

June 2017 Quarterly Activities Report

Baraka Energy & Resources Limited (“Baraka” or “The Company”) (ASX:BKP) provides its quarterly activities report for the period ended 30 June 2017.

IRON SANDS

In relation to the Streaming Finance arrangement Baraka entered into some years ago with an unlisted Australian company, who controlled an Iron Sands Project in the Philippines, we would like to update our shareholders on the progress of this venture.

Shortly after entering into the agreement which was a secured, interest bearing loan agreement with a 75% profit distribution, Baraka was advised that litigation had commenced in the Philippines by the original vendors who were unhappy with the directors of the company Baraka was funding. Those directors were consequently removed from the Australian company and 2 directors of Baraka appointed to the Philippine company to add an additional layer of security for the streaming loan facility. Baraka has however continued to fund the project and meet the legal fees, office costs and necessary exploration to protect our Shareholder interests.

We were recently informed that the defence of these legal actions was successful with the Supreme Court ruling in favour of the company we have been funding, with no appeal process available. This now allows Baraka to work with the beneficial owners we have funded to renegotiate the original terms of the vendor agreement, for more favourable terms, and that process is underway.

The project area is made up of 2 exploration permits contained within a Philippine company, 100% controlled by the company Baraka is funding, and is the prime security. A Seismic program has been completed over the 10,000 hectare area (100,000,000 square metres) which indicates 3 layers of material, over which a considerable amount of coring has been completed.

Magnetite Sands (Iron Sands) traditionally are made up of primarily Iron, Titanium and Vanadium, and this project does not appear to vary from those standards.

The Vanadium content has now become more interesting in any future testing because of the rise of the new Vanadium Redox Flow Battery, and its influence on Battery Storage in competition with Lithium.

The work done to date and the success in the legal action will now make discussions with any farm in partners or other interested parties considerably more favourable.

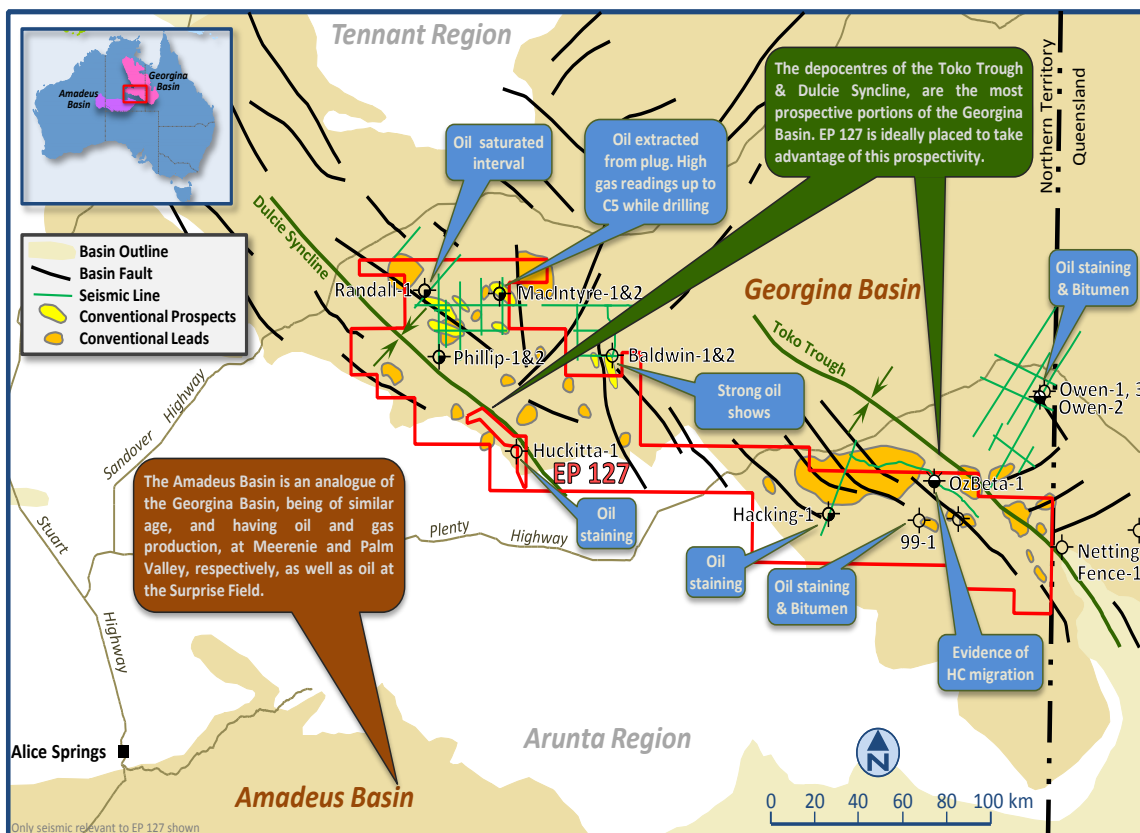
SOUTHERN GEORGINA BASIN

Our permit EP127 in the Georgina Basin, often referred to and stated as being one of the more attractive shale Oil & Gas basins in Australia is now under Baraka’s 100% control with all native title issues resolved.

Progress of the planned Resource Imaging Technology (RIT) survey utilizing advance Seismo-Electric (SE) technology continues. The technology has only recently been

introduced to Australia in order to better define the hydrocarbon presence within prospects and leads. The Company does however, prefer to commence with a trial survey around existing wells, prospects and leads. A full-scale study across EP127 could be implemented based on initial results in order to better define the distribution of hydrocarbons prior to a required partial relinquishment decision later in the year. Access to private land holdings in accordance with the NT Governments rules still however needs to be arranged, as cattle ranchers and others have made considerable headway into having a say in regards to Oil & Gas exploration in the NT, as have the anti Fracking groups.

The substantial Gas discovery in the Beetaloo Basin and the current Political discussions on the potential shortage of gas in the Eastern States could be seen as a positive for the Northern Territory. Baraka has approx 4 million acres (approx 16,000 square kilometres) at its EP127 in the Northern Territory which, based on the results from the 2011 drilling campaign, has gas potential. Recently noted in the Financial Review by Origin Energy; *“Origin's preliminary estimate of 6.6 trillion cubic feet of gas as a ‘contingent resource’ was based on a 57-day production test at the fracked Amungee horizontal well, squeezed in just before the moratorium. That volume – enough to supply Australia's domestic gas needs for more than five years – assumes just one layer of a single shale, called Velkerri, over an area of just 2000 square kilometres.”* Obviously a lifting of the moratorium would be another significant positive for Baraka and potential farm in partners.



Baraka continues its stance to seek opportunities across all sectors, including diversification of activities, and in the event a suitable project is secured, we will after

discussions with the ASX inform the market accordingly. In line with this, the company has assessed numerous opportunities introduced by New York Securities, including offers to participate in ventures, and offers of cash injections simultaneously with asset acquisitions; however nothing to date has been considered suitable or sufficiently advanced enough to be of great benefit to the shareholders based on the risk reward. The company will consider conversion of selected current assets to provide cash reserves for any diversified activities that may be considered more market attractive than the oil and gas sector going forward.

Appendix 5B

The Appendix 5B for the quarter ended 30 June 2017 is attached.

Forward-Looking Statements

This press release may contain forward-looking information that involves substantial known and unknown risks and uncertainties, most of which are beyond the control of Baraka, including, without limitation, statements pertaining to management's future plans and operations. All statements included herein, other than statements of historical fact, are forward-looking information and such information involves various risks and uncertainties. There can be no assurance that such information will prove to be accurate and actual results and future events could differ materially from those anticipated in such information. Any forward-looking statements are made as of the date of this release and Baraka does not assume any obligation to update or revise them to reflect new events or circumstances.



Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/13, 01/09/16

Name of entity

Baraka Energy & Resources Limited

ABN

80 112 893 491

Quarter ended ("current quarter")

30 June 2017

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation	(7)	(116)
(b) development	-	-
(c) production	-	-
(d) staff costs	(15)	(60)
(e) administration and corporate costs	(21)	(271)
1.3 Dividends received(see note 3)	-	-
1.4 Interest received	-	3
1.5 Interest and other costs of finance paid	-	(4)
1.6 Income taxes paid	-	-
1.7 Research and development refunds	-	-
1.8 Other (provide details if material)	-	-
1.9 Net cash from / (used in) operating activities	(43)	(448)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	-	-
(b) tenements (see item 10)	-	-
(c) investments	-	(6)
(d) other non-current assets	-	-

+ See chapter 19 for defined terms.
1 September 2016

Mining exploration entity and oil and gas exploration entity quarterly report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) property, plant and equipment	-	-
	(b) tenements (see item 10)	-	-
	(c) investments	-	5
	(d) other non-current assets	-	-
2.3	Cash flows from loans to other entities	(88)	(251)
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(88)	(252)
3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	-
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	-	-
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	299	868
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(43)	(448)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(88)	(252)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	168	168

+ See chapter 19 for defined terms.
1 September 2016

5. Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1 Bank balances	2	22
5.2 Call deposits	156	267
5.3 Bank overdrafts	-	-
5.4 Other (provide details)	10	10
5.5 Cash and cash equivalents at end of quarter (should equal item 4.6 above)	168	299

6. Payments to directors of the entity and their associates	Current quarter \$A'000
6.1 Aggregate amount of payments to these parties included in item 1.2	15
6.2 Aggregate amount of cash flow from loans to these parties included in item 2.3	-

6.3 Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2

Directors fees

7. Payments to related entities of the entity and their associates	Current quarter \$A'000
7.1 Aggregate amount of payments to these parties included in item 1.2	-
7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3	-

7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2

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Mining exploration entity and oil and gas exploration entity quarterly report

8. Financing facilities available <i>Add notes as necessary for an understanding of the position</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
8.1 Loan facilities	-	-
8.2 Credit standby arrangements	-	-
8.3 Other (please specify)	-	-
8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.		

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9. Estimated cash outflows for next quarter	\$A'000
9.1 Exploration and evaluation	35
9.2 Development	-
9.3 Production	-
9.4 Staff costs	15
9.5 Administration and corporate costs	30
9.6 Other (provide details if material)	60
9.7 Total estimated cash outflows	140

10. Changes in tenements (items 2.1(b) and 2.2(b) above)	Tenement reference and location	Nature of interest	Interest at beginning of quarter	Interest at end of quarter
10.1 Interests in mining tenements and petroleum tenements lapsed, relinquished or reduced				
10.2 Interests in mining tenements and petroleum tenements acquired or increased				

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Signed: 

Date: 31 July 2017

Timothy Clark
(Company Secretary)

Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report. If this quarterly report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.

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Baraka Energy & Resources Ltd**Schedule of Tenements as at 30 June 2017**

Project	Tenement	Nature of Company's Interest
Southern Georgina Basin, Northern Territory	EP 127	100%