b>Basin</b>	A depression in the earth's surface containing relatively thick deposits of sedimentary rocks.	<b>Field</b>	A subsurface accumulation of hydrocarbons.
<b>BC</b>	Barrels of Condensate.	<b>Fold</b>	A bend in the rock strata.
<b>Bcf, BCF</b>	Billion cubic feet or 28.317 million cubic metres. A unit commonly used in quoting volumes of natural gas.	<b>Formation</b>	A formal term used to reference a genetically related rock unit (e.g. the Hackberry Formation).
<b>Bcfe, BCFe</b>	Billions of cubic feet equivalent. A measure of a combined volume of gas and liquids, which is determined using the ratio of one barrel of oil, condensate, or natural gas liquids to 6 MCF of natural gas.	<b>G &amp; G</b>	Geology and geophysics.
<b>BO</b>	Barrels of oil, a unit of measure commonly used in quoting liquid hydrocarbon volumes. 1 barrel = 42 U.S. gallons, 35 imperial gallons (approx), 159 litres (approx).	<b>Gas kick</b>	A significant increase in gas detector (Hot Wire) response from an increasing concentration of natural gas in the mud system.
<b>BOE</b>	Barrels of oil equivalent. A measure of a combined volume of gas and liquids, which is determined using the ratio of one barrel of oil, condensate, or natural gas liquids to 6 MCF of natural gas.	<b>Geology</b>	The study of the earth and the processes affecting its crust.
<b>BOPD</b>	Barrels of Oil per day. A measure of the rate of flow of oil.	<b>Geophysics</b>	The study of rock properties and stratigraphy through the use of analytical methods involving various types of data collection and interpretation.
<b>BPO</b>	Before Payout; Payout being the point at which all costs of leasing, exploring, drilling and operating have been recovered from production of a well or wells as defined by contractual agreement.	<b>GIP</b>	Gas in place. The volume of natural gas stored in a subsurface accumulation. Differs from recoverable reserves in that some of this gas will not be able to be produced.
<b>BTU</b>	British Thermal Unit. The energy required to raise one pound of water by 1° Fahrenheit. A measure of the richness of natural gas.	<b>GOR</b>	Gas oil ratio, the ratio of produced gas to produced oil.
<b>BWPD</b>	Barrels of water per day.	<b>Henry Hub</b>	Located in Louisiana, the Henry Hub is a major natural gas distribution centre, and is the key focal point of natural gas spot and future trading in the U.S. Henry Hub is a widely quoted index of natural gas prices.
<b>Casing</b>	Large-diameter steel pipe lowered into an open borehole and cemented in place.	<b>Hydrocarbons</b>	A compound of the elements hydrogen and carbon, in either liquid or gaseous form. Natural gas and petroleum are mixtures of hydrocarbons.
<b>Completion</b>	The process in which a well is enabled to produce hydrocarbons.	<b>Horizon</b>	A term describing a layer of rock, most typically associated with a seismic reflection.
<b>Condensate</b>	A hydrocarbon phase, which separates out from natural gas and condenses into liquids when the hydrocarbons are produced.	<b>IP</b>	Initial production (rate).
<b>DHC</b>	Dry hole cost. The cost of drilling a well in the failure case, i.e. where no additional investment in casing, testing or well completion is incurred.	<b>Lead</b>	An undrilled, and therefore hypothetical, hydrocarbon trap, which requires additional technical or commercial analysis before drilling can be justified.
		<b>Lithology</b>	The physical, sedimentary, or mineralogical characteristics of a rock.
		<b>MBC</b>	Thousands of barrels of condensate. A measure of condensate flow rates from a producing well.
		<b>MBO</b>	Thousands of barrels of oil. A measure of oil flow rates from a producing well.
		<b>MCF, mcf</b>	Thousand cubic feet. A widely quoted unit used for natural gas measurement.
		<b>MCFD, mcfD</b>	Thousands of cubic feet per day. A measure of a volume of gas.
		<b>md</b>	A millidarcy. A unit of measure permeability, ie the ability of liquids to flow through a porous solid.

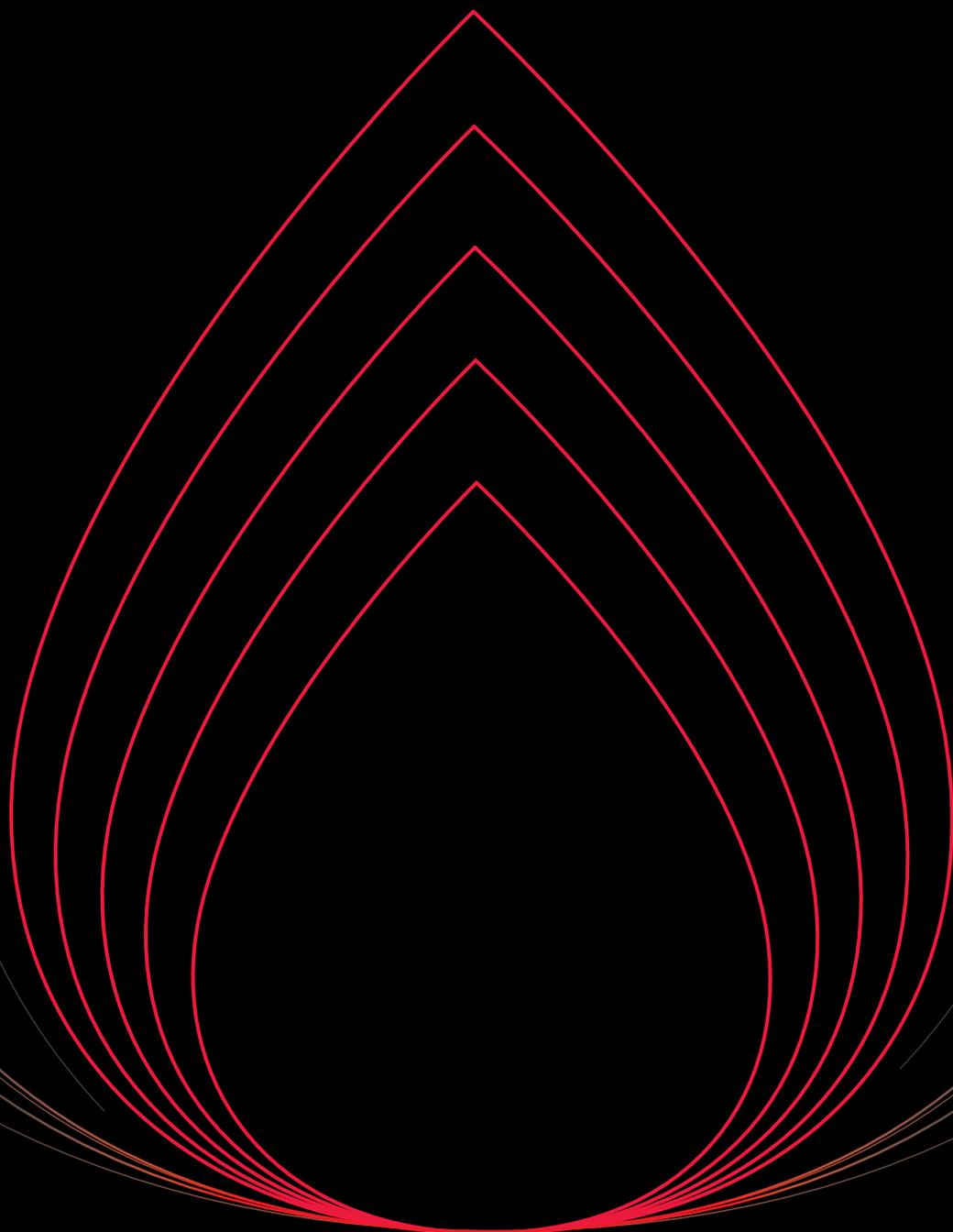


<b>Measured Depth (MD)</b>	The length of the wellbore, as if determined by a measuring stick. This measurement can differ from the true vertical depth in deviated or angled wellbores.	<b>Sandstone</b>	A sedimentary rock composed primarily of sand size grains, usually quartz. A common hydrocarbon reservoir rock.
<b>MMbls, mmbbls</b>	Million barrels. A measure of a volume of liquid.	<b>Seal</b>	An impermeable rock unit that prevents hydrocarbons from escaping from the reservoir.
<b>MMBC, mmbc</b>	Millions of barrels of Condensate.	<b>Seismic reflection</b>	An event observed on seismic data that corresponds to a given rock layer in the subsurface
<b>MMBO, mmbo</b>	Millions of barrels of oil.	<b>Sediment</b>	Generally, water borne debris that settles out of suspension.
<b>MMCF, mmcf</b>	Million cubic feet. A widely quoted unit used for natural gas measurement.	<b>Sedimentary rock</b>	A type of rock formed by aggregation of sediments.
<b>MMCFD, mmcf/d</b>	Million cubic feet per day. A measure of gas flow rates from a producing well.	<b>Shale</b>	A very fine-grained rock often thinly layered. An important seal rock.
<b>MMCFG, mmcfg</b>	Million cubic feet of gas. A measure of a volume of gas.	<b>Show</b>	An indication while drilling that hydrocarbons are present in the well bore.
<b>MMCFGD, mmcfg/d</b>	Millions of cubic feet of gas per day. A measure of the rate of flow of gas.	<b>Source/source rock</b>	An organic rich rock (typically shale) capable of generating hydrocarbons under certain conditions of temperature and pressure.
<b>Perforate</b>	To pierce holes through well casing within an oil or gas-bearing formation by means of a perforating gun lowered down the hole and fired electrically from the surface. The perforations permit production from a formation which has been cased off.	<b>Spud</b>	To commence drilling operations.
<b>Permeability</b>	A measure of the ability of liquids to flow through a porous solid.	<b>Stratigraphy</b>	The study of the vertical and horizontal distribution of stratified rocks, with respect to their age, lateral equivalence and environmental deposition.
<b>Petroleum</b>	(See Hydrocarbons)	<b>Structural trap</b>	Generally, a hydrocarbon trap formed by dipping rock layers and/or faults.
<b>Pipeline</b>	A pipe through which any hydrocarbon or its products is delivered to an end user.	<b>Structure</b>	A geological feature usually higher in elevation than the surrounding rock, formed by local deformation of the rock layers.
<b>Porosity</b>	The percentage of open pore space in a rock.	<b>TCF</b>	Trillion cubic feet or 28.317 billion cubic metres. A unit commonly used in quoting volumes of natural gas.
<b>Possible Reserves</b>	Those Unproved Reserves which analysis of geological and engineering data suggests are less likely to be recoverable than Probable Reserves.	<b>TD</b>	Total Depth. The final depth reached in drilling the well.
<b>Probable Reserves</b>	Those Unproved Reserves which analysis of geological and engineering data suggests are more likely than not to be recoverable.	<b>Trap</b>	A structure capable of retaining hydrocarbons.
<b>Prospect</b>	An undrilled, and therefore hypothetical trap whose technical and commercial uncertainties are sufficiently well understood and is of sufficient size and probability of success to justify drilling.	<b>Trend</b>	A particular direction in which similar geological features are repeated.
<b>Proved or Proven Reserves</b>	Those quantities of petroleum which, by analysis of geological and engineering data, can be estimated with reasonable certainty to be commercially recoverable, from a given date forward, from known reservoirs and under current economic conditions, operating methods, and government regulations.	<b>TVD</b>	True vertical depth. The vertical distance from a point in the well (usually the current or final depth) to a point at the surface, usually the elevation of the rotary kelly bushing (RKB). The TVD is independent of the actual wellbore path.
<b>Recoverable Reserves</b>	That portion of the oil and/or gas in a reservoir that can be removed using currently available techniques.	<b>Unproved Reserves</b>	Unproved Reserves are based on geological and/or engineering data similar to that used for Proven Reserves but technical, contractual, economic or regulatory uncertainties preclude such reserves being classified as Proven – Unproved Reserves can be classified as Probable Reserves and Possible Reserves.
<b>Reserves</b>	The volume of oil and gas that can be recovered at the surface. Generally used in the context of commerciality.	<b>Working Interest (WI)</b>	Target's percentage interest in a project before royalties and state taxes.
<b>Reservoir</b>	A porous rock unit in which hydrocarbons occur in an oil field.		
<b>Risk</b>	A measure of uncertainty relating to the likelihood of finding hydrocarbons, or, the likelihood that any or all of the individual geological elements required for the accumulation of hydrocarbons is met.		



TARGET ENERGY LIMITED ABN 73 119 160 360

# FINANCIAL REPORT 2013



# Directors' Report

Your directors present their report together with the financial statements of the consolidated entity, comprising Target Energy Limited ("Target" or the "Company") and its controlled entities, for the financial year ended 30 June 2013. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

## Directors

The names of directors who held office during or since the end of the year and until the date of this report are as follows. Directors were in office for this entire year unless otherwise stated.

### Christopher Rowe

MA

(Non Executive Chairman)

Mr Rowe graduated from Cambridge University in Economics and Law. Mr Rowe practised in the UK and Perth where he consulted to both the oil and gas and hard rock sectors of the resource industry, before becoming the Executive Chairman of Cultus Petroleum N.L. in 1979 where he served until 1990. During his tenure, the company participated in a number of commercial discoveries in Australia, New Zealand and the USA.

Mr Rowe is currently Chairman of ASX Listed Northern Star Resources Ltd and he is on the advisory committee of the US-based Avalon and Hermosa Oil and Gas Production Partnerships. He is also the Chairman of fund manager Hawkesbridge Private Equity Pty Ltd.

In addition to his resource-related activities Mr Rowe acted as one of the Counsel Assisting the Royal Commission into "W.A. Inc" and has served on the E.P.A of Western Australia as both a member and as Deputy Chairman.

During the last three years, Mr Rowe has also served as a director of the following listed companies:

- Tangier Petroleum Limited
- Northern Star Resources Limited\*

\* denotes current directorships

### Laurence Roe

B.Sc

(Managing Director)

Mr Roe is a petroleum professional with over 25 years experience gained in the industry both in Australian and international projects. He commenced his career with Santos Limited, later taking a senior technical position with Magellan Petroleum Australia Limited, where he was later appointed Exploration Manager. While with Magellan, he had substantial involvement with US and other international projects.

In 1997, Mr Roe left Magellan to start a consulting practice. He has since consulted for numerous Australian explorers, including Santos, Strike Oil, Icon Energy and Hardman Resources Limited. Mr Roe was appointed Exploration Manager for Bounty Oil & Gas NL in 2001, responsible for its portfolio of Australian and international acreage. He was later appointed as Managing Director.

His experience encompasses most Australian sedimentary basins, as well as the USA, New Zealand, Mauritania, Tanzania, Canada, Indonesia, Belize and Argentina.

Mr Roe has no other listed company directorships and has not held any other listed company directorships in the last three years.



### Stephen Mann

FCA

(Non Executive Director)

Stephen is a Fellow of the Institute of Chartered Accountants of Australia and has more than 30 years experience as a chartered accountant prior to his retirement from private practice in 2003.

Stephen is a shareholder in and a director of Investmet Limited, Target's largest shareholder.

During the last three years, Mr Mann has also served as a director of the following listed company:

- Pegasus Metals Limited\*

\* denotes current directorships

### Graham Riley

B.Juris, LLB

(Non Executive Director - resigned 5 October 2012)

Mr Riley is a highly regarded oil and gas professional. A founding director of ARC Energy and former non-executive director of Adelphi Energy, Mr Riley is a qualified legal practitioner. Mr Riley has been responsible for the foundation and growth of a number of petroleum and mining companies.

Mr Riley, who also holds private petroleum interests in the US, brings a wealth of experience to the Target board through his involvement with a number of other oil and gas companies and other resource industry directorships and has a proven record of assisting to generate value for shareholders.

During the last three years, Mr Riley has also served as a director of the following listed companies:

- Buru Energy Limited\*
- Giralia Resources Limited
- Entek Energy Limited\*
- Gascoyne Resources Limited\*

\* denotes current directorships

### Rowan Caren

B.Com CA

Company Secretary

Mr Caren graduated with a Bachelor of Commerce (Accounting) from the University of Western Australia and is a member of the Institute of Chartered Accountants in Australia. He qualified with PricewaterhouseCoopers and worked for them in Australia and overseas for six years. He has since been directly involved in the exploration industry for a further 16 years, initially with a minerals explorer based in Perth but with operations in South America and Asia, for which he acted as an executive and company secretary. In 2004 he created a specialist company secretarial and advisory consultancy, Dabinett Corporate Pty Ltd. Dabinett Corporate provides financial and corporate services to several listed and unlisted companies involved in the resources sector.

## Interests in the shares and options of the Company and related bodies corporate

The following relevant interests in shares and options of the Company or a related body corporate were held by the directors as at the date of this report.

	Number of unlisted options <sup>1</sup>	Number of fully paid ordinary shares
Christopher Rowe	1,679,836	12,022,180
Laurence Roe	371,211	8,584,509
Graham Riley	2,256,249	18,990,353
Stephen Mann	631,250	6,306,250

<sup>1</sup> options are exercisable at 10 cents on or before 31 March 2014.

## Share Options

Details of unissued ordinary shares under option are as follows:

	Number of options	Exercise price	Expiry date
Unlisted options	40,451,824	10 cents	31 March 2014
Unlisted options	750,000	12 cents	24 October 2014

26,077,842 (2012: 62,776,821) ordinary shares were issued during the financial year as a result of the exercise of options. There are no unpaid amounts on the shares issued.

## Dividends

No dividends have been paid or declared since the start of the financial year and the directors do not recommend the payment of a dividend in respect of the financial year.

## Principal Activities

The principal activities of the entities within the consolidated entity during the year were the development and production of and exploration for oil and gas in the United States of America. There have been no significant changes in the nature of those activities during the year other than those described below.

## Review of operations

During the year, the Company continued to develop, explore and expand its oil and gas prospects in Texas and Louisiana.

Production continued from the BOA 12 #1 well in Texas and the Snapper and Pine Pasture wells in Louisiana.

In Texas, the Company and its partners drilled three wells at the Fairway Project in the Permian Basin. Production at Darwin #1 commenced in January. The well represented a new Fusselman oil field discovery but was subsequently re-completed in the Wolfberry formation. Darwin #2 and Sydney #1 were both drilled and completed in the Fusselman formation and brought into production.

As a result of these three Fairway wells having all been successful, Target's production has increased by 322% since the start of 2013. A fourth well, Darwin #3 was drilled subsequent to year end and is also to be completed for oil and gas production. The Company acquired an additional 870 gross acres (478 net acres) of leases in its Fairway Project representing a 22% expansion. The Company now holds 4,528 acres (2,671 net acres) under lease at Fairway.

In Louisiana, the Company and its partners drilled the Pine Pasture #3 well which reached a total depth of 3,011.5m (9,880 feet). Wireline logs have been run with a preliminary analysis indicating the presence of approximately 8 metres of net pay (26 ft). This well is to be completed for production.

The Company was able to finance its operations this year with the assistance of the listed ten cent options, which were fully underwritten, thus raising a total of \$5 million. A further \$0.6m was raised from the conversion of most of the balance of the unlisted 7 cent option series. A total of \$3 million was raised from the issue of convertible notes which were converted into shares.

During the year, the Company advised that trading had commenced of its American Depositary Receipts (ADRs) in the United States on OTCQX International, a segment of the OTCQX marketplace ("OTCQX"). OTCQX International is a segment of the OTCQX marketplace reserved for high-quality non-U.S. companies listed on a qualified securities exchange in their home country.

## **DIRECTORS' REPORT (continued)**

### **Operating results for the year**

Net loss attributable to equity holders of the Company for the year ended 30 June 2013 was \$2,791,055 (2012: \$2,468,419). Basic loss per share was 0.7 cents (2012: 0.8 cents)

### **Significant changes in the state of affairs**

There have been no significant changes in the state of affairs of the consolidated entity to the date of this report, not otherwise disclosed in this report.

### **Significant events after balance date**

There has not been any matter or circumstance that has arisen after balance date that has significantly affected, or may significantly affect, the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years, other than;

- In July 2013, Target secured a further \$1.8 million in funding via the issuance of convertible notes – of which \$1 million has been drawn down to date. The notes have a face value of 7 cents, a 10% coupon and an expiry date of 1 October 2014. They are secured by a charge over the Company's interest in the Fairway project.
- Darwin #3 was drilled subsequent to year end to a total depth at 3,092.8m (10,147 ft). Strong oil and gas shows were exhibited in the lower part of borehole and this well is also to be completed for oil and gas production.

### **Likely developments and expected results**

The consolidated entity will continue to explore, develop and produce from its projects in Texas and Louisiana. Disclosure of any further information regarding likely developments in the operations of the consolidated entity in future financial years and the expected results of those operations is likely to result in unreasonable prejudice to the consolidated entity. Therefore, this information has not been presented in this report.

### **Environmental legislation**

The consolidated entity as non-operator is not subject to any significant environmental legislation. In all projects the operator is responsible for ensuring compliance with environmental regulations.

### **Indemnification and insurance of Directors and Officers**

The Company has agreed to indemnify the following current officers of the Group, Mr C Rowe, Mr L Roe, Mr S Mann and Mr R Caren, against all liabilities to another person (other than the Company or related body corporate) that may arise from their position as officers of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith. The agreement stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses.

The Company has also agreed to indemnify the current directors of its controlled entities for all liabilities to another person (other than the Company or related body corporate) that may arise from their position, except where the liability arises out of conduct involving a lack of good faith. The agreement stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses.

The total amount of premium paid was \$25,733.

## Remuneration report

This report, which forms part of the directors' report, outlines the remuneration arrangements in place for the key management personnel ("KMP") of the Company for the financial year ended 30 June 2013. The information provided in this remuneration report has been audited as required by Section 308(3C) of the Corporations Act 2001.

The remuneration report details the remuneration arrangements for KMP who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Group, directly or indirectly, including any director (whether executive or otherwise) of the parent Company.

### *Key Management Personnel*

#### Directors

Christopher Rowe	Chairman
Laurence Roe	Managing Director
Stephen Mann	Non Executive Director
Graham Riley	Non Executive Director

The Remuneration Report is set out under the following main headings:

- A. Principles used to determine the nature and amount of remuneration
- B. Details of remuneration for the year ended 30 June 2013
- C. Service agreements
- D. Share-based compensation

## **A. Principles used to determine the nature and amount of remuneration**

### *Remuneration philosophy*

The performance of the consolidated entity depends upon the quality of its directors and executives. To prosper, the consolidated entity must attract, motivate and retain highly skilled directors and executives.

To this end, the consolidated entity embodies the following principles in its compensation framework:

- set competitive remuneration packages to attract and retain high calibre employees;
- link executive rewards to shareholder value creation;
- significant portion of executive compensation 'at risk', dependent upon meeting pre-determined performance benchmarks; and
- establish appropriate, demanding performance hurdles for variable executive remuneration.

Remuneration consists of fixed remuneration and variable remuneration.

### *Fixed Remuneration*

Fixed remuneration is reviewed annually by the Board of Directors. The process consists of a review of relevant comparative remuneration in the market and internally and, where appropriate, external advice on policies and practices.

### *Variable Remuneration*

Each of the directors holds a significant number of shares and options. The board does not consider it necessary at the present time to take additional steps to link the remuneration of Directors with the creation of shareholder wealth. Given the current structure, there exists a direct link between the creation of shareholder wealth performance and the financial rewards for the directors.

### *Remuneration Reviews*

The Board of Directors of the Company is responsible for determining and reviewing compensation arrangements for the directors, the Managing Director and all other key management personnel. The Board of Directors assesses the appropriateness of the nature and amount of compensation of key management personnel on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality board and executive team.

### *Remuneration structure*

In accordance with best practice Corporate Governance, the structure of non-executive director and executive remuneration is separate and distinct. There was no remuneration consultants used.

### *Non-executive director remuneration*

The Board seeks to set aggregate remuneration at a level that provides the company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost that is acceptable to shareholders.

The Constitution and the ASX Listing Rules specify that the aggregate remuneration of non-executive directors shall be determined from time to time by a general meeting. The latest determination was at the Annual General Meeting held on 19 November 2009 when shareholders approved an aggregate remuneration of \$300,000 per year. The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst directors is reviewed annually. The Board considers advice from external shareholders as well as the fees paid to non-executive directors of comparable companies when undertaking the annual review process.

Each director receives a fee for being a director of the company. The compensation of directors for the period ending 30 June 2013 is detailed below in Table B.

### *Senior manager and executive director remuneration*

#### **Objective**

The entity aims to reward executives with a level and mix of compensation commensurate with their position and responsibilities within the entity so as to:

- align the interests of executives with those of shareholders;
- link rewards with the strategic goals and performance of the company; and
- ensure total compensation is competitive by market standards.

Compensation consists of the following key elements:

- fixed compensation;
- variable compensation; and
- long term incentive (LTI).

The proportion of fixed compensation and variable compensation (potential short term and long term incentives) is established for each key management person by the Directors.

### *Fixed Compensation*

#### **Objective**

Fixed compensation is reviewed annually by the Directors. The process consists of a review of individual performance, relevant comparative compensation in the market and internally and, where appropriate, external advice on policies and practices.

#### **Structure**

Executives are given the opportunity to receive their fixed remuneration in a variety of forms including cash and fringe benefits such as motor vehicles and expense payment plans.

### *Variable Pay — Long Term Incentive (LTI)*

#### **Objective**

The objective of the LTI plan is to reward executives in a manner that aligns this element of compensation with the creation of shareholder wealth. As such LTI grants are only made to executives who are able to influence the generation of shareholder wealth and thus have a direct impact on the Company's performance against the relevant long term performance hurdle.

#### **Structure**

LTI grants to key management personnel are delivered in the form of shares.

## B. Details of remuneration for the year ended 30 June 2013

		Primary benefits		Post employment	Equity	Total	% Performance related
		Salary & Fees	Non Monetary Benefits	Superannuation	Options		
<b>Directors</b>							
C Rowe	<b>2013</b>	<b>88,000</b>	-	-	-	<b>88,000</b>	-
	2012	105,246	-	-	-	105,246	-
L Roe	<b>2013</b>	<b>316,165</b>	-	<b>28,455</b>	-	<b>344,620</b>	-
	2012	298,165	-	26,835	-	325,000	-
S Mann	<b>2013</b>	<b>55,046</b>	-	<b>4,954</b>	-	<b>60,000</b>	-
	2012	55,046	-	4,954	-	60,000	-
G Riley <sup>1</sup>	<b>2013</b>	<b>15,000</b>	-	-	-	<b>15,000</b>	-
	2012	60,000	-	-	-	60,000	-
<b>Total Directors</b>	<b>2013</b>	<b>474,211</b>	-	<b>33,409</b>	-	<b>507,620</b>	-
	2012	518,457	-	31,789	-	550,246	-

<sup>1</sup> Director until 5 October 2012.

## C. Service agreements

### Employment Contract

The Managing Director, Mr Laurence Roe is employed under contract. The current employment contract has been extended to 31 December 2013. An annual remuneration review is undertaken.

The main terms of the employment contract with Mr Roe are as follows:

- Remuneration of \$364,240 pa inclusive of superannuation.
- Either party is entitled to terminate the agreement by six months notice.
- On termination, other than for cause, the Company will be obliged to make a payment equivalent to six months' salary.
- 12 weeks long service leave is due after 7 years of continuous service. Mr Roe has been employed by the Company since October 2006.

## D. Share-based compensation

During the financial year there were no options granted as equity compensation benefits under a long-term incentive plan to key management personnel.

## E. Options issued as compensation exercised during the year by key management personnel

No compensation options were exercised by key management personnel during the year.

**F. Options granted, exercised or lapsed during the year to key management personnel**

	Options Granted	Options Exercised	Options Expired
<b>Directors</b>			
Christopher Rowe	-	500,002	-
Laurence Roe	-	723,938	-
Stephen Mann	-	1,500,000	-
Graham Riley	-	-	-

**Directors' Meetings**

The number of meetings of directors held during the year and the number of meetings attended by each director was as follows:

Directors during the year ended 30 June 2013	Full meetings of directors	
	A	B
C Rowe	7	7
L Roe	7	7
G Riley	2	2
S Mann	7	7

**A** Number of meetings held during the time that the director held office

**B** Number of meetings attended in person or by conference call

**Proceedings on behalf of the Company**

No person has applied for leave of court to bring proceedings on behalf of the Company or 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 any part of those proceedings.

**Auditor Independence and Non-Audit Services**

Section 307C of the Corporations Act 2001 requires our auditors, HLB Mann Judd, to provide the directors of the Company with an Independence Declaration in relation to the audit of the financial report. This Independence Declaration is located on page 31 of this report and forms part of this directors' report for the year ended 30 June 2013.

**Non-Audit Services**

There were no non-audit services provided by our auditors, HLB Mann Judd.

Signed in accordance with a resolution of the directors.



**Laurence Roe**  
**Managing Director**

Perth, 23 September 2013

# Auditor's Independence Declaration



Accountants | Business and Financial Advisers

## AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Target Energy Limited for the year ended 30 June 2013, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- a) the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- b) any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Target Energy Limited and the entities it controlled during the year.

A handwritten signature in blue ink, appearing to read 'M R W Ohm'.

Perth, Western Australia  
23 September 2013

M R W Ohm  
Partner

HLB Mann Judd (WA Partnership) ABN 22 193 232 714  
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Email: [hlb@hlbwa.com.au](mailto:hlb@hlbwa.com.au). Website: <http://www.hlb.com.au>  
Liability limited by a scheme approved under Professional Standards Legislation

HLB Mann Judd (WA Partnership) is a member of  international, a worldwide organisation of accounting firms and business advisers.

# Statement of Comprehensive Income

FOR THE YEAR ENDED 30 JUNE 2013

	Note	Consolidated	
		2013	2012
		\$	\$
<b>Continuing operations</b>			
Revenue	2	2,295,383	1,386,201
Other income	2	438	789
		2,295,821	1,386,990
Oil and gas production expenses and taxes		(611,217)	(602,810)
Accounting expense		(60,694)	(55,327)
Audit fees		(81,040)	(43,903)
Consultants		(255,659)	(225,748)
Depreciation expense		(47,626)	(35,169)
Directors' fees		(237,758)	(166,063)
Employee benefits expense		(383,511)	(427,441)
Amortisation of oil & gas properties	8	(1,218,886)	(930,325)
Impairment of exploration and development expenditure	9	(1,104,533)	(549,990)
Foreign exchange gain/ (loss)		(9,351)	9,389
Interest expense		(137,694)	(78,623)
Legal expenses		(108,202)	(20,483)
Listing fees		(55,113)	(26,379)
Office expense		(181,094)	(179,459)
Share-based payments	10	(11,876)	(35,264)
Other expenses		(369,693)	(260,553)
Share registry expense		(13,267)	(14,043)
Travel and accommodation		(199,662)	(213,217)
<b>Loss from continuing operations before income tax expense</b>		<b>(2,791,055)</b>	<b>(2,468,419)</b>
Income tax expense	3(a)	-	-
<b>Loss from continuing operations after income tax expense</b>		<b>(2,791,055)</b>	<b>(2,468,419)</b>
<b>Other comprehensive income</b>			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of foreign operations		2,038,466	336,410
<b>Total comprehensive loss</b>		<b>(752,589)</b>	<b>(2,132,009)</b>
Basic loss per share (cents per share)	4	(0.7)	(0.8)

The accompanying notes form part of these financial statements

# Statement of Financial Position

AS AT 30 JUNE 2013

	Note	Consolidated	
		2013	2012
		\$	\$
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	5	1,537,700	682,540
Trade and other receivables	6	1,976,843	164,607
Other financial assets	7	50,000	50,000
<b>Total Current Assets</b>		<b>3,564,543</b>	<b>897,147</b>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	8	14,121,545	3,725,734
Deferred exploration, evaluation and development expenditure	9	10,046	5,327,920
<b>Total Non-Current Assets</b>		<b>14,131,591</b>	<b>9,053,654</b>
<b>TOTAL ASSETS</b>		<b>17,696,134</b>	<b>9,950,801</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	11	1,038,157	662,250
Convertible notes	12	-	500,000
<b>Total Current Liabilities</b>		<b>1,038,157</b>	<b>1,162,250</b>
<b>TOTAL LIABILITIES</b>		<b>1,038,157</b>	<b>1,162,250</b>
<b>NET ASSETS</b>		<b>16,657,977</b>	<b>8,788,551</b>
<b>EQUITY</b>			
Issued capital	13	33,492,432	24,882,293
Reserves	14	1,156,395	(893,947)
Accumulated losses		(17,990,850)	(15,199,795)
<b>TOTAL EQUITY</b>		<b>16,657,977</b>	<b>8,788,551</b>

The accompanying notes form part of these financial statements

# Statement of Cash Flows

## FOR THE YEAR ENDED 30 JUNE 2013

	Note	Consolidated	
		2013	2012
		\$	\$
		Inflows/(Outflows)	
<b>Cash Flows from Operating Activities</b>			
Receipts from customers		1,413,481	1,376,594
Payments to suppliers and employees		(2,737,450)	(2,065,756)
Interest received/(paid)		(122,420)	(52,538)
<b>Net cash used in operating activities</b>	5(ii)	<b>(1,446,389)</b>	<b>(741,700)</b>
<b>Cash Flows from Investing Activities</b>			
Exploration and development expenditure		(208,183)	(3,942,965)
Purchase of property, plant and equipment		(5,613,267)	(93,900)
<b>Net cash used in investing activities</b>		<b>(5,821,450)</b>	<b>(4,036,865)</b>
<b>Cash Flows from Financing Activities</b>			
Proceeds from issue of shares		8,356,069	3,667,323
Share issue expenses		(223,719)	(36,311)
<b>Net cash provided by financing activities</b>		<b>8,132,350</b>	<b>3,631,012</b>
<b>Net (decrease)/increase in cash held</b>		<b>864,511</b>	<b>(1,147,553)</b>
Cash at the beginning of the financial year		682,540	1,820,704
Effect of exchange rate changes on the balance of cash held in foreign currencies		(9,351)	9,389
Cash at the end of the financial year	5	<b>1,537,700</b>	<b>682,540</b>

The accompanying notes form part of these financial statements

# Statement of Changes in Equity

FOR THE YEAR ENDED 30 JUNE 2013

Consolidated Group	Issued Capital	Accumulated Losses	Option Reserve	Share-Based Payments Reserve	Foreign Currency Translation Reserve	Total
	\$	\$	\$	\$	\$	\$
<b>Balance at 1 July 2011</b>	21,122,156	(12,731,376)	340,000	216,315	(1,821,936)	7,125,159
Shares issued during the year	3,817,323	-	-	-	-	3,817,323
Share issue costs	(57,186)	-	-	-	-	(57,186)
Options issued during the period	-	-	-	35,264	-	35,264
Loss for the year	-	(2,468,418)	-	-	-	(2,468,418)
Net exchange differences on translation of the financial reports of foreign subsidiaries	-	-	-	-	336,410	336,410
<b>Balance at 30 June 2012</b>	24,882,293	(15,199,795)	340,000	251,579	(1,485,526)	8,788,551
<b>Balance at 1 July 2012</b>	24,882,293	(15,199,795)	340,000	251,579	(1,485,526)	8,788,551
Shares issued during the year	8,855,719	-	-	-	-	8,855,719
Share issue costs	(245,580)	-	-	-	-	(245,580)
Employee share issued during the period	-	-	-	11,876	-	11,876
Loss for the year	-	(2,791,055)	-	-	-	(2,791,055)
Net exchange differences on translation of the financial reports of foreign subsidiaries	-	-	-	-	2,038,466	2,038,466
<b>Balance at 30 June 2013</b>	33,492,432	(17,990,850)	340,000	263,455	552,940	16,657,977

The accompanying notes form part of these financial statements

# Notes to the Financial Statements

FOR THE YEAR ENDED 30 JUNE 2013

## NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

### (a) Basis of Preparation

The financial report is a general-purpose financial report, which has been prepared in accordance with the requirements of the Corporations Act 2001, Accounting Standards and Interpretations, and complies with other requirements of the law. The financial report has also been prepared on a historical cost basis.

The financial report is presented in Australian dollars.

The company is an ASX listed public company, incorporated in Australia and operating in Australia and the United States of America. The principal activities were the exploration for and production of oil and gas in the United States of America.

### (b) Adoption of new and revised standards

In the year ended 30 June 2013, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current annual reporting period.

As a result of this review, the Directors have determined that there is no material impact of the new and revised Standards and Interpretations on the Company and, therefore, no material change is necessary to the consolidated entity's accounting policies.

The consolidated entity has also reviewed all new Standards and Interpretations that have been issued but are not yet effective for the year ended 30 June 2013. As a result of this review the Directors have determined that there is no material impact, of the new and revised Standards and Interpretations on the Company and, therefore, no change is necessary to the consolidated entity's accounting policies.

### (c) Statement of Compliance

The financial report was authorised for issue on 23 September 2013.

The financial report complies with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial report, comprising the financial statements and notes thereto, complies with International Financial Reporting Standards (IFRS).

### (d) Basis of Consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Target Energy Limited as at 30 June 2013 and the results of all subsidiaries for the year then ended. Target Energy Limited and its subsidiaries are referred to in this financial report as the group or the consolidated entity.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent entity, using consistent accounting policies.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-group transactions have been eliminated in full.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group. Control exists where the company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing when the Group controls another entity.

Business combinations have been accounted for using the acquisition method of accounting.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill) and liabilities of the subsidiary and any non-controlling interests. When assets of the subsidiary are carried at revalued amounts or fair values and the related cumulative gain or loss has been recognised in other comprehensive income and accumulated in equity, the amounts previously recognised in other comprehensive income and accumulated in equity are accounted for as if the Group had directly disposed of the relevant assets (i.e. reclassified to profit or loss or transferred directly to retained earnings as specified by applicable Standards). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under AASB 139 'Financial Instruments: Recognition and Measurement' or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

## (e) Critical accounting judgements and key sources of estimation uncertainty

The application of accounting policies requires the use of judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the critical judgements (apart from those involving estimations, which are dealt with below), that management has made in the process of applying the consolidated entity's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

### Treatment of exploration and development expenditures

The consolidated entity is currently capitalising exploration and development expenditures on various tenements until such time as production has commenced or the area of interest is deemed unlikely to yield benefits either through successful exploitation or sale, at which stage the costs will be recognised in profit and loss.

The Group has considered the existence of any indications of impairment in relation to its capitalised exploration and development properties. Based upon this review, a total of \$1,104,533 has been recorded as an impairment expense in the statement of comprehensive income.

### Reserve estimates

Reserves are estimates of the amount of product that can be economically and legally extracted from the consolidated entity's properties. In order to calculate reserves, estimates and assumptions are required about a large range of geological, technical and economic factors, including quantities, grades, production techniques, recovery rates, production costs, transport costs, commodity demand, commodity prices and exchange rates. Because the economic assumptions used to estimate reserves change from period to period, and because additional geological data is generated during the course of operation, estimates of reserves may change from period to period. Changes in reported reserves may affect the consolidated entity's financial results and financial position in a number of ways, including the following:

- Asset carrying values may be affected due to changes in estimated future cash flows;
- Depreciation and amortisation charged in the statement of comprehensive income may change where such charges are determined by the units of production basis, or where the useful economic lives of assets change; and
- Decommissioning, site restoration and environmental provisions may change where changes in estimated reserves affect expectations about the timing or cost of these activities.

### Share-based payment transactions

The consolidated entity measures the cost of equity-settled share-based payments at fair value at the grant date using an option pricing model, taking into account the terms and conditions upon which the instruments were granted.

## (f) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the consolidated entity and the revenue can be reliably measured.

### Interest income

Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

### Oil & Gas Production Revenue

Oil & Gas production revenue is recognised when the significant risks and rewards of ownership have passed to the buyer and the costs incurred or to be incurred in respect of the transaction can be measured reliably. Risks and rewards of ownership are considered passed to the buyer at the time of delivery of the product to the buyer.

## (g) Cash and cash equivalents

Cash comprises cash at bank and in hand. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

**(h) Trade and other receivables**

Trade receivables are measured on initial recognition at fair value and are subsequently measured at amortised cost using the effective interest rate method, less provision for impairment. Trade receivables are generally due for settlement within periods ranging from 30 to 90 days.

Impairment of trade receivables is continually reviewed and those that are considered to be uncollectible are written off by reducing the carrying amount directly. An allowance account is used when there is objective evidence that the consolidated entity will not be able to collect all amounts due according to the original contractual terms. Factors considered by the consolidated entity in making this determination include known significant financial difficulties of the debtor, review of financial information and significant delinquency in making contractual payments to the consolidated entity. The impairment allowance is set equal to the difference between the carrying amount of the receivable and the present value of estimated future cash flows, discounted at the original effective interest rate. Where receivables are short-term discounting is not applied in determining the allowance.

The amount of the impairment loss is recognised in the statement of comprehensive income. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the statement of comprehensive income.

**(i) Derecognition of financial assets and financial liabilities**

**(i) Financial assets**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- the rights to receive cash flows from the asset have expired;
- the consolidated entity retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass-through' arrangement; or
- the consolidated entity has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the consolidated entity has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the consolidated entity's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration received that the consolidated entity could be required to repay.

**(ii) Financial liabilities**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

**(j) Impairment of financial assets**

The consolidated entity assesses at each balance date whether a financial asset or group of financial assets is impaired.

**(i) Financial assets carried at amortised cost**

If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced either directly or through use of an allowance account.

The amount of the loss is recognised in profit or loss.

The consolidated entity first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and that group of financial assets is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. Any subsequent reversal of an impairment loss is recognised in profit or loss, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

#### **(ii) Financial assets carried at cost**

If there is objective evidence that an impairment loss has been incurred on an unquoted equity instrument that is not carried at fair value (because its fair value cannot be reliably measured), or on a derivative asset that is linked to and must be settled by delivery of such an unquoted equity instrument, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the current market rate of return for a similar financial asset.

#### **(k) Foreign currency translation**

Both the functional and presentation currency of Target Energy Limited is Australian dollars. Each entity in the consolidated entity determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions in foreign currencies are initially recorded in the functional currency by applying the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance date.

All exchange differences in the consolidated financial report are taken to profit or loss with the exception of differences on foreign currency borrowings that provide a hedge against a net investment in a foreign entity. These are taken directly to equity until the disposal of the net investment, at which time they are recognised in profit or loss.

Tax charges and credits attributable to exchange differences on those borrowings are also recognised in equity.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

The functional currency of the foreign operations, TECLA USA Inc, TECLA Garwood Limited LP and TECLA Louisiana Limited Inc, is United States dollars (US\$). As at the reporting date the assets and liabilities of these subsidiaries are translated into the presentation currency of Target Energy Limited at the rate of exchange ruling at the balance date and their statements of comprehensive income are translated at the average exchange rate for the year.

The exchange differences arising on the translation are taken directly to a separate component of equity.

On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in profit or loss.

#### **(l) Income tax**

The income tax expense or benefit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary difference and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance date.

Deferred income tax is provided on all temporary differences at the balance date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences except:

- when the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, and the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the deductible temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, in which case a deferred tax asset is only recognised to the extent that it is probable that the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each balance date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in profit or loss.

Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

### (m) Other taxes

Revenues, expenses and assets are recognised net of the amount of GST except:

- when the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables, which are stated with the amount of GST included.

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

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

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

### (n) Property, plant and equipment

Oil and gas properties include construction, installation or completion of infrastructure facilities such as pipelines and platforms, capitalised borrowing costs, transferred exploration and evaluation costs, and the cost of development wells.

Plant and equipment is stated at cost less accumulated depreciation and any accumulated impairment losses. Such cost includes the cost of replacing parts that are eligible for capitalisation when the cost of replacing the parts is incurred. Similarly, when each major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement only if it is eligible for capitalisation.

Depreciation is calculated on a straight-line basis over the estimated useful life of the assets as follows:

Office Equipment – over 5 to 8 years

Motor Vehicles – over 4 years

Computer Equipment – over 2.5 years

Oil and Gas Software – over 4 years

Website – over 10 years

Amortisation is calculated on a unit of production basis as follows:

Oil and Gas Properties – over the life of proved plus probable reserves

The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted if appropriate, at each financial year end.

### **(i) Impairment**

The carrying values of property, plant and equipment are reviewed for impairment at each reporting date, with recoverable amount being estimated when events or changes in circumstances indicate that the carrying value may be impaired.

The recoverable amount of property, plant and equipment is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

For an asset that does not generate largely independent cash inflows, recoverable amount is determined for the cash-generating unit to which the asset belongs, unless the asset's value in use can be estimated to be close to its fair value.

An impairment exists when the carrying value of an asset or cash-generating units exceeds its estimated recoverable amount. The asset or cash-generating unit is then written down to its recoverable amount. For property, plant and equipment, impairment losses are recognised in the statement of comprehensive income in the amortisation and impairment of oil & gas properties.

### **(ii) Derecognition and disposal**

An item of property, plant and equipment is derecognised upon disposal or when no further future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

## **(o) Financial assets**

Financial assets in the scope of AASB 139 *Financial Instruments: Recognition and Measurement* are classified as either financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale investments, as appropriate. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs. The consolidated entity determines the classification of its financial assets after initial recognition and, when allowed and appropriate, re-evaluates this designation at each financial year-end.

All regular way purchases and sales of financial assets are recognised on the trade date i.e. the date that the consolidated entity commits to purchase the asset. Regular way purchases or sales are purchases or sales of financial assets under contracts that require delivery of the assets within the period established generally by regulation or convention in the marketplace.

### **(i) Financial assets at fair value through profit or loss**

Financial assets classified as held for trading are included in the category 'financial assets at fair value through profit or loss'. Financial assets are classified as held for trading if they are acquired for the purpose of selling in the near term. Derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on investments held for trading are recognised in profit or loss.

### **(ii) Held-to-maturity investments**

Non-derivative financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity when the consolidated entity has the positive intention and ability to hold to maturity. Investments intended to be held for an undefined period are not included in this classification. Investments that are intended to be held-to-maturity, such as bonds, are subsequently measured at amortised cost. This cost is computed as the amount initially recognised minus principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between the initially recognised amount and the maturity amount. This calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums and discounts. For investments carried at amortised cost, gains and losses are recognised in profit or loss when the investments are derecognised or impaired, as well as through the amortisation process.

### **(iii) Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

**(iv) Available-for-sale investments**

Available-for-sale investments are those non-derivative financial assets that are designated as available-for-sale or are not classified as any of the three preceding categories. After initial recognition available-for-sale investments are measured at fair value with gains or losses being recognised as a separate component of equity until the investment is derecognised or until the investment is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is recognised in profit or loss.

The fair value of investments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business on the balance date. For investments with no active market, fair value is determined using valuation techniques. Such techniques include using recent arm's length market transactions, reference to the current market value of another instrument that is substantially the same, discounted cash flow analysis and option pricing models.

**(p) Impairment of assets**

The consolidated entity assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the consolidated entity makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at revalued amount (in which case the impairment loss is treated as a revaluation decrease).

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

**(q) Trade and other payables**

Trade payables and other payables are carried at amortised cost and represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year that are unpaid and arise when the consolidated entity becomes obliged to make future payments in respect of the purchase of these goods and services. Trade and other payables are presented as current liabilities unless payment is not due within 12 months.

**(r) Interest-bearing loans and borrowings**

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised.

**(s) Provisions**

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

When the consolidated entity expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of comprehensive income net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability.

When discounting is used, the increase in the provision due to the passage of time is recognised as a borrowing cost.

## **(t) Employee leave benefits**

### **(i) Wages, salaries, annual leave and personal leave**

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating personal leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating personal leave are recognised when the leave is taken and are measured at the rates paid or payable.

### **(ii) Long service leave**

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to expected future wage and salary levels, experience of employee departures, and period of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

## **(u) Share-based payment transactions**

### **(i) Equity settled transactions:**

The consolidated entity has provided benefits to employees (including senior executives) of the consolidated entity in the form of share-based payments, whereby employees render services in exchange for shares or rights over shares (equity-settled transactions).

The cost of these equity-settled transactions with employees is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by an internal valuation using an option pricing model. In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price and liquidity of the shares of Target Energy Limited (market conditions) if applicable.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the vesting period).

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the consolidated entity's best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The statement of comprehensive income charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is only conditional upon a market condition. If the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share (see Note 4).

## **(v) Issued capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### (w) Earnings/(loss) per share

Basic earnings/(loss) per share is calculated as net profit/(loss) attributable to members of the company, adjusted to exclude any costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted earnings/(loss) per share is calculated as net profit/(loss) attributable to members of the company, adjusted for:

- costs of servicing equity (other than dividends) and preference share dividends;
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares; divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

### (x) Exploration, evaluation and development expenditure

Exploration, evaluation and development expenditure in relation to separate areas of interest for which rights of tenure are current, are capitalised in the period in which they are incurred and are carried at cost less accumulated impairment losses. The cost of acquisition of an area of interest and exploration expenditure relating to that area of interest are carried forward as an asset in the Statement of Financial Position so long as the following conditions are satisfied:

(i) the rights to tenure of the area of interest are current; and

(ii) at least one of the following conditions is also met:

- the exploration and evaluation expenditures are expected to be recouped through successful development and exploitation of the area of interest, or alternatively, by its sale; or
- exploration and evaluation activities in the area of interest have not at the reporting date reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves.

Exploration and evaluation expenditure is assessed for impairment when facts and circumstances suggest that their carrying amount exceeds their recoverable amount and where this is the case an impairment loss is recognised. Should a project or an area of interest be abandoned, the expenditure will be written off in the period in which the decision is made.

Once an area of interest enters a production phase all capitalised expenditure in relation to that area of interest is transferred to Development Expenditure. Capitalised Development Expenditure is not amortised. Capitalised Development Expenditure is assessed for impairment when the facts and circumstances suggest their carrying amount exceeds their recoverable amount and where this is the case an impairment loss is recognised. Once a proven and probable reserve is determined, all capitalised expenditure is transferred to Oil and Gas Properties.

### (y) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of the Company.

### (z) Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

### (aa) Parent entity financial information

The financial information for the parent entity, Target Energy Limited, disclosed in note 23 has been prepared on the same basis as the consolidated financial statements, except as set out below.

#### (i) Investments in subsidiaries, associates and joint venture entities

Investments in subsidiaries, associates and joint venture entities are accounted for at cost in the parent entity's financial statements. Dividends received from associates are recognised in the parent entity's profit or loss, rather than being deducted from the carrying amount of these investments.

#### (ii) Share-based payments

The grant by the company of options over its equity instruments to the employees of subsidiary undertakings in the group is treated as a capital contribution to that subsidiary undertaking. The fair value of employee services received, measured by reference to the grant date fair value, is recognised over the vesting period as an increase to investment in subsidiary undertakings, with a corresponding credit to equity.

## (ab) Going Concern

For the year ended 30 June 2013, the Group had a net cash outflow from operating and investing activities of \$7,267,839 and incurred a net loss for the year of \$2,791,055.

In addition, the Company raised \$1,000,000 of debt funding in July 2013 via a convertible note. The notes have a maturity date of 1 October 2014.

The Board considers that the Group is a going concern and recognises that additional funding is required to ensure that it can continue to fund its operations and further develop its oil and gas assets in the USA during the twelve month period from the date of approval of the financial reports. Such additional funding may be derived from one or a combination of the following:

- the placement of securities under ASX listing Rule 7.1 or otherwise;
- an excluded offer pursuant to the Corporation's Act 2001;
- further debt funding;
- revenue from oil and gas wells; or
- the sale of assets.

Additionally, whilst not desirable, certain planned capital expenditures can be deferred to the extent considered necessary to match the availability of the funding.

In reaching their assessment, the Directors also considered the following:

- the Group has 40,451,824 options exercisable at 10 cents which expire on 31 March 2014. However, there is no guarantee that these will be exercised;
- the Group has available to it a further \$800,000 facility from the existing convertible note holders;
- the convertible notes mature in October 2014 and noteholders may elect to receive either repayment of the face value of \$1,000,000 (or \$1,800,000 if the balance of the facility has been drawn down) or conversion of the notes into shares at 7 cents per share. The directors consider it unlikely that noteholders will require repayment of the loans if the share price is greater than 7 cents at the maturity date; and
- the directors anticipate, but cannot guarantee, an increase in revenue attributable to the Darwin #3 and Pine Pasture #3 wells which were drilled subsequent to year end.

Accordingly, the Directors believe that the Group will obtain sufficient funding to enable it to continue as a going concern and that it is appropriate to adopt that basis of accounting in the preparation of the financial report. Should the Group be unable to obtain sufficient funding as outlined above, there is a material uncertainty that may cast significant doubt whether it will be able to continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts and classifications of liabilities that might be necessary should it not continue as a going concern.

## NOTE 2: REVENUE AND EXPENSES

	Consolidated	
	2013	2012
	\$	\$
<b>(a) Revenue</b>		
Oil and Gas income	2,280,110	1,360,735
Interest received - other	15,273	25,466
Total revenue	2,295,383	1,386,201
Other income	438	789
Total other income	438	789
	2,295,821	1,386,990

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### NOTE 3: INCOME TAX

#### (a) Income tax recognised in profit/loss

No income tax is payable by the company or consolidated entities as they have recorded losses for income tax purposes for the year.

#### (b) Numerical reconciliation between income tax expense and the loss before income tax.

The prima facie income tax benefit on pre-tax accounting loss from operations reconciles to the income tax benefit in the financial statements as follows:

	Consolidated	
	2013	2012
	\$	\$
Accounting loss before tax	(2,791,055)	(2,468,418)
Income tax benefit/(expense) at 30%	837,317	740,525
Non-deductible expenses:		
Foreign tax rate adjustment	357,700	159,226
Foreign exchange gain / (loss)	(909,649)	(198,548)
Option / share issue expense	(3,563)	(10,579)
Other non deductible expenses	(1,537)	(939)
Unrecognised tax losses	(280,268)	(689,685)
Income tax benefit attributable to loss from ordinary activities before tax	-	-

#### (c) Unrecognised deferred tax balances

Tax losses attributable to members of the consolidated group - revenue	36,279,261	25,852,045
Potential tax benefit at 30%	10,883,778	7,755,614

#### Deferred tax liability not booked

Deferred exploration expenditure and oil & gas properties	(4,207,848)	(2,680,377)
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#### Deferred tax asset not booked

Amounts recognised in profit & loss		
- employee provisions	3,072	2,572
- other	60,285	65,680
Amounts recognised in equity		
- share issue costs	93,488	87,890
Net unrecognised deferred tax asset at 30%	6,832,775	5,231,379

A deferred tax asset attributable to income tax losses has not been recognised at balance date as the probability criteria disclosed in Note 1(l) is not satisfied and such benefit will only be available if the conditions of deductibility also disclosed in Note 1(l) are satisfied.

#### NOTE 4: EARNINGS/(LOSS) PER SHARE

	Consolidated Group	
	2013	2012
	Cents	Cents
<i>Basic loss per share (cents per share)</i>	(0.7)	(0.8)

The loss and weighted average number of ordinary shares used in the calculation of basic earnings per share is as follows:

Loss for the year	(2,791,055)	(2,468,418)
Weighted average number of shares outstanding during the year used in calculations of basic loss per share	405,351,916	312,356,633

#### *Diluted loss per share*

There is no dilution of shares due to options as the potential ordinary shares are not dilutive and are therefore not included in the calculation of diluted loss per share

#### NOTE 5: CASH AND CASH EQUIVALENTS

	Consolidated	
	2013	2012
	\$	\$
Cash at bank	1,537,471	682,495
Cash on hand	229	45
	1,537,700	682,540

Cash at bank earns interest at floating rates based on daily bank deposit rates

#### (i) Reconciliation to the Statement of Cash Flows

For the purposes of the statement of cash flows, cash and cash equivalents comprise cash on hand and at bank.

Cash and cash equivalents as shown in the statement of cash flows are reconciled to the related items in the statement of financial position as follows:

Cash and cash equivalents	1,537,700	682,540
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#### (ii) Reconciliation of loss after income tax to net cash flows from operating activities:

Loss after income tax	(2,791,055)	(2,468,418)
Depreciation	47,626	35,169
Amortisation and impairment	2,323,419	1,480,315
Share-based payments	11,876	35,264
Net foreign exchange (gain)/loss	9,351	(9,389)
	(398,783)	(927,058)

Changes in operating assets and liabilities, net of the effects of purchase of subsidiaries:

(Increase)/decrease in trade and other receivables	(908,689)	84,492
(Decrease)/increase in trade and other payables	(140,584)	126,498
(Decrease)/increase in employee benefits	1,667	(25,631)
Net cash outflow from operating activities	(1,446,389)	(741,700)

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### NOTE 6: TRADE AND OTHER RECEIVABLES

	Consolidated	
	2013	2012
	\$	\$
<b>Current</b>		
Trade receivables	1,011,685	144,618
Prepayments	11,149	7,899
Cash calls	911,446	-
GST recoverable	12,643	6,146
Other receivables	316,630	264,013
Impairment of other receivables	(286,710)	(258,070)
	<u>1,976,843</u>	<u>164,607</u>

The average credit period on sales of goods and rendering of services is 30-90 days.

No interest is charged.

#### Ageing of impaired other receivables

60 – 90 days	-	-
90 – 120 days	-	-
120 + days	286,710	258,070

### NOTE 7: OTHER FINANCIAL ASSETS

#### Current

Term deposit	50,000	50,000
	<u>50,000</u>	<u>50,000</u>

The term deposit is held as security by a bank, on behalf of the Company, in respect of a credit card facility for a total of \$50,000.

## NOTE 8: PROPERTY, PLANT AND EQUIPMENT

	Office Equipment	Computer Equipment	Motor Vehicles	Oil & Gas Software	Tex Website	Oil & Gas Properties	Total
	\$	\$	\$	\$	\$	\$	\$
<b>Year ended 30 June 2013</b>							
At 1 July 2012, net of accumulated depreciation/amortisation	59,098	10,811	33,269	15,885	-	3,606,671	3,725,734
Effect of movements in foreign exchange	3,149	4,840	2,264	1,184	(97)	400,259	411,599
Additions	2,629	11,207	-	-	8,818	6,345,823	6,368,477
Transferred from exploration & evaluation expenditure	-	-	-	-	-	4,884,933	4,884,933
Transferred to other receivables	-	-	-	-	-	(2,686)	(2,686)
Depreciation/amortisation for the year	(14,096)	(16,470)	(11,588)	(4,687)	(785)	(1,218,886)	(1,266,512)
At 30 June 2013, net of accumulated depreciation and amortisation	50,780	10,388	23,945	12,382	7,936	14,016,114	14,121,544
<b>At 1 July 2012</b>							
Cost	98,214	72,119	46,882	18,955	-	8,560,923	8,797,093
Accumulated depreciation/amortisation	(39,116)	(61,308)	(13,613)	(3,070)	-	(4,954,252)	(5,071,359)
Net carrying amount	59,098	10,811	33,269	15,885	-	3,606,671	3,725,734
<b>At 30 June 2013</b>							
Cost	107,566	74,253	52,084	21,058	8,818	20,739,062	21,002,841
Accumulated depreciation/amortisation	(56,786)	(63,865)	(28,139)	(8,676)	(882)	(6,722,948)	(6,881,296)
Net carrying amount	50,780	10,388	23,945	12,382	7,936	14,016,114	14,121,545

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)**

**NOTE 9: DEFERRED EXPLORATION, EVALUATION AND DEVELOPMENT EXPENDITURE**

	Consolidated	
	2013	2012
	\$	\$
Costs carried forward in respect of:		
<b>Exploration and evaluation phases - at cost</b>		
Balance 1 July	5,327,920	1,649,942
Effects of movements in foreign exchange	591,279	70,797
Expenditure incurred	121,704	4,093,139
	<u>6,040,903</u>	<u>5,813,878</u>
Impairment for the year	(1,145,924)	-
Transferred to oil & gas properties	(4,884,933)	-
Transferred to development phase	-	(485,958)
Balance at 30 June	<u>10,046</u>	<u>5,327,920</u>
<b>Development phase - at cost</b>		
Balance 1 July	-	726,445
Effects of movements in foreign exchange	-	31,170
Expenditure incurred	(41,391)	64,033
	<u>(41,391)</u>	<u>821,648</u>
Transferred from exploration and evaluation phase	-	485,958
Impairment for the year	41,391	(549,990)
Transferred to oil & gas properties	-	(757,616)
Balance at 30 June	<u>-</u>	<u>-</u>
Total deferred exploration and development expenditure	<u>10,046</u>	<u>5,327,920</u>

The recoupment of costs carried forward in relation to areas of interest in the exploration and evaluation phases are dependent on successful development and commercial exploitation or sale of the respective areas.

## NOTE 10: SHARE BASED PAYMENT PLANS

### Employee Share Plan (ESP)

On 8 May 2013, 1,666,666 shares were issued to Mr Ross Dinsdale (Business Development Manager) under the employee share plan. The shares will vest with Mr Dinsdale if he achieves various performance conditions and the loan is repaid. The weighted average fair value of the shares, determined by reference to market price at the date of issue, was 7.02 cents.

The fair value of the equity settled shares granted is estimated as at the date of grant using a binomial model taking into account the terms and conditions upon which the shares were issued. Included under share based payment expenses in the statement of comprehensive income is \$11,876 (2012: \$Nil) in respect of these shares issued to Mr Dinsdale.

Using the Binomial Tree option valuation, the fair value of the shares issued was calculated. The model takes into account share price volatilities. The following inputs were used:

Underlying Asset Price	7.02c
6 month Volatility	59%
12 month Volatility	106%
Risk Free Interest Rate	4% pa
Valuation Date	8 May 2013
Discounts Applied	20–50% depending on probability that the performance condition will be satisfied

### Employee Share Loan Plan (ESLP)

Mr Dinsdale was provided an employee share loan to purchase the plan shares. The loan is interest free with recourse limited to the underlying shares. The loan is made based on the market price of the underlying shares on the grant date and is repayable in full by 8 May 2018.

### Employee Share Option Plan

The following share-based payment arrangements were in place during the current and prior periods:

	Number	Grant date	Expiry date	Exercise price \$	Fair value at grant date \$
Employee share option	750,000	24 October 2011	24 October 2014	12 cents	35,264

A summary of the movements of employee share options issued is as follows:

	2013 No.	2013 Weighted average exercise price	2012 No.	2012 Weighted average exercise price
Outstanding at the beginning of the period	750,000	12 cents	750,000	12 cents
Granted during the period	-	-	750,000	12 cents
Expired during the period	-	-	(750,000)	12 cents
Outstanding at the end of the period	750,000	12 cents	750,000	12 cents
Exercisable at the end of the period	750,000	12 cents	750,000	12 cents

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### NOTE 11: TRADE AND OTHER PAYABLES

	Consolidated	
	2013	2012
	\$	\$
<b>Current</b>		
Trade payables	777,552	400,156
Employee entitlements	10,239	8,572
Accruals	200,949	218,932
Other payables	6,681	34,590
	<b>995,421</b>	<b>662,250</b>

Trade payables are non-interest bearing and are normally settled on 30-day terms.

### NOTE 12: CONVERTIBLE NOTES

Balance 1 July	500,000	650,000
Issued during the year <sup>(i)</sup>	2,505,000	-
Converted to equity/shares during the year	(3,005,000)	(150,000)
Balance at end of year	-	500,000

(i) Details of the convertible notes issued.

33,400,000 convertible notes were issued to Investmet Limited following shareholder approval for a loan received from Investmet to be convertible into shares. The convertible note was converted into shares on 21 December 2012.

The terms of the convertible notes were as follows:

- Interest Rate of 12% pa
- Secured over Target's interest in the Fairway project
- Face Value of 7.5 cents each
- Each Note convertible into one share

(ii) In addition, a further \$500,000 of convertible notes from the prior year were converted during the period.

### NOTE 13: ISSUED CAPITAL

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the company in proportion to the number of and amounts paid on the shares held.

On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

Ordinary shares have no par value and the company does not have a limited amount of authorised capital.

	Consolidated	
	2013	2012
	\$	\$
453,746,588 (2012: 347,749,258) fully paid ordinary shares	33,492,432	24,882,293

#### (i) Ordinary shares - number

	No.	No.
At start of period	347,749,258	281,107,296
Shares issued on conversion of options at \$0.10	17,999,595	233,327
Shares issued on conversion of options at \$0.07	8,078,247	23,677,923
Shares issued on conversion of options at \$0.05	-	38,865,571
Placement of shares to underwrite options expired at \$0.10	34,852,822	865,141
Conversion of convertible notes at \$0.050	10,000,000	3,000,000
Conversion of convertible notes at \$0.075	33,400,000	-
Grant of shares pursuant to employee share plan	1,666,666	-
<b>Balance at end of year</b>	<b>453,746,588</b>	<b>347,749,258</b>

#### (ii) Ordinary shares - value

	\$	\$
At start of period	24,882,293	21,122,156
Shares issued on conversion of options at \$0.10	1,799,960	23,333
Shares issued on conversion of options at \$0.07	565,477	1,657,455
Shares issued on conversion of options at \$0.05	-	1,943,279
Placement of shares to underwrite options expired at \$0.10	3,485,282	43,257
Conversion of convertible notes at \$0.050	500,000	150,000
Conversion of convertible notes at \$0.075	2,505,000	-
Grant of shares pursuant to employee share plan	-	-
Less share issue costs	(245,580)	(57,186)
<b>Balance at end of year</b>	<b>33,492,432</b>	<b>24,882,293</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### NOTE 14: RESERVES

	Consolidated	
	2013	2012
	\$	\$
Reserves	1,156,395	(893,947)
Reserves comprise the following:		
<b>(i) Option Premium Reserve</b>		
<b>Number of options - options issued other than as share based payments</b>		
	No.	No.
At start of period	109,912,830	173,554,792
Conversion of options	(26,077,842)	(62,776,821)
Expiry of options	(43,383,164)	(865,141)
<b>Balance at 30 June</b>	<b>40,451,824</b>	<b>109,912,830</b>
<b>Value of options</b>		
	\$	\$
At start of period	340,000	340,000
<b>Balance at 30 June</b>	<b>340,000</b>	<b>340,000</b>
<b>(ii) Share-Based Payments Reserve</b>		
<b>Number of options - options issued as share based payments</b>		
	No.	No.
At start of period	750,000	750,000
Issue of options	-	750,000
Issue of shares	1,666,666	-
Expiry of options	-	(750,000)
<b>Balance at 30 June</b>	<b>2,416,666</b>	<b>750,000</b>
<b>Value of options</b>		
	\$	\$
At start of period	251,579	216,315
Issue of options	-	35,264
Issue of shares	11,876	-
<b>Balance at 30 June</b>	<b>263,455</b>	<b>251,579</b>
<b>(iii) Foreign Currency Translation Reserve</b>		
	\$	\$
At start of period	(1,485,526)	(1,821,936)
Currency translation differences	2,038,466	336,410
<b>Balance at 30 June</b>	<b>552,940</b>	<b>(1,485,526)</b>

#### Nature and purpose of reserves

##### Share Based Payments Reserve

This reserve is used to record the value of equity benefits provided to employees and directors as part of their remuneration and to third parties for services provided.

##### Option Premium Reserve

This reserve records the proceeds from the issue of options at 1 cent as per the prospectus dated 9 March 2007.

##### Foreign Currency Translation Reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries.

## NOTE 15: FINANCIAL INSTRUMENTS

30 June 2013	Weighted Average Effective Interest Rate	Floating Interest Rate	Fixed Interest Rate Maturing				Total
			Within 1 Year	1 to 5 Years	Over 5 Years	Non-interest bearing	
		\$	\$	\$	\$	\$	\$
Financial Assets:							
Cash & cash equivalents	0.6%	1,537,700	-	-	-	-	1,537,700
Trade and other receivables		-	-	-	-	1,976,842	1,976,842
Other financial assets (current)	4.0%	-	50,000	-	-	-	50,000
<b>Total Financial Assets</b>		<b>1,537,700</b>	<b>50,000</b>	<b>-</b>	<b>-</b>	<b>1,976,842</b>	<b>3,564,542</b>
Financial Liabilities:							
Trade and other payables		-	-	-	-	1,038,157	1,038,157
<b>Total financial liabilities</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,038,157</b>	<b>1,038,157</b>

30 June 2012	Weighted Average Effective Interest Rate	Floating Interest Rate	Fixed Interest Rate Maturing				Total
			Within 1 Year	1 to 5 Years	Over 5 Years	Non-interest bearing	
		\$	\$	\$	\$	\$	\$
Financial Assets:							
Cash & cash equivalents	2.5%	682,540	-	-	-	-	682,540
Trade and other receivables		-	-	-	-	164,607	164,607
Other financial assets (current)	4.2%	-	50,000	-	-	-	50,000
<b>Total Financial Assets</b>		<b>682,540</b>	<b>50,000</b>	<b>-</b>	<b>-</b>	<b>164,607</b>	<b>897,147</b>
Financial Liabilities:							
Trade and other payables		-	-	-	-	662,250	662,250
Convertible Notes	12.0%	-	500,000	-	-	-	500,000
<b>Total financial liabilities</b>		<b>-</b>	<b>500,000</b>	<b>-</b>	<b>-</b>	<b>662,250</b>	<b>1,162,250</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### NOTE 16: EXPENDITURE COMMITMENTS

#### (i) Operating Lease Commitments

Non-cancellable operating leases contracted for but not capitalised in the financial statements

	Consolidated	
	2013	2012
	\$	\$
Payable - minimum lease payments		
- not later than 12 months	9,976	11,296
	<b>9,976</b>	<b>11,296</b>

The company executed an operating lease on 6 January 2013 for office space it occupies in West Perth. The term of the lease is 12 months.

#### (ii) Expenditure commitments contracted for: Exploration Tenements

In order to maintain current rights of tenure to exploration tenements, the Company is required to outlay rentals and to meet the minimum expenditure requirements. These obligations are not provided for in the financial statements and are payable:

- not later than 12 months	-	902,964
	-	<b>902,964</b>

### NOTE 17: RELATED PARTY DISCLOSURE

The consolidated financial statements include the financial statements of Target Energy Limited and the subsidiaries listed in the following table.

Name	Country of Incorporation	% Equity Interest		Investment	
		2013	2012	\$ 2013	\$ 2012
Target Energy Limited	Australia	100	100	-	-
TELA (USA) Inc	USA	100	100	-	-
TELA Louisiana Limited Inc	USA	100	100	-	-
TELA Texas Holdings Limited Inc	USA	100	100	-	-
its subsidiaries:					
TELA Texas General LLC	USA	100	100	-	-
TELA Texas Limited LLC	USA	100	100	-	-
its subsidiary					
TELA Garwood Limited LP <sup>1</sup>	USA	99	99	-	-

Note 1 - 1% owned by Tela Texas General LLC

Target Energy Limited is the ultimate Australian parent entity and ultimate parent of the Group.

	<b>2013</b>	<b>2012</b>
	<b>\$</b>	<b>\$</b>
Amounts owed by Related Parties		
Subsidiaries		
TELA Louisiana Limited Inc	12,508,434	10,990,626
TELA Garwood Limited LP	6,180,971	5,430,955
TELA (USA) Inc	10,181,735	2,334,951
Total	28,871,140	18,756,532
Allowance for impairment	(12,366,822)	(9,450,083)
	16,504,318	9,306,449
Amounts payable to Directors for Directors' Fees	5,833	20,833
Amounts payable to Directors for Underwriting Fees	42,736	-

Outstanding balances at year-end are unsecured and settlement occurs in cash.

For the year ended 30 June 2013, the consolidated entity has made an allowance for the impairment of the loan to TELA Garwood Limited LP amounting to \$286,379 (2012: \$981,198), TELA Louisiana Limited Inc amounting to \$2,223,897 (2012: \$602,326) and TELA USA Inc amounting to \$979,221 (2012: \$267,503).

An impairment assessment is undertaken each financial year by examining the financial position of the related party and the market in which the related party operates to determine whether there is objective evidence that a related party receivable is impaired. When such objective evidence exists, the consolidated entity recognises an allowance for the impairment loss.

Loans to controlled entities bear interest at the rate of between 3% and 4.5% (2012: 3% to 4.5%). Interest received from controlled entities during the year was \$564,921 (2012: \$480,359).

#### **NOTE 18: EVENTS AFTER THE REPORTING DATE**

There has not arisen in the interval between the end of the year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company, to affect significantly the operations of the Consolidated Entity, the results of those operations, or the state of affairs of the Consolidated Entity in future periods, other than;

- In July 2013, Target secured a further \$1.8 million in funding via the issuance of convertible notes – of which \$1 million has been drawn down to date. The notes have a face value of 7 cents, a 10% coupon and an expiry date of 1 October 2014. They are secured by a charge over the Company's interest in the Fairway project.
- Darwin #3 was drilled subsequent to year end to a total depth at 3,092.8m (10,147 ft). Strong oil and gas shows were exhibited in the lower part of borehole and this well is also to be completed for oil and gas production.

#### **NOTE 19: AUDITORS' REMUNERATION**

	<b>Consolidated</b>	
	<b>2013</b>	<b>2012</b>
	<b>\$</b>	<b>\$</b>
Amounts received or due and receivable by the auditors for:		
Audit or review of the financial reports of the consolidated entity - HLB Mann Judd	34,205	33,470
Audit or review of the financial reports of subsidiaries - GBH CPAs, PC	43,835	10,433

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### NOTE 20: KEY MANAGEMENT PERSONNEL DISCLOSURES

#### (a) Details of Key Management Personnel

##### Directors

Christopher Rowe	Chairman (non-executive)
Laurence Roe	Managing Director
Stephen Mann	Director (non-executive)
Graham Riley	Director (non-executive resigned 5 October 2012)

There were no changes in the Managing Director or key management personnel after reporting date and up to the date the financial report was authorised for issue.

#### (b) Compensation by category of Key Management Personnel for the year ended 30 June 2013

	2013	2012
	\$	\$
Short-term employee benefits	474,211	518,457
Post-employment benefits	33,409	31,789
	507,620	550,246

For the calculation of compensation received by key management personnel, key management personnel includes Mr C Rowe, Mr L Roe, Mr G Riley and Mr S Mann in accordance with the definition of key management personnel in the remuneration report within the directors' report.

#### (c) Compensation options: Granted and vested during the year

No compensation options were granted to key management personnel during the year.

#### (d) Shares issued on Exercise of Compensation Options

No compensation options were exercised by key management personnel during the year.

#### (e) Option holdings of Key Management Personnel - Unlisted

	Balance at the start of the year	Acquired on Market	Options Expired	Options Exercised	Balance at the end of the period	Vested and exercisable at 30 June 2013
<b>Directors</b>						
Christopher Rowe	1,679,838	-	-	(2)	1,679,836	1,679,836
Laurence Roe	742,422	-	-	(371,211)	371,211	371,211
Graham Riley	2,256,249	-	-	-	2,256,249	2,256,249
Stephen Mann	631,250	-	-	-	631,250	631,250
	5,309,759	-	-	(371,213)	4,938,546	4,938,546

**(f) Option holdings of Key Management Personnel – Listed, expiring 31 October 2013**

	Balance at the start of the year	Granted as remuneration	Options Expired	Options Exercised	Balance at the end of the period
<b>Directors</b>					
Christopher Rowe	500,000	-	-	(500,000)	-
Laurence Roe	352,727	-	-	(352,727)	-
Stephen Mann	1,500,000	-	-	(1,500,000)	-
	2,352,727	-	-	(2,352,727)	-

**(g) Shareholdings of Key Management Personnel**

	Balance at the start of the period	Placement	On exercise of options	Acquired on Market	Granted as remuneration	Note conversion	Balance at the end of the period
<b>Directors</b>							
Christopher Rowe	9,365,200	-	500,002	956,978	-	1,200,000	12,022,180
Laurence Roe	7,060,571	-	723,938	-	-	800,000	8,584,509
Graham Riley	11,281,241	6,970,564	-	738,548	-	-	18,990,353
Stephen Mann	4,806,250	-	1,500,000	-	-	-	6,306,250
	32,513,262	6,970,564	2,723,940	1,695,526	-	2,000,000	45,903,292

All equity transactions with key management personnel have been entered into under terms and conditions no more favourable than those the consolidated entity would have adopted if dealing at arm's length.

**(h) Convertible Notes held by Key Management Personnel**

	Balance at the start of the year	Converted	Repaid	Balance at the end of the year
<b>Directors</b>				
Christopher Rowe	60,000	(60,000)	-	-
Laurence Roe	40,000	(40,000)	-	-
	100,000	(100,000)	-	-

**(i) Interest Paid to Key Management Personnel on Convertible Notes**

	2013	2012
<b>Directors</b>	\$	\$
Christopher Rowe	2,320	7,200
Laurence Roe	1,547	4,800
	3,867	12,000

**(j) Loans to Key Management Personnel**

No loans have been provided to key management personnel during the year.

**(k) Other Transactions and balances with Key Management Personnel**

An entity of which Mr Rowe is a director and shareholder provided geophysical consulting services to the Company. The services were provided on arms length terms for a total of \$17,000.

An entity of which Mr Graham Riley is a trustee and beneficiary agreed to underwrite the exercise of the listed options which expired on 31 October 2012. The fee of \$42,736 was comprised of a commitment fee equivalent to 3% of the amount underwritten and a placement fee equivalent to 2% of the amount subscribed. The placement was approved by shareholders on 29 November 2012.

The Company paid living expenses in relation to the relocation of Mr Roe to the USA including the cost of an apartment in Houston. These expenses totaled \$72,768.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### NOTE 21: FINANCIAL RISK MANAGEMENT

The consolidated entity's financial situation is not complex. Its activities may expose it to a variety of financial risks in the future: market risk (including currency risk and fair value interest rate risk), credit risk, liquidity risk and cash flow interest rate risk. At that stage the Consolidated entity's overall risk management program will focus on the unpredictability of the financial markets and seek to minimise potential adverse effects on the financial performance of the Consolidated entity.

Risk management is carried out under an approved framework covering a risk management policy and internal compliance and control by management. The Board identifies, evaluates and approves measures to address financial risks.

The Consolidated entity holds the following financial instruments:

	2013	2012
	\$	\$
<b>Financial assets</b>		
Cash and cash equivalents	1,537,700	682,540
Trade and other receivables	1,976,843	164,607
Other financial assets	50,000	50,000
	<b>3,564,543</b>	<b>897,147</b>
<b>Financial liabilities</b>		
Trade and other payables	1,038,157	662,250
Convertible Notes	-	500,000
	<b>1,038,157</b>	<b>1,162,250</b>

#### (a) Market risk

##### *Cash flow and fair value interest rate risk*

The consolidated entity's main interest rate risk arises from cash deposits to be applied to exploration and development of areas of interest. Deposits at variable rates expose the consolidated entity to cash flow interest rate risk. Deposits at fixed rates expose the consolidated entity to fair value interest rate risk. During 2013 and 2012, the consolidated entity's deposits at variable rates were denominated in Australian Dollars and United States Dollars.

As at the reporting date, the consolidated entity had the following variable rate deposits (including the term deposit included in Note 8).

	2013		2012	
	Weighted average interest rate	Balance	Weighted average interest rate	Balance
	%	\$	%	\$
Deposit		1,587,471		732,495
Other cash available		229		45
Net exposure to cash flow interest rate risk	0.6%	1,587,700	2.5%	732,540

The consolidated entity analyses its interest rate exposure on a dynamic basis.

##### *Sensitivity*

During 2012/2013, if interest rates had been 50 basis points higher or lower than the prevailing rates realised, with all other variables held constant, there would be an immaterial change in posttax loss for the year.

#### Foreign currency risk

As a result of significant operations in the United States and large purchases denominated in United States Dollars, the consolidated entity's statement of financial position can be affected significantly by movements in the US\$/A\$ exchange rates. The consolidated entity seeks to mitigate the effect of its foreign currency exposure by holding US Dollars.

The consolidated entity also has transactional currency exposures. Such exposure arises from sales or purchases by an operating entity in currencies other than the functional currency.

100% of the consolidated entity's sales are denominated in a currency (USD) other than the functional currency of the operating entity making the sale. All of the production costs are denominated in USD.

The consolidated entity does not have a policy to enter into forward contracts. At 30 June 2013, the consolidated entity had the following exposure to US\$ foreign currency expressed in A\$ equivalents:

	2013	2012
	\$	\$
<b>Financial assets</b>		
Cash and cash equivalents	1,350,156	660,827
Trade and other receivables	1,011,685	144,618
	<u>2,361,841</u>	<u>805,445</u>

#### Financial liabilities

Trade and other payables	770,389	539,673
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The following sensitivity is based on the foreign currency risk exposures in existence at the balance date:

At 30 June 2013, had the Australian Dollar moved, as illustrated in the table below, with all other variables held constant, post tax loss and equity would have been affected as follows:

	2013	2012
	\$	\$
<b>Consolidated Group</b>		
AUD/USD +20%	(265,242)	(44,295)
AUD/USD - 20%	397,863	66,443

		A\$USD	A\$ +20%	Movement +20%	A\$ -20%	Movement -20%
Cash	1,234,852	1,350,155	1,125,129	(225,026)	1,687,694	337,539
Debtors	925,287	1,011,684	843,070	(168,614)	1,264,605	252,921
Creditors	(704,598)	(770,389)	(641,991)	128,398	(962,987)	(192,597)
	<u>1,455,540</u>	<u>1,591,450</u>	<u>1,326,209</u>	<u>(265,242)</u>	<u>1,989,313</u>	<u>397,863</u>

**NOTE 21: FINANCIAL RISK MANAGEMENT (continued)**

**(b) Credit risk**

Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures on outstanding receivables and prepayments made in respect of programs to project operator. In relation to other credit risk areas management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Cash transactions are limited to high credit quality financial institutions.

The Consolidated entity has the following significant concentrations of credit risk:

		<b>USD</b>
Trade receivables and other receivables	Trilogy Operating Inc	839,168
	Magnum Hunter Resources Corp	919,726
		<hr/> 1,758,894 <hr/>

The maximum exposure to credit risk at the reporting date is the carrying amount of the financial assets as summarised at the beginning of this note.

**(c) Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash, the availability of funding through an adequate amount of committed credit facilities and the ability to close-out market positions. The Consolidated entity manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Consolidated entity will aim at maintaining flexibility in funding by accessing appropriate committed credit lines available from different counterparties where appropriate and possible. Surplus funds when available are generally only invested in high credit quality financial institutions in highly liquid markets.

The Consolidated entity and parent entity have no borrowing facilities.

**(d) Capital Risk Management**

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders. The capital structure of the Company consists of equity attributable to equity holders, comprising issued capital and reserves as disclosed in notes 13 and 14.

The Board reviews the capital structure on a regular basis and considers the cost of capital and the risks associated with each class of capital. The Company will balance its overall capital structure through new share issues as well as the issue of debt, if the need arises.

## NOTE 22: SEGMENT REPORTING

### Description of segments

The Company's principal activities are the development and production of and exploration for oil and gas in the United States of America. It operates through its USA subsidiaries TELA Garwood Limited LP, TELA Louisiana Limited Inc and TELA USA Inc. Australian operations include the Company's Office which includes all corporate expenses that cannot be directly attributed to the operation of the consolidated entity's operating segment.

### Segment information

The following tables present revenue and profit information and certain asset and liability information regarding business segments for the years ended 30 June 2013 and 30 June 2012.

	Continuing operations				
	USA Subsidiaries	Australian operations	Total	Inter-segment transactions	Consolidated
	\$	\$	\$	\$	\$
<b>30 June 2013</b>					
<b>Revenue</b>					
Sales to external customers	2,280,110	-	2,280,110	-	2,280,110
Other revenues from external customers	438	-	438	-	438
<b>Total segment revenue</b>	<b>2,280,548</b>	<b>-</b>	<b>2,280,548</b>	<b>-</b>	<b>2,280,548</b>
<b>Segment net operating profit</b>	<b>2,280,548</b>	<b>-</b>	<b>2,280,548</b>	<b>-</b>	<b>2,280,548</b>
Interest revenue	-	580,194	580,194	(564,921)	15,273
Foreign exchange gain/loss	(3,032,159)	3,022,808	(9,351)	-	(9,351)
Interest expense	(566,789)	(134,598)	(701,387)	563,693	(137,694)
Depreciation and amortisation	(1,254,305)	(12,207)	(1,266,512)	-	(1,266,512)
Impairment	(1,104,533)	-	(1,104,533)	-	(1,104,533)
Impairment of loans	-	(2,916,739)	(2,916,739)	2,916,739	-
Other expenses	(1,276,741)	(1,292,045)	(2,568,786)	-	(2,568,786)
Income tax expense	-	-	-	-	-
<b>Profit/(loss) for the year</b>	<b>(4,953,979)</b>	<b>(752,587)</b>	<b>(5,706,566)</b>	<b>2,915,511</b>	<b>(2,791,055)</b>
<b>Segment assets</b>					
Investments in associates	-	98	98	(98)	-
Capital expenditure	14,125,078	6,513	14,131,591	-	14,131,591
Other assets	3,301,186	16,767,674	20,068,860	(16,504,317)	3,564,543
<b>Segment liabilities</b>	<b>17,426,265</b>	<b>116,209</b>	<b>17,542,474</b>	<b>(16,504,317)</b>	<b>1,038,157</b>
<b>Cash flow information</b>					
Net cash flow from operating activities					(1,446,389)
Net cash flow from investing activities					(5,821,450)
Net cash flow from financing activities					8,132,350

Intersegment revenue is recorded at amounts equal to competitive market prices charged to external customers for similar goods and is eliminated on consolidation.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)

### NOTE 22: SEGMENT REPORTING (continued)

	Continuing operations			Inter-segment transactions	Consolidated
	USA Subsidiaries	Australian operations	Total		
30 June 2012	\$	\$	\$	\$	\$
<b>Revenue</b>					
Sales to external customers	1,360,735	-	1,360,735	-	1,360,735
Other revenues from external customers	-	789	789	-	789
Total segment revenue	1,360,735	789	1,361,524	-	1,361,524
<b>Segment net operating profit</b>					
Interest revenue	94	(686,318)	(686,224)	711,690	25,466
Foreign exchange gain/loss	(661,826)	671,215	9,389	-	9,389
Interest expense	(485,482)	(73,500)	(558,982)	480,359	(78,623)
Depreciation and amortisation	(952,403)	(13,091)	(965,494)	-	(965,494)
Impairment	(549,990)	-	(549,990)	-	(549,990)
Impairment of loans	-	(646,375)	(646,375)	646,375	-
Other expenses	(1,001,508)	(1,269,181)	(2,270,689)	-	(2,270,689)
Income tax expense	-	-	-	-	-
<b>Profit/(loss) for the year</b>	<b>(2,290,380)</b>	<b>(2,016,461)</b>	<b>(4,306,841)</b>	<b>1,838,424</b>	<b>(2,468,417)</b>
<b>Segment assets</b>					
Investments in associates	-	98	98	(98)	-
Capital expenditure	9,036,801	16,853	9,053,654	-	9,053,654
Other assets	809,324	9,394,272	10,203,596	(9,306,449)	897,147
<b>Segment liabilities</b>					
	9,846,122	622,577	10,468,699	(9,306,449)	1,162,250
Cash flow information					
Net cash flow from operating activities					(741,700)
Net cash flow from investing activities					(4,036,865)
Net cash flow from financing activities					3,631,012

Intersegment revenue is recorded at amounts equal to competitive market prices charged to external customers for similar goods and is eliminated on consolidation.

Other segment information

**Segment revenue reconciliation to the statement of comprehensive income**

	<b>Consolidated</b>	
	<b>2013</b>	<b>2012</b>
	<b>\$</b>	<b>\$</b>
Total segment revenue	2,280,548	1,361,524
Inter-segment sales elimination	-	-
Other revenue from continuing operations	15,273	25,466
Total revenue	2,295,821	1,386,990

Revenue from external customers by geographical locations is detailed below. Revenue is attributed to geographical location based on the location of customers. The Company does not have external revenues from external customers that are attributable to any foreign country other than shown.

	<b>Consolidated</b>	
	<b>2013</b>	<b>2012</b>
	<b>\$</b>	<b>\$</b>
Australia	15,273	26,161
United States	2,280,548	1,360,829
Total revenue	2,295,821	1,386,990

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013 (continued)**

**NOTE 23: PARENT ENTITY DISCLOSURES**

	Company	
	2013	2012
	\$	\$
<b>(a) Financial Position</b>		
Assets		
Current assets	263,454	87,922
Non-current assets	16,510,830	9,323,301
<b>Total assets</b>	<b>16,774,284</b>	<b>9,411,223</b>
Liabilities		
Current liabilities	116,209	622,577
<b>Total liabilities</b>	<b>116,209</b>	<b>622,577</b>
Equity		
Issued capital	33,492,432	24,882,293
Reserves	603,455	591,580
Accumulated losses	(17,437,812)	(16,685,227)
<b>Total Equity</b>	<b>16,658,075</b>	<b>8,788,646</b>
<b>(b) Financial Performance</b>		
Loss for the year	(752,585)	(2,014,642)
<b>Total comprehensive loss</b>	<b>(752,585)</b>	<b>(2,014,642)</b>
<b>(c) Contingent liabilities of the parent entity</b>		
Nil (2012: Nil)		
<b>(d) Commitments for the acquisition of property, plant and equipment by the parent entity</b>		
Nil (2012: Nil)		
<b>(e) Operating lease Commitments</b>	<b>9,976</b>	<b>11,296</b>

# Directors' Declaration

1. In the opinion of the directors of Target Energy Limited (the "Company"):
  - a) the accompanying financial statements and notes are in accordance with the Corporations Act 2001 including:
    - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2013 and of its performance for the year then ended; and
    - (ii) complying with Australian Accounting Standards, the Corporations Regulations 2001, professional reporting requirements and other mandatory requirements; and
  - b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.
  - c) the financial statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board.
2. This declaration has been made after receiving the declarations required to be made to the directors in accordance with Section 295A of the Corporations Act 2001 for the year ended 30 June 2013.

This declaration is signed in accordance with a resolution of the Board of Directors.



**Laurence Roe**  
**Director**

23 September 2013

# Independent Auditor's Report



Accountants | Business and Financial Advisers

## INDEPENDENT AUDITOR'S REPORT

To the members of Target Energy Limited

### Report on the Financial Report

We have audited the accompanying financial report of Target Energy Limited ("the company"), which comprises the consolidated statement of financial position as at 30 June 2013, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration for the consolidated entity. The consolidated entity comprises the company and the entities it controlled at the year's end or from time to time during the financial year.

### *Directors' responsibility for the financial report*

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

In Note 1(c), the directors also state, in accordance with Accounting Standard AASB 101: *Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

### *Auditor's responsibility*

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

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

Our audit did not involve an analysis of the prudence of business decisions made by directors or management.

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

### *Independence*

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

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Accountants | Business and Financial Advisers

#### **Auditor's opinion**

In our opinion:

- (a) the financial report of Target Energy Limited is in accordance with the *Corporations Act 2001*, including:
  - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2013 and of its performance for the year ended on that date; and
  - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1(c).

#### **Emphasis of matter**

Without modifying our opinion, we draw attention to Note 1(ab) to the financial statements which indicates that the Group had a net cash outflow from operating and investing activities of \$7,267,839 and incurred a net loss for the year of \$2,791,055. These conditions, along with other matters as set forth in Note 1(ab), indicate the existence of a material uncertainty that may cast significant doubt about the company's ability to continue as a going concern and, therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business.

#### **Report on the Remuneration Report**

We have audited the remuneration report included in the directors' report for the year ended 30 June 2013. 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.

#### **Auditor's opinion**

In our opinion the remuneration report of Target Energy Limited for the year ended 30 June 2013 complies with section 300A of the *Corporations Act 2001*.

*HLB Mann Judd*

**HLB Mann Judd**  
Chartered Accountants

A handwritten signature in blue ink, appearing to read 'M R W Ohm'.

**M R W Ohm**  
Partner

**Perth, Western Australia**  
23 September 2013

# Corporate Governance

This statement outlines the main corporate governance practices in place throughout the year ended 30 June 2013, which comply with the ASX Corporate Governance Council "Corporate Governance Council Principles and Recommendations 2<sup>nd</sup> Edition with 2010 Amendments" (issued in June 2010), unless otherwise stated.

## Board of directors

The skills, experience and expertise of each director is separately disclosed in the Directors' Report. The names of the directors in office at the date of the Directors' Report and the periods of their tenure are;

Name	Office	Date of Appointment	Period of Tenure	Date of most recent re-election by members
Mr Christopher Rowe	Chairman	1 January 2010	3 years, 9 months	23 November 2011
Mr Laurence Roe	Managing Director	6 April 2006	7 years, 5 months	Not applicable
Mr Stephen Mann	Non-Executive Director	23 March 2011	2 years, 6 months	29 November 2012

## Role of the board

The Board's primary role is the protection and enhancement of long-term shareholder value.

To fulfil this role, the Board is responsible for the overall corporate governance of the consolidated entity including formulating its strategic direction, approving and monitoring capital expenditure, setting remuneration, appointing, removing and creating succession policies for directors and senior executives, establishing and monitoring the achievement of management's goals and ensuring the integrity of internal control and management information systems. It is also responsible for approving and monitoring financial and other reporting. A statement of the functions reserved for the Board is contained in the Corporate Governance manual on the Company's website.

All functions not formally reserved for the Board are the domain of management.

## Board Processes

The Board has established a framework for the management of the consolidated entity including a system of internal control, a business risk management process and appropriate ethical standards.

The full Board schedules meetings, including strategy meetings and any extraordinary meetings, as necessary to address any specific significant matters that may arise. The agenda for meetings is prepared in conjunction with the Chairman and Company Secretary. Standing items include the management report, financial reports, strategic matters, governance and compliance. Board papers are circulated in advance.

## Independent Professional Advice and Access to Company Information

Each Director has the right of access to all relevant company information and to the Company's executives and, subject to prior consultation with the chairman, may seek independent professional advice from a suitably qualified adviser at the consolidated entity's expense. The director must consult with an advisor suitably qualified in the relevant field, and obtain the chairman's approval of the fee payable for the advice before proceeding with the consultation. A copy of the advice received by the director is made available to all other members of the board.

## Composition of the Board

The composition of the Board is determined using the following principles:

- A minimum of three directors, with a broad range of expertise both nationally and internationally
- Directors having extensive knowledge of the Company's industries, and those which do not, have extensive expertise in significant aspects of auditing and financial reporting, or risk management and financing of public companies
- The roles of Chairman and Managing Director are not to be exercised by the same individual; and
- A maximum period of three years or the third annual general meeting following their appointment (whichever is the longer), except for the Managing Director, after which time the director must retire but is eligible for re-election.

Board members have experience in the management of public companies. The board considers Mr Rowe (the Chairman) to be an independent director.

Mr Roe (the Managing Director) is not considered to be an independent director as he is the Managing Director. Mr Mann is not considered to be an independent director as he is a director of Investmet Limited, the Company's largest shareholder.



On this basis, the board currently has less independent directors than non-independent directors. Therefore the board does not currently comply with the recommendations of ASX Corporate Governance Council.

The directors consider that the current number of independent directors in the Company is appropriate for the effective execution of the board's responsibilities. The directors periodically monitor the need to appoint additional independent directors. Until his resignation in October 2012, Mr Graham Riley was considered to be an independent director.

### **Process for Evaluating the Performance of Executives**

The process for the evaluation of the performance of executive(s), including the Managing Director is for the Chairman and the executive to meet informally each year to discuss the Chairman's evaluation of the executive's performance.

The evaluation process was undertaken in December 2012 which is in accordance with the requirement that the evaluation process be undertaken annually.

### **Process for Evaluating the Performance of Directors**

The process for the evaluation of the performance of director(s), excluding the Managing Director is for the Chairman to meet informally with each director each year to discuss the Chairman's evaluation of the director's performance.

The evaluation process was undertaken in December 2012 which is in accordance with the requirement that the evaluation process be undertaken annually.

### **Nomination Committee**

The board considers that a formally constituted Nomination Committee is not appropriate as the board, as part of its usual role, oversees the appointment and induction process for directors, and the selection, appointment and succession planning process of the Company's executive officers. The board considers the appropriate skill mix, personal qualities, expertise and diversity of each position. When a vacancy exists or there is a need for particular skills, the board determines the selection criteria based on the skills deemed necessary. The board identifies potential candidates and may take advice from an external consultant. The board then appoints the most suitable candidate. Board candidates must stand for election at the next general meeting of shareholders.

The chairman of the board continually reviews the effectiveness of the board, individual directors, and senior executives. The other directors have an opportunity to contribute to the review process. The reviews generate recommendations to the board, which votes on them. Any director displaying unsatisfactory performance would be required to retire.

### **Remuneration Committee**

The board considers that a formally constituted Remuneration Committee is not appropriate as the board, as part of its usual role, oversees the appointment and remuneration of directors and the Company's executive officers. Remuneration levels are competitively set to attract and retain appropriately qualified and experienced directors and senior executives. The board may seek independent advice on the appropriateness of remuneration packages, given trends in comparative companies both locally and internationally. Remuneration packages are largely comprised of fixed remuneration.

The remuneration structures explained below are designed to attract suitably qualified candidates, and to affect the broader outcome of maximising the Company's profitability. The remuneration structures take into account:

- Overall level of remuneration for each director and executive;
- The executive's ability to control the performance of the relevant area; and
- The amount of incentives within each executive's remuneration.

Shares and options can only be issued to Company Directors under a resolution at a general meeting of shareholders.

Non-Executive Directors may receive a base fee and can be remunerated by way of share and option issues approved under a resolution at a general meeting of shareholders. No shares or options have been issued to directors as part of their remuneration during the period.

The board has no established retirement or redundancy schemes. There are no unvested entitlements under equity based remuneration schemes.

### Audit Committee

The consolidated entity is not currently considered to be of a size, nor is its affairs of such complexity to justify the establishment of a separate Audit Committee. Whilst the Company does not have a formally constituted Audit Committee, the board, as part of its usual role, undertakes audit related responsibilities including:

- Reviewing the annual and interim financial reports and other financial information distributed externally. This includes approving new accounting policies to ensure compliance with Australian Accounting Standards and generally accepted accounting principles, and assessing whether the financial information is adequate for shareholders needs;
- Assessing corporate risk assessment processes;
- Assessing whether non-audit services provided by the external auditor are consistent with maintaining the external auditor's independence. The external auditor provides an annual declaration of independence which is consistent with Code of Conduct APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board;
- Addressing any matters outstanding with auditors, Australian Taxation Office, Australian Securities and Investments Commission, ASX and financial institutions.
- Reviewing the nomination and performance of the external auditor. The external audit engagement partner will be rotated every five years;
- Assessing the adequacy of the internal control framework and the Company's code of ethical standards;
- Monitoring the procedures to ensure compliance with the Corporations Act 2001 and the ASX Listing Rules and all other regulatory requirements.

The directors review the performance of the external auditors on an annual basis and normally meet with them during the year to:

- Discuss the external audit plans, identify any significant changes in structure, operations, internal controls or accounting policies likely to impact the financial statements and to review the fees proposed for the audit work to be performed;
- Review the annual and half-year reports prior to lodgement with the ASX, and any significant adjustments required as a result of the auditor's findings, and to recommend board approval of these documents, prior to announcement of result.

The board monitors the need to form an Audit Committee on a periodic basis.

### Risk Management

The consolidated entity has in place a framework to safeguard Company assets and ensure that business risks are identified and properly managed. It is part of the board's oversight role to oversee the establishment and implementation of the risk management system, and to review the effectiveness of the company's implementation of that system. Due to the size of the company it does not have an internal audit function or a Risk sub-committee of the Board.

The Board monitor the management of risks on an ongoing basis and requires management to design and implement a risk management and internal control system to manage the entity's material business risks. Management is responsible for the identification, assessment, monitoring and management of material risk throughout the company. Management reports to the Board annually to confirm how each of the company's material business risks is being managed. Management reported to the Board in September 2013 in respect of how material business risks are being managed. The Company's risk management framework is available in the Corporate Governance Manual on the website.

The company secretary and managing director have declared to the board that the Company's risk management system is working efficiently and effectively and that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.

### Ethical Standards

All directors, managers and employees are expected to act with the utmost integrity and objectivity, striving at all times to enhance the reputation and performance of the consolidated entity.

### Conflict of Interest

Directors must keep the board advised, on an ongoing basis, of any interest that could potentially conflict with those of the Company. The board has developed procedures to assist directors to disclose potential conflicts of interest. Where the board believes that a significant conflict exists for a director on a board matter, the director concerned is not to be present at the meeting whilst the item is considered unless in the opinion of the rest of the Board, that Director should be present. Details of director related entity transactions with the Company and consolidated entity are set out in the notes to the financial reports.

## **Code of conduct**

The Company has established a Code of Conduct which aims to develop a consistent understanding of, and approach to, the desired standards of conduct and behaviour of the directors, officers, employees and contractors (collectively, the Employees) in carrying out their roles for the Company. Through this Code, the Company seeks to encourage and develop a culture of professionalism, honesty and responsibility in order to maintain and enhance our reputation as a valued employer, business operator and "corporate citizen". The Code is designed to broadly outline the ways in which the Company wishes to conduct its business. The Code does not cover every possible situation that Employees may face, but is intended to provide Employees with a guide to taking a commonsense approach to any given situation, within an overall framework. The Code of Conduct is available on the Company's website.

## **Trading in consolidated entity securities by directors and employees**

The Company has established a Security Trading Policy that is provided to all Directors and employees on commencement and is available on the Company's website. The Securities Trading Policy was extensively reviewed and updated in 2013.

The constitution permits Directors to acquire shares in the Company. The Corporations Law prohibits persons from dealing in shares whilst in possession of price sensitive information. This prohibition is reinforced by Company policy.

The Securities Trading Policy imposes designated closed periods surrounding reporting deadlines. Prior approval in writing is required for trading by restricted persons at any time and is only allowed during a closed period in the event of severe financial hardship or other extreme circumstances.

Restricted persons must notify the company secretary once they have bought or sold shares in the Company or exercised options over ordinary shares. In accordance with the provisions of the Corporations Act 2001 and the Listing Rules of the ASX, the Company on behalf of the directors must advise the ASX of any transactions conducted by them in shares and / or options in the Company.

## **Communication with Shareholders**

The board has formally documented the Company's continuous disclosure procedures and established a Shareholder Communication Policy which is available on the Company's website. The board, as part of its usual role, provides shareholders with information using comprehensive continuous disclosure processes which includes identifying matters that may have a material effect on the price of the Company's securities, notifying them to the ASX and issuing media releases.

## **Compliance with ASX Listing Rules Disclosure Rules**

The Company has established a policy in respect of ensuring compliance with ASX Listing Rules in respect of Continuous Disclosure and this is available on the website.

## **Diversity Policy**

The Company has established a Diversity Policy that is provided to all Directors and employees on commencement and is available on the Company's website. The Policy does not include a requirement for measurable objectives for achieving gender diversity, because the Company is not of a sufficient size to justify these objectives. The Company currently employs one woman who is neither on the board or a senior executive.

# Shareholder Information

## DISTRIBUTION OF EQUITY SECURITIES

The distribution of members and their holdings of fully paid ordinary shares as at 19 September 2013.

Shares held	No. of Shareholders	Percentage
1 – 1,000	71	0.003%
1,001 – 5,000	85	0.066%
5,001 – 10,000	118	0.211%
10,001 – 100,000	623	6.153%
100,001 and over	409	93.568%
Total	1,306	100.000%

Less than Marketable Parcel at 5.6 cents	Min Parcel size	Holders	Units
Shares	8,928	226	794,022

## RESTRICTED SECURITIES

1,666,666 shares were issued to Ross Dinsdale, the Business Development Manager, pursuant to the Employee Share Plan. The Company provided an interest free loan to the employee to purchase the shares. The shares are also subject to performance conditions. The shares will remain subject to a voluntary restriction arrangement until the performance conditions are met or waived and the loan is repaid.

## TWENTY LARGEST SHAREHOLDERS

The names of the 20 largest holders of fully paid ordinary shares as at 19 September 2013 are listed below:

Name	Number of Shares	Percentage
Investmet Limited	1 17,775,000	25.956%
Wyllie Group Pty Limited	20,911,694	4.609%
Mr Graham Douglas Riley & Mrs Anne Marie Riley <The Riley Super Fund A/c>	18,490,353	4.075%
Little Breton Nominees Pty Ltd <The Little Breton S/F A/c>	10,822,179	2.385%
Michael Fotios <Michael Fotios Family A/c>	10,125,000	2.231%
Mrs Annabel Kate Glover	8,000,000	1.763%
John Greenhalgh & Chase de Vere <The JG Pension Fund>	7,777,777	1.714%
Petroe Exploration Services Pty Ltd	6,944,945	1.531%
Gunz Pty Ltd <Gunz Superannuation Fund>	6,306,250	1.390%
Adiolus S De RL	5,706,688	1.258%
Netwealth Investments Limited <WRAP Services A/C>	5,019,871	1.106%
UBS Wealth Management Australia Nominees Pty Ltd	4,878,882	1.075%
PG Binet Pty Ltd	4,100,000	0.904%
Hawkestone Oil Pty Ltd	4,021,201	0.886%
Thomas Allan Patterson	3,638,549	0.802%
PG Binet (No. 6) Pty Ltd <Binet Family Super Fund A/c>	3,600,000	0.793%
Mr Donald Jeffrey Smith & Mrs Patty Susan Smith <GFC Superannuation Fund A/c>	3,600,000	0.793%
8 Blue Bay Pty Limited <8 Blue Bay A/C>	3,400,000	0.749%
Mr David Shane Miller	3,104,167	0.684%
Minsk Pty Ltd	2,925,000	0.645%
	<b>251,147,556</b>	<b>55.35%</b>

## LARGEST HOLDERS OF UNLISTED OPTIONS

The names of any holder of unlisted options (exercisable at 10 cents on or before 31 March 2014) holding 20% or more of the class of unlisted options, as at 19 September 2013 are listed below:

Name	Number of Options	Percentage
Investmet Limited	16,875,000	41.72%

## SUBSTANTIAL SHAREHOLDERS

The Company's Register of Substantial Shareholders, prepared in accordance with Chapter 6C of the Corporations Act 2001, recorded the following information as at 19 September 2013:

Holder Name	Number of Shares	Class of Share	Percentage of Issued Capital
Investmet Limited	1 17,775,000	Ordinary	25.956%

## VOTING RIGHTS

Under the Company's constitution, all ordinary shares carry one vote per share without restriction. Options over ordinary shares do not carry any voting rights.



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