Triple Energy Limited

ABN 68 116 829 675

Annual Report
31 March 2021

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DIRECTORS' REPORT

CORPORATE INFORMATION

ABN 68 116 829 675

Directors

Current Directors

Mr Murray d'Almeida	Chairman and Independent Non-Executive Director
Mr Paul Garner	Independent Non-Executive Director
Mr Avon McIntyre	Executive Director
Mr Po Siu Chan	Executive Director

Company secretary
Mr Alex Neuling

Registered office and Principal place of business
Unit 9, 335 Hay Street, Subiaco WA 6008
PO Box 899, Cottesloe WA 6011
Telephone: (08) 6478 7730
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Postal address:
PO Box 807
SUBIACO
WA 6904

Share register
Advanced Share Registry Limited
110 Stirling Highway
Nedlands WA 6009

Solicitors
Steinepreis Paganin
Level 4, Next Building
16 Milligan Street
PERTH WA 6000

Bankers
National Australia Bank
Level 1, 1238 Hay Street
WEST PERTH WA 6005

Auditors
HLB Mann Judd WA
Level 4, 130 Stirling Street
PERTH WA 6000

Website www.hyterra.com.au

DIRECTORS' REPORT

Your directors submit their annual financial report of the Group consisting of Triple Energy Limited ('Triple') and its controlled subsidiaries for the financial year ended 31 March 2021. 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 period unless otherwise stated.

Current Directors	
Mr Murray d'Almeida	Chairman and Independent Non-Executive Director
Mr Po Siu Chan	Executive Director (appointed 27 January 2021)
Mr Paul Garner	Independent Non-Executive Director (appointed 10 September 2021)
Mr Avon McIntyre	Executive Director (appointed 24 February 2022)

Previous Directors in office during all or part of year ended 31 March 2021

Mr Chris Berkefeld	Independent Non-Executive Director (resigned 18 December 2020)
Mr Colin Hiles	Non-Executive Director (appointed 27 January 2021, resigned 23 June 2021)
Ms Fung Ming Pang	Non-Executive Director (appointed 27 January 2021, resigned 31 May 2021)
Mr Tun Yiu (Michael) Kei	Executive Director (resigned 10 September 2021)
Mr Tim Bardwell	Non-Executive Director (appointed 21 September 2020, resigned 27 January 2021)
Mr Francis Lim	Non-Executive Director (appointed 21 September 2020, resigned 27 January 2021)
Mr HongBing Zhang	Non-Executive Director (resigned 21 September 2020)
Ms Ruo Yun Zhang	Non-Executive Director (resigned 21 September 2020)

Names, qualifications, experience and special responsibilities

CURRENT DIRECTORS

Mr Murray d'Almeida
Independent Chairman and Non-Executive Director (Appointed 18 July 2017)

Mr d'Almeida has over 35 years of diverse national and international business experience. He commenced his career in Perth with a firm of Chartered Accountants before moving into a broad range of commercial and financial reporting positions with two major USA based mining companies. He founded the Australian and international retailer Retail Food Group, and developed their presence in seven overseas countries. He has maintained operating and board positions within a range of financial services, mining, commercial academic, government, sporting businesses and organisations.

Mr d'Almeida is currently chairman chairman of Barrack Street Investments Limited, Deputy Chancellor of Southern Cross University and a director of Global Masters Limited.

During the three years to balance date Mr D'Almeida has also served as a Director of IncentiaPay Limited (from July 2014 until September 2018).

Mr Paul Garner
Non-Executive Director (Appointed 10 September 2021)

Mr Garner has over 20 years' experience in the oil and gas industry having served on the boards of several public listed companies. He was most recently a non-executive director at Provaris Energy Ltd (formerly Global Energy Ventures Ltd), an ASX listed company in the business of natural gas and hydrogen. Prior to his involvement in the Oil & Gas industry, he spent several years in international business, property, and equity markets. Mr Garner has an extensive knowledge of capital markets, upstream drilling operations and business development in the rapidly evolving new energies sector.

During the three years to balance date Mr Garner has served as a Director of IncentiaPay Limited as noted above and no other listed companies..

DIRECTORS' REPORT

CURRENT DIRECORS (CONTINUED)

Mr Avon McIntyre (Appointed 24 February 2022)
Chief Technical Officer and Executive Director

Mr McIntyre (PhD) is a geologist with 20 years experience in both minerals and oil and gas exploration industries, with roles in government, service and operating companies. He worked for Shell Development Australia and Shell International in new ventures and new energies from 2008 to 2021, during which time he developed an interest in natural hydrogen occurrences. He has been providing consulting services on an exclusive basis to TNP since October 2021 through his company McIntyre Geological Services Pty Ltd.

During the three years to balance date Mr McIntyre has not served as a Director of any other listed companies.

Mr Po Chan (appointed 27 January 2021)
Executive Director

Mr Chan has previously served as a Triple Director from Feb 2015 to Feb 2017 and was reappointed in January 2021. He is a fellow of Chartered Accountants Australia and New Zealand and is a Director of Afanti Asset Management in Hong Kong. Mr Chan has experience in business consulting and investment banking in China and the Asia Pacific region. Mr Chan has held roles as a Director at PwC in the Advisory division and as a Senior Manager at ANZ in its Project Finance division and has significant experience in transactions in China and Asia Pacific. He holds a Masters Degree in Commerce (specialized in Banking and Finance) from the University of New South Wales in Sydney and a Bachelor Degree in Commerce from the University of Sydney in Sydney.

During the three years to balance date Mr Chan has not served as a Director of any other listed companies.

FORMER DIRECTORS

Mr Chris Berkefeld
Independent Non-executive Director (Appointed 18 July 2017, resigned 18 December 2020)

Mr Berkefeld has over 20 years' experience on public and private company boards in New Zealand and Australia. His background is in industrial, waste and mining services in Australia along with engineering and heavy transportation services in Europe and Asia. He was with services company Brambles for 25 years and ran the waste management and industrial services businesses upon their sale to a private equity group in 2006.

Mr HongBing Zhang (Appointed 15 May 2019, resigned 21 September 2020)
Non-executive Director

Mr Zhang holds a bachelors degree in economics from the Beijing Second Language Institute and an EMBA from the Southwestern University of Finance and Economics. He has broad commerce experience within the Peoples Republic of China (**PRC**) gained over close to 30 years, including international trading in commodities (including downstream petroleum products) and most recently a marketing and sales role across 10 provinces in Northern China.

Ms RuoYun Zhang (Appointed 15 May 2019, resigned 21 September 2020)
Non-executive Director

Ms Zhang holds a bachelors degree in accounting from the George Washington University School of Business in the United States and has held finance and Risk Advisory roles since graduation.
During the three years to balance date Ms. Zhang has not served as a Director of any other ASX listed company.

Mr Francis Lim (Appointed 21 September 2020, resigned 27 January 2021)
Non-executive Director

Mr Lim is a 30 year veteran in the structuring and negotiation of cross border business transactions from JV/M&A to complex infrastructure purchase agreements across Asia Pacific Region Francis holds an M.Sc. in Finance, with a focus in Corporate Finance from the University of Science & Technology in Hong Kong and a B.Sc. Chemical Engineering from the University of Wisconsin at Madison.

DIRECTORS' REPORT

FORMER DIRECTORS (CONTINUED)

Mr Tim Bardwell (Appointed 21 September 2020, resigned 27 January 2021)

Non-executive Director

Mr Bardwell has worked as an investment banker for almost 35 years in Europe and Asia in the areas of swaps/structured products, capital markets, corporate finance and asset management. He was an Executive Director at Morgan Stanley and Director at Deutsche Bank in Hong Kong, where he has lived since 1995. Currently he is a HK SFC Responsible Officer and Compliance Officer with AK Partners HK Limited, a Hong Kong licensed asset manager and private equity firm. He is also a UK qualified solicitor, having practised with Linklaters in London.

Ms PANG Fung-Ming (Appointed 27 January 2021, resigned 31 May 2021)

Ms Pang is a Hong Kong qualified accountant and finance professional with extensive corporate experience, including as executive director and chief financial officer of Zhong Yuan Bio-Technology Holdings Limited.

Mr Colin Hiles (Appointed 27 January 2021, resigned 23 June 2021)

Mr Hiles is an experienced retired commercial and corporate lawyer who has been a director of a large number of listed companies in Australia, Hong Kong and China.

Mr Tun Yiu (Michael) Kei (Appointed 15 May 2019, resigned 10 September 2021)

Mr Kei is an executive Director with responsibility for business development and has approximately 29 years of commercial experience, including senior engineering and management experience in the electronics industry in HK, PRC and Philipines. Mr. Kei is a current director of Guangzhou Jinsong Electronic Ltd and Vice-President of the Philippine Xiamen Chamber of Industry and Philippine Xiamen Amity Association.

Company Secretary - Mr Alex Neuling

Mr Neuling is a Chartered Accountant and Chartered Secretary with extensive corporate and financial experience including as director, chief financial officer and / or company secretary of various ASX-listed companies in the Oil & Gas, mining, mineral exploration and other sectors.

Prior to those roles, Alex worked at Deloitte in London and Perth. Alex also holds an honours degree in Chemistry from the University of Leeds in the United Kingdom and is principal of Erasmus Consulting Pty Ltd which provides company secretarial and financial management consultancy services to a variety of ASX-listed and other companies.

Interests in the shares and options of the Company

No Directors held a relevant interest (including indirect interests) in shares or options of the Company or a related body corporate as at the date of this report or the date each Director ceased to be a Director.

Share Capital

As at the date of this report, the Company had 71,996,054 Ordinary Shares on issue (2020: 71,996,054). No ordinary shares were issued by the Company during or since the end of the financial year as a result of the exercise of an option. There are no unpaid amounts on the shares issued.

The Company has no unissued ordinary shares of the Company under option.

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 activity of the Group during the year was exploration for natural resources.

DIRECTORS' REPORT

Review of Operations

Corporate & Financial

Activity during the year was focused on the identification and review of potential financing and investment possibilities for the Company. The Company's securities have been subject to voluntary suspension on ASX since October 2020.

Hyterra Transaction

Subsequent to year-end, on 8 April 2022 the Company announced a transformative transaction to acquire a Natural Hydrogen project through the proposed acquisition of Neutralysis Industries Pty Ltd.

As announced on 8 April 2022, Triple has signed a binding conditional agreement (subject to Shareholder and regulatory approvals) to make recommended offers to acquire 100% of the share capital of Neutralysis. In consideration for the acquisition, the Company has agreed to issue to the shareholders of Neutralysis the following:

(a) 183,000,000 ordinary fully paid shares in the capital of the Company (Shares) at a deemed issue price of $0.02 per Share (on a post-Consolidation basis after a proposed 1 for 3.33 share consolidation) (Consideration Shares) and;

(b) attaching 183,000,000 Options (on a post-Consolidation basis) with a 2.5 cents exercise price, expiring on 30 June 2025 (Consideration Options).

The Company has also agreed, subject to ASX and Shareholder approval being obtained, to issue to current and proposed directors of the Company (Directors) an aggregate of 28,500,000 Class A, 19,000,000 Class B and 10,000,000 Class C Zero Exercise Price Options (on a post-Consolidation basis) that will vest, subject to the satisfaction of milestones, and become exercisable into Shares at the election of the holder on a 1:1 basis:

As part of the proposed transaction, it is proposed that the Company will be renamed Hyterra Ltd.

Aolong JV Project in Heilongjiang

The Company was not in a position during or since the year-end to provide funding to its PRC subsidiary, CFT Heilongjiang (HK) Ltd ("CFT"), which holds the Group's legal interest in the Aolong Joint Venture entity. CFT has sought and obtained its own funding from parties introduced by and associated with Waypost Ltd, a significant shareholder in the Company. The significant net liability position of both CFT and Aolong combined with changes to the Board of the Company and in the regulatory and geopolitical environment have had the effect of impacting the Company's ability to exert influence over those entities, to the point where the Directors conclude that they no longer control CFT. Subsequent to the end of the period, the Company announced that it had reached a conditional agreement to dispose of its shareholding in CFT for a nominal sum, subject to shareholder approval.

Xin 214 Project

The Company did not progress this project beyond the initial memorandum of understanding (as extended) stage during the period and the project is no longer considered a strategic fit.

Operating Results for the Year

The consolidated net profit after income tax attributable to members of the Group amounted to $796,981 (2020: $427,688 loss). The result comprised a loss from continuing activities of $248,066 before a non-recurring profit from discontinued operations of $1,045,047 relating to the de-recognition of subsidiaries (and associated liabilities) no longer controlled.

Review of Financial Conditions

As at 31 March 2021, the Group held $2,789 in cash and cash equivalents.

Significant Changes in the State of Affairs of the Group

Board Changes
During and since the year ended 31 March 2021, there have been a number of Director changes as the Board has sought to identify and progress potential new business and financing opportunities with the potential to add Shareholder value.

DIRECTORS' REPORT

Significant Changes in the State of Affairs of the Group (continued)

New Investment

Funding, during and since the period, was obtained from new outside investors in the form of bridging finance, pending issues of convertible debt for which approval is sought at the forthcoming 2020 AGM. Also, as announced on 8 April 2022, the proposed Hyterra Transaction has the potential to be transformative. Details of the new funding secured during the period is detailed in Note 10 - Borrowings and subsequent new investment is detailed under Subsequent Events disclosures, below.

Loss of Control over Subsidiaries

The Company has not been in a position during or since the year end to provide funding to its PRC subsidiary, CFT Heilongjiang (HK) Ltd ("CFT"), which holds the Group's legal interest in the Aolong Joint Venture entity. CFT has sought and obtained its own funding from parties introduced by and associated with Waypost Ltd, a significant shareholder in the Company. The significant net liability position of both CFT and Aolong, combined with changes to the Board of the Company and to the regulatory regulatory and geopolitical environment have had the effect of impacting the Company's ability to exert influence over those entities, to the point where the Directors conclude that they no longer control CFT. Subsequent to the end of the period, the Company announced that it had reached a conditional agreement to dispose of its shareholding in CFT for a nominal sum, subject to shareholder approval.

Except as noted above, there have been no significant changes in the state of affairs of the Group to the date of this Report.

Significant Events After Balance Date

Board Changes
The Company's Board of Directors has undergone various changes since year-end with relevant appointment and resignations disclosed in the Directors Report.

Proposed Acquisition of Neutralysis Industries

As announced by the Company on 8 April 2022, Triple Energy has signed a binding conditional agreement (subject to Shareholder and regulatory approvals) to make recommended offers to acquire 100% of the share capital of Neutralysis. In consideration for the acquisition, the Company has agreed to issue to the shareholders of Neutralysis the following:

(a) 183,000,000 ordinary fully paid shares in the capital of the Company (Shares) at a deemed issue price of $0.02 per Share (on a post-Consolidation basis after the proposed 1 for 3.33 share consolidation) (Consideration Shares) and;

(b) attaching 183,000,000 Options (on a post-Consolidation basis) with a 2.5 cents exercise price, expiring on 30 June 2025 (Consideration Options).

The Company has also agreed, subject to ASX and Shareholder approval being obtained, to issue to current and proposed directors of the Company (Directors) an aggregate of 28,500,000 Class A, 19,000,000 Class B and 10,000,000 Class C Zero Exercise Price Options (on a post-Consolidation basis) that will vest, subject to the satisfaction of milestones, and become exercisable into Shares at the election of the holder on a 1:1 basis.

Upon completion of the proposed acquisition and an associated public offer, it is proposed that the Company will be renamed Hyterra Ltd.

Issue of Convertible Notes
Also as announced on 8 April 2022, the Company has secured convertible note funding of $655,000 (before costs). The notes mature on 1 July 2022 and will convert at a deemed issue price of $0.02 on a post-consolidation basis (1:3.33).

Other than as noted elsewhere in this report, no matter or circumstance has arisen since 31 March 2021 that in the opinion of the Directors has significantly affected, or may significantly affect in future financial years:

(i) the Group's operations;
(ii) the results of those operations; or
(iii) the Group's state of affairs.

DIRECTORS' REPORT

Likely Developments and Expected Results

The Group continues to evaluate new projects complementary with the business model of finding and developing projects with the potential to add Shareholder value.

Except as disclosed herein, disclosure of information regarding likely developments in the operations of the Group in future financial years and the expected results of those operations is likely to result in unreasonable prejudice to the Group. Therefore, this information has not been presented in this report.

Environmental Legislation

The Directors are not aware of any significant breaches of applicable environmental requirements during the year.

Indemnification and Insurance of Directors and Officers

The Company has agreed to indemnify all the Directors of the Company for any liabilities to another person (other than the Company or related body corporate) that may arise from their position as Directors of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith.

Remuneration Report

This report, which forms part of the Directors' Report, outlines the remuneration arrangements in place for the Key Management Personnel of Triple Energy Limited (the "Company") for the financial year ended 31 March 2021. 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 Key Management Personnel ("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

The Key Management Personnel of the Group during the 2021 and prior financial year comprised the Company's Directors and the Company Secretary.

(i) Directors

Current Directors

Mr Murray d'Almeida	Chairman and Independent Non-Executive Director (appointed 18 July 2017)
Mr Po Siu Chan	Executive Director (appointed 27 January 2021)
Mr Paul Garner	Independent Non-Executive Director (appointed 10 September 2021)
Mr Avon McIntyre	Executive Director (appointed 24 March 2022)

Previous Directors in office during all or part of year ended 31 March 2021

Mr Chris Berkefeld	Independent Non-Executive Director (resigned 18 December 2020)
Mr Colin Hiles	Non-Executive Director (appointed 27 January 2021, resigned 23 June 2021)
Ms Fung Ming Pang	Non-Executive Director (appointed 27 January 2021, resigned 31 May 2021)
Mr Tun Yiu (Michael) Kei	Executive Director (appointed 15 May 2019, resigned 10 September 2021)
Mr Tim Bardwell	Non-Executive Director (appointed 21 September 2020, resigned 27 January 2021)
Mr Francis Lim	Non-Executive Director (appointed 21 September 2020, resigned 27 January 2021)
Mr HongBing Zhang	Non-Executive Director (appointed 15 May 2019, resigned 21 September 2020)
Ms Ruo Yun Zhang	Non-Executive Director (appointed 15 May 2019, resigned 21 September 2020)

(ii) Executives

Mr Alex Neuling (Company Secretary)

DIRECTORS' REPORT

Remuneration Report (continued)

Remuneration philosophy

The performance of the Company depends upon the quality of the Directors and Executives. The philosophy of the Company in determining remuneration levels is to:

- set competitive remuneration packages to attract and retain high calibre employees;
- link executive rewards to shareholder value creation; and
- establish appropriate, demanding performance hurdles for variable executive remuneration.

Remuneration Committee

The Board, in its capacity as the Remuneration Committee of the Board of Directors of the Company; and in accordance with the Remuneration Committee Charter is responsible for determining and reviewing compensation arrangements for the directors, the CEO and the executive team.

The Board assesses the appropriateness of the nature and amount of remuneration of Directors and Executives on a periodic basis by reference to relevant employment market conditions with an 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.

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 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 31 August 2010 when shareholders approved an aggregate remuneration of up to $250,000 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.

Directors (other than an Alternate Director) are entitled to receive a fee for being a Director of the Company. Remuneration of Non-Independent Directors (appointed as shareholders nominees) remains a matter for consideration by the Board & Remuneration Committee.

The remuneration of Non-Executive Directors for the year ended 31 March 2021 is detailed in the Remuneration of Directors and named Executives in Table 1 of this report.

Senior Manager and Executive Director remuneration

Remuneration consists of fixed remuneration and Company options (as determined from time to time). In addition to the Company employees and Directors, the Company engages key consultants on a contractual basis. These contracts stipulate the remuneration to be paid to the consultants.

DIRECTORS' REPORT

Remuneration Report (continued)
Fixed Remuneration

Fixed remuneration is reviewed annually or as required by the full Board (assuming the role of the Remuneration Committee and in accordance with the Remuneration Committee charter). The process consists of a review of relevant comparative remuneration in the market and internally and, where appropriate, external advice on policies and practices. The Committee has access to external, independent advice where necessary.

Fixed remuneration is paid in the form of cash payments.

The fixed remuneration component of Key Management Personnel is detailed in Table 1.

Variable Remuneration

Executives (including Executive Directors) are eligible to participate in the Company's Short Term Incentive (bonus) schemes, as well as Long Term Incentives arrangements in the form of the grant of share options or participation in the Company Employee Share Scheme ("ESS").

Key Management Personnel Employment & Service Contracts

In respect of the year to 31 March 2021, the Company had previously entered into service contracts with entities controlled by its independent non-executive Directors. The service contracts provide for a fee of $3,333 per month to be paid to the entities for the provision of services by the respective Directors and may be terminated by the Company or counterparty on one month's notice.

Avon McIntyre - Executive Director and Chief Technical Officer

With respect to Avon McIntyre, appointed in February 2022, the Company has executed a service contract for remuneration of $180,000 plus superannuation and equity-based incentive rights. The contract may be terminated on 6 months notice during its initial 12 months and thereafter on 3 months notice. The Company is in the process of formalising service arrangements with its other existing and proposed Directors.

AJ Neuling – Company Secretary

The Company has engaged Erasmus Consulting Pty Ltd ("Erasmus") to provide consulting services including services provided by Mr Neuling (an employee and Director of Erasmus). The consulting arrangement between the Company and Erasmus incorporates a monthly minimum retainer of $3,200 (excluding GST) and additional fees on an hourly rate for work performed by Erasmus personnel in excess of 16 hours per month.

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DIRECTORS' REPORT

Remuneration report (continued)

Table 1: Directors' and named executives' remuneration for the year ended 31 March 2021

	Short-term employee benefits			Post-employment benefits		Equity	Total	%
	Salary & Fees	Bonuses	Non-Monetary Benefits	Superannuation	Prescribed Benefits	Options		Performance Related
	$	$	$	$	$	$	$	
Current Directors								
Mr Murray D'Almeida	41,666	-	-	-	-	-	41,666	0%
Mr Po Siu Chan	21,716	-	-	-	-	-	21,716	0%
Mr Paul Garner*	-	-	-	-	-	-	-	0%
Mr Avon McIntyre*	-	-	-	-	-	-	-	0%
							-	0%
Former Directors								
Mr Chris Berkefeld	26,666	-	-	-	-	-	26,666	0%
Mr Colin Hiles	4,580	-	-	-	-	-	4,580	0%
Ms Fung Ming Pang	4,580	-	-	-	-	-	4,580	
Mr Tim Bardwell	14,000	-	-	-	-	-	14,000	
Mr Francis Lim	14,000	-	-	-	-	-	14,000	
Mr Tun Yiu Kei**	-	-	-	-	-	-	-	
Ms Ruo Yun Zhang**	-	-	-	-	-	-	-	
Mr Hong Bing Zhang**	-	-	-	-	-	-	-	
Other KMP								
Mr Alex Neuling***	-	-	-	-	-	-	-	
Total	**127,208**	-	-	-	-	-	**127,208**	0%

Includes amount accrued or invoiced but unpaid at balance date as well as payments by third parties on the Company's behalf.
**Mr Garner and Mr McIntyre were appointed after the end of the final year to 31 March 2021.*
***Mr Hong Bing Zhang, Ms RuoYun Zhang and Mr Tun Yiu Kei received no remuneration during the 2021 or 2020 financial years.*
****Mr Neuling is not directly remunerated by the Company. Erasmus Consulting Pty Ltd, an entity controlled by Mr Neuling, invoiced consulting fees of $37,705 (excl GST) during the year in respect of services provided by Mr Neuling. In addition, during the year Erasmus invoiced the Company $5,000 for office rent at the Company's registered office and $7,150 for office administration and bookkeeping services provided by Erasmus staff.*

Remuneration report (continued)

Table 2: Directors' and named executives' remuneration for the year ended 31 March 2020

	Short-term employee benefits			Post-employment benefits		Equity	Total	%
	Salary & Fees	**Bonuses**	**Non-Monetary Benefits**	**Superannuation**	**Prescribed Benefits**	**Options**		**Performance Related**
	$	$	$	$	$	$	$	
Mr Tommy Cheng	-	-	-	-	-	-	-	0%
Mr Raymond Tam	-	-	-	-	-	-	-	0%
Mr Edward Siew	-	-	-	-	-	-	-	0%
Mr Murray D'Almeida	40,000	-	-	-	-	-	40,000	0%
Mr Chris Berkefeld	40,000	-	-	-	-	-	40,000	0%
Mr Alex Neuling*	-	-	-	-	-	-	-	0%
Total	**80,000**	-	-	-	-	-	**80,000**	0%

**Mr Neuling is not directly remunerated by the Company. Erasmus Consulting Pty Ltd, an entity controlled by Mr Neuling, received consulting fees of $48,870 during the year in respect of services provided by Mr Neuling.* In *addition, during the year Erasmus invoiced the Company $5,000 for office rent at the Company's registered office and $7,590 for office administration and bookkeeping services provided by Erasmus staff.*

DIRECTORS' REPORT (continued)

Remuneration report (continued)

Remuneration of directors and named executives

(iii) Share-based payments granted as compensation

No options were granted as remuneration during the year to 31 March 2021 (2020: Nil).

1,925,000 options originally granted as compensation lapsed in the prior financial year.

(iv) Option holdings of Key Management Personnel

As at 31 March 2021

No Key Management Personnel held any interest in Options during the financial year or at balance date.

As at 31 March 2020

	Balance at beginning of period*	Granted as remuneration	Options expired	Net change Other	Balance at end of period
*Mr Tommy Cheng**	750,000	-	750,000	-	-
Total	750,000	-	750,000	-	-

** Held at date of resignation.*

(v) Shareholdings of Key Management Personnel
No Key Management Personnel other than the Company Secretary Mr Alex Neuling held any interest in Shares during the year or at balance date. Mr Neuling's holding of 329,167 Shares did not change during the 2021 or 2020 financial year.

END OF REMUNERATION REPORT

DIRECTORS' REPORT (continued)

Directors' Meetings

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

	Board Meetings*	
Director	**Attended**	**Eligible to Attend**
Mr Murray d'Almeida	3	3
Mr Po Chan	2	2
Mr Chris Berkefeld	2	2
Mr Francis Lim	2	2
Mr Tim Bardwell	2	2
Ms Fung Min Pang	-	2
Mr Colin Hiles	2	2
Mr Tun Yiu Kei	-	3
Ms Ruo Yun Zhang	-	-
Mr Hong Bing Zhang	-	-

*Excludes matters decided by circulating resolution.

Directors appointed after year-end were not eligible to and did not attend any meetings during the year.
Separate meetings of the Audit and Remuneration and Nomination Committees did not take place during the year with relevant business being considered by the full Board.

Non-Audit Services

There were no non-audit services provided by the Company's auditors in the current financial year.

Signed in accordance with a resolution of the Directors.

Mr Murray d'Almeida
Director
Dated this 1st day of June 2022

HLB MANN JUDD
ADVISORY AND ACCOUNTING

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Triple Energy Limited for the year ended 31 March 2021, 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.

Perth, Western Australia
1 June 2022

N G Neill
Partner

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2021

	Notes	PARENT 2021 $	CONSOLIDATED 2020 $
Continuing operations			
Other income	2	21	42
Other expenses	2	(248,087)	(427,730)
Loss before income tax expense		(248,066)	(427,688)
Income tax expense	3	-	-
Loss after tax expense		(248,066)	(427,688)
Net (loss) for the year from continuing operations		(248,066)	(427,688)
Discontinued operations			
Profit / (Loss) for the year from discontinued operations	5	1,045,047	-
Other comprehensive income/(loss)			
Items that may be reclassified to profit or loss			
Exchange differences on translation of foreign operations			
- Current year differences		-	(45,430)
- Reclassification to profit or loss		(245,487)	-
De-recognition of non-controlling interest	5	106,052	-
Total comprehensive income/(loss) for the year		657,546	(473,118)
Profit / (Loss) attributable to:			
Owners of the group		796,981	(421,834)
Non-controlling interests		-	(5,854)
Profit / (Loss) for the year		796,981	(427,688)
Total comprehensive profit /(loss) attributable to:			
Owners of the group		657,546	(467,264)
Non-controlling interests		-	(5,854)
Comprehensive Profit / (Loss) for the year		657.546	(473,118)
Basic and diluted earnings / (loss) per share (cents per share)	4	(0.34)	(0.59)
Earnings per share from discontinued operations (cents per share)	4	1.45	(0.21)

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2021

	Notes	PARENT 2021 $	CONSOLIDATED 2020 $
Assets			
Current Assets			
Cash and cash equivalents	7	2,789	240,437
Other current assets	8	2,840	11,238
Total Current Assets		5,629	251,675
Total Assets		5,629	251,675
Liabilities			
Current Liabilities			
Trade and other payables	9	(81,363)	(874,753)
Borrowings	10	(60,000)	-
Total Current Liabilities		(141,363)	(874,753)
Non-Current Liabilities			
Trade and other payables	9	(10,858)	-
Borrowings	10	-	(181,059)
Total Non-Current Liabilities		(10,858)	(181,059)
Total Liabilities		(152,221)	(1,055,812)
Net Liabilities		(146,592)	(804,138)
Equity			
Issued capital	11	37,232,495	37,232,495
Reserves	12	859,970	1,105,457
Accumulated losses	12	(38,239,057)	(39,036,038)
Parent entity interest		(146,592)	(698,086)
Non-controlling interests	13	-	(106,052)
Total equity (deficiency)		(146,592)	(804,138)

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2021

	Issued Capital	Reserves	Accumulated Losses	Total	Non-controlling interests	Total equity
CONSOLIDATED	$	$	$	$		$
As at 1 April 2019	37,232,495	1,150,887	(38,614,204)	(230,822)	(100,198)	(331,020)
Loss for the period	-	-	(421,834)	(421,834)	(5,854)	(427,688)
Foreign exchange reserve movements on translation of overseas subsidiaries	-	(45,430)	-	(45,430)	-	(45,430)
Total comprehensive loss for the period	-	(45,430)	(421,834)	(467,264)	(5,854)	(473,118)
As at 31 March 2020	**37,232,495**	**1,105,457**	**(39,036,038)**	**(698,086)**	**(106,052)**	**(804,138)**
As at 1 April 2020	37,232,495					
PARENT						
Profit / (Loss) for the period	-	-	796,981	796,981	-	796,981
Reclassification of Foreign exchange reserve movements on translation of overseas subsidiaries to Profit or Loss	-	(245,487)	-	(245,487)	-	(245,487)
De-recognition of non-controlling interest	-	-	-	-	106,052	106,052
Total comprehensive loss for the period	-	(245,487)	796,981	551,494	106,052	657,546
As at 31 March 2021	**37,232,495**	**859,970**	**(38,239,057)**	**(146,592)**	-	**(146,592)**

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2021

	Notes	PARENT 2021 $	CONSOLIDATED 2020 $
		Inflows/(Outflows)	
Cash flows from operating activities			
Interest received		21	42
Payments to suppliers and employees		(206,626)	(400,848)
Net cash flows (used in) operating activities	7	(206,605)	(400,806)
Cash flows from investing activities			
Cash held by subsidiaries over which control was lost	5	(90,549)	-
Net cash flows (used in) investing activities		(90,549)	-
Cash flows from financing activities			
Proceeds from borrowings		60,000	86,071
Net cash flows from financing activities		60,000	86,071
Net (decrease) in cash and cash equivalents		(237,154)	(314,735)
Foreign Exchange		(494)	-
Cash and cash equivalents at the beginning of the period	7	240,437	555,172
Cash and cash equivalents at the end of the period		2,789	240,437

The accompanying notes form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

The financial statements are general purpose financial statements, which have been prepared in accordance with the requirements of the Corporations Act 2001, Accounting Standards and Interpretations and comply with other requirements of the law.

The financial statements comprise the consolidated financial statements of the Company and the entities it controlled during the year (the Group). For the purposes of preparing the consolidated financial statements, the Company is a for-profit entity.

The financial statements have also been prepared on a historical cost basis. Cost is based on the fair values of the consideration given in exchange for assets.

The financial statements are presented in Australian dollars.

The Company is a listed public company, domiciled in Australia and operating in Australia (with subsidiaries operating internationally). The principal activity of the Group is the exploration for natural resources.

Going Concern

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

For the year ended 31 March 2021 the Group recorded a net loss from continuing activities of $248,066, has a working capital deficit of $135,734 and a net operating cash outflow of $206,605, with cash held as at 31 March being $2,789.

Subsequent to year-end, the Company has raised additional funds of $655,000 (before costs) in the form of convertible notes with near-term maturities and has entered into a binding conditional agreement to make offers to acquire 100% of the share capital of Neutralysis Industries Pty Ltd (**NIPL**). Completion of the NIPL acquisition is contingent on shareholder approval and a further capital-raising, subject to which it is anticipated that the Company's securities may be reinstated to trading on ASX. The Company expects that Shareholders will vote in favour of the proposed acquisition and that the Company will be able to successfully raise the capital required.

The Directors have reviewed the Company's overall position in respect of the matters identified above and are of the opinion that the use of the going concern basis is appropriate in the circumstances based on the expectation that additional funding will be available to the Company and its subsidiaries. However, if the Group is unable to obtain sufficient additional funding through the raising of capital or if Shareholders elect not to vote in favour of the proposed NIPL acquisition, there exists a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern and therefore, its ability to realise its assets and discharge its liabilities in the normal course of business and at the amounts stated in the financial report.

(b) *New or amended Accounting Standards and Interpretations adopted*

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

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

(c) Statement of compliance

The financial statements were authorised for issue on xx May 2022.

The financial statements comply 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).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(d) Basis of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Triple Energy Ltd ('the Company') as at 31 March 2021 and the results of all subsidiaries for the year then ended. Triple Energy Ltd 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.

Unrealised gains or transactions between the Group and its associates are eliminated to the extent of the Group's interests in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests represent the portion of profit or loss and net assets in subsidiaries not held by the Group and are presented separately in the statement of comprehensive income and within equity in the consolidated statement of financial position. Losses are attributed to the non-controlling interests even if that results in a deficit balance.

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity attributable to owners of the Company.

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 9 'Financial Instruments' 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 are recognised in the period in which the estimate is revised if it affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Loss of Control over Subsidiaries during the year

The financial statements have been prepared based on a determination by the Directors that the Company lost effective control over its legal subsidiary CFT Heilongjiang (HK) Ltd (CFT), which holds the Group's legal interest in Heilongjiang Aolong Energy Co. Ltd (Aolong), during the year.

The Company was not in a position during or since the year end to provide funding to its PRC subsidiary, CFT Heilongjiang (HK) Ltd ("CFT"), which holds the Group's legal interest in the Aolong Joint Venture entity. CFT has

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

sought and obtained its own funding from parties introduced by and associated with Waypost Ltd, a significant shareholder in the Company. The significant net liability position of both CFT and Aolong combined with changes to the Board of the Company and in the regulatory and geopolitical environment have had the effect of limiting the Company's ability to exert influence over those entities, to the point where the directors conclude that they no longer control CFT.

On 10 May 2022, the Company announced that it had reached a conditional agreement to dispose of its shareholding in CFT for a nominal sum, subject to shareholder approval. The Board is of the view that the Company has no practical means to exert control over the activities of those entities.

(f) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

(i) Interest income

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

(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.

(h) Trade and other receivables

Trade receivables are measured on initial recognition at fair value. Trade receivables are generally due for settlement within periods ranging from 15 days to 30 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 an expected credit loss where the Group may not be able to collect all amounts due according to the original contractual terms. Factors considered by the Group in making this determination include known significant financial difficulties of the debtor, review of financial information and significant historic delinquency in making contractual payments to the Group. The expected credit loss is calculated as the difference between the cash flows due in accordance with the contract and all the cashflows that the Group expects to receive, discounted at the original effective interest rate.

The amount of the impairment loss is recognised in the statement of comprehensive income within other expenses. 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) Property, plant and equipment

Plant and equipment other than plant and equipment held solely for use on an exploration and evaluation project 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.

Tangible fixed assets held solely for use on an exploration and evaluation project may be capitalised in accordance with this policy, or alternatively expensed immediately as appropriate on an area of interest basis. Land and buildings are measured at fair value less accumulated depreciation on buildings and less any impairment losses recognised after the date of the revaluation.

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

Plant and equipment – over 5 to 15 years

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(i) Impairment

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

The recoverable amount of 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 approximate 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 plant and equipment, impairment losses are recognised in the statement of comprehensive income in the cost of sales line item.

(iii) 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.

(j) 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 Group 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 Group 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 continuing involvement takes the form of a written and/or purchased option (including a cash-settled option or similar provision) on the transferred asset, the extent of the Group’s continuing involvement is the amount of the transferred asset that the Group may repurchase, except that in the case of a written put option (including a cash-settled option or similar provision) on an asset measured at fair value, the extent of the Group’s continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

(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.

(k) Foreign currency translation

The functional and presentation currency of Triple Energy Limited is Australian dollars. 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.

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.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(l) Income tax

Current tax assets and liabilities for the current and prior periods 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.

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.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(n) Impairment of assets

The Group 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 Group 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.

(o) Trade and other payables

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services.

(p) Provisions

Provisions are recognised when the Group 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 Group 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.

(q) Share-based payment transactions

The Group may provide benefits to employees (including senior executives) of the Group 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.
In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Triple Energy Limited (market conditions) if applicable.
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 Group'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 income or expense for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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.

(r) 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.

(s) Earnings per share

Basic earnings per share is calculated as net profit / loss attributable to members of the parent, 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 per share is calculated as net profit / loss attributable to members of the parent, 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.

(t) Exploration and evaluation

Exploration and evaluation costs are expensed as incurred based upon each area of interest. Acquisition costs will normally be expensed but will be assessed on a case by case basis and if appropriate may be capitalised. These acquisition costs are only carried forward to the extent that they are expected to be recouped through the successful development or sale of the tenement. Where a decision has been made to proceed with development in respect of a particular area of interest, all future costs are recorded as a development asset.

(u) 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 Triple Energy Limited.

(v) Parent entity financial information

The financial information for the parent entity, Triple Energy Limited, disclosed in Note 22 has been prepared on the same basis as the consolidated financial statements, except as set out below:

a. *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.

b. *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 the investment in subsidiary undertaking, with a corresponding credit to equity.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 2: REVENUES AND EXPENSES

	PARENT	CONSOLIDATED
	2021	2020
	$	$
(a) Other income		
Interest	21	42
	21	42
(b) Expenses		
Project costs		
Exploration and Evaluation Expenses	-	65,271
Project and Business Development		
Wages and Salaries	-	53,277
Travel and associated	-	58,135
Total project costs	-	176,683
Corporate Administration Costs		
Directors Fees	127,208	80,000
Consulting fees	39,705	48,870
Accounting & Auditing	43,143	36,146
Occupancy Costs	6,120	5,000
Other Administrative	(9,510)	(7,624)
Listing and Compliance	42,141	88,655
Total corporate administration costs	248,087	251,047
Total Expenses	**248,087**	**427,730**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 3: INCOME TAX

	PARENT 2021 $	CONSOLIDATED 2020 $
(a) Income tax benefit	-	-
(b) Numerical reconciliation between tax expense and pre-tax net loss		
Profit / (Loss) before income tax benefit	796,981	(427,688)
Income tax using the Company's domestic tax rate of 30% (2020: 27.5%)	239,094	(117,614)
Non-deductible expenses/(deductible tax adjustments)	(8,229)	95
Non-assessable gains	(313,514)	-
Current year losses for which no deferred tax asset was recognised	82,649	117,519
Income tax benefit/(expense) attributable to entity	-	-

(c) Tax losses

Unused tax losses for which no deferred tax asset has been recognised have not been recognised as a deferred tax asset as the future recovery of these losses is subject to the Company satisfying the requirements imposed by the regulatory authorities. The benefit of deferred tax assets not brought to account will only be brought to account if:

- Future assessable income is derived of a nature and an amount sufficient to enable the benefit to be realised; and
- The conditions for deductibility imposed by tax legislation continue to be complied with and no changes in tax legislation adversely affect the Company in realising the benefit.

As at 31 March 2021 the Company has estimated carry forward tax losses of Triple Energy Limited as the parent entity of $3,414,148. No reliable estimate of the amount of tax losses which could be recognised as a deferred tax asset in the current year is available as it is not possible to accurately quantify the group's future profitability at its current stage of development. Management have not yet assessed whether the losses would pass the continuity of ownership test or the same business test. Management therefore believe that the group's tax losses do not meet the probable recognition criteria. There is no expiry date attached to the tax losses.

	PARENT 2021 $	CONSOLIDATED 2020 $
(d) Unrecognised temporary differences		
Net deferred tax assets (calculated at 30% (2020: 27.5%) have not been recognised in respect of the following items:		
Accruals and other creditors	8,229	8,872
Unrecognised deferred tax assets/(liabilities) relating to the above temporary differences	8,229	8,872

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 4: LOSS PER SHARE

	PARENT	CONSOLIDATED
	2021	2020
	$	$
(a) Earnings used in calculating earnings per share		
For basic loss per share:		
Loss from Continuing Operations	(248,066)	(421,834)
Profit from Discontinued Operations	1,045,047	-
(b) Weighted average number of shares		
Weighted average number of ordinary shares for basic earnings per share	71,996,054	71,996,054

There are no potential ordinary shares that are considered dilutive, as a result no dilutive earnings per share has been disclosed.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 5: DISCONTINUED OPERATIONS

As disclosed in Note 1 (e) and the Directors Report, the Directors have determined that control was lost over the Company's legal subsidiaries CFT Heilongjiang (HK) Ltd (CFT) and Heilongjiang Aolong Energy Co. Ltd (Aolong) during the year to 31 March 2021. Subsequent to year-end the Company has reached a conditional agreement to sell its shareholding in CFT (which owns the Group's interest in Aolong) for a nominal amount.

The Company has recognised a net gain on disposal of those entities of $1,045,047, representing the net liabilities of the entities as at deemed disposal. The entities had no material gains, losses or cashflows during the 2021 financial year up to the date of deemed disposal. Financial information in relation to the discontinued operations in 2020 are as follows:

	2021 $	2020 $
Results of discontinued operations		
Revenue	-	-
Expenses	-	(152,996)
Operating Loss	-	**(152,996)**
Gain on deemed disposal	1,045,047	
Gain / (Loss) before tax	1,045,047	(152,996)
Income tax benefit / (expense)	-	-
Loss after tax	**1,045,047**	**(152,996)**
Cashflows applied to discontinued operations		
Net cash used in operating activities	-	(176,683)
Net cash used in investing activities	-	-
Net cash from financing activities	-	86,071
Net cash inflow / (outflow)	-	**(90,612)**
Basic / Diluted earnings / (Loss) from discontinued operations (cents per share)	1.45	(0.21)

The gain from deconsolidation of discontinued operations has been calculated as follows:

	2021 $
Net Proceeds	-
Net liabilities de-recognised	905,612
Reclassification of Foreign Currency Translation reserve	245,487
Derecognition of non-controlling interest	(106,052)
Net Gain	1,045,047

NOTE 6: OPERATING SEGMENTS

AASB 8 "Operating Segments" requires operating segments to be identified on the basis of internal reports about components of the Group that are reviewed by the Chief Operating Decision Maker (considered to be Board of Directors) in order to allocate resources to the segment and assess its performance. The chief operating decision maker of the Group reviews internal reports prepared as consolidated financial statements and strategic decisions of the Group are determined upon analysis of these internal reports.

During the current reporting period, the Group operated predominantly in one segment, being the resources investment sector in Australia. The revenue and results of this segment are those of the Group and are set out in the consolidated statement of comprehensive income, and the assets and liabilities of the Group are set out in the consolidated statement of financial position.

In the prior reporting period, the Group's project was Oil and Gas in the People's Republic of China. Accordingly, this was the segment determined by the Chief Operating Decision Maker. The revenue and results, and the assets and liabilities of this segment are set out in the Discontinued Operations note (Note 5).

NOTE 7: CASH AND CASH EQUIVALENTS

	PARENT	CONSOLIDATED
	2021	2020
	$	$
Cash at bank and on hand	2,789	240,437
Bank guarantee	-	-
	2,789	240,437

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

Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

	PARENT	CONSOLIDATED
Reconciliation of loss for the year from continuing operations to net cash flows from operating activities	2021 $	2020 $
Loss for the year from continuing operations	(248,066)	(427,688)
Adjustments for:		
Change in net assets and liabilities:		
(Increase)/decrease in trade and other receivables	-	9,804
(Decrease)/increase in trade and other payables	40,967	17,078
Unrealised foreign exchange	494	-
Net cash used in operating activities	(206,605)	(400,806)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 8: OTHER CURRENT ASSETS

	PARENT 2021 $	CONSOLIDATED 2020 $
GST receivables / (payables)	2,840	(3,088)
Other receivables	-	14,325
	2,840	11,237

NOTE 9: TRADE AND OTHER PAYABLES

	PARENT 2021 $	CONSOLIDATED 2020 $
Current		
Trade creditors*	20,852	12,247
Other creditors and accruals	60,511	862,506
	81,363	874,753
Non-current		
Other creditors and accruals	10,858	-
	10,858	-

*Trade creditors are non-interest-bearing and normally settled on 45 day terms, however the Company has continued to receive extended credit terms from material suppliers during and since the year ended 31 March 2021.

NOTE 10: BORROWINGS

	PARENT 2021 $	CONSOLIDATED 2020 $
Unsecured borrowings	60,000	181,059
	60,000	181,059

Borrowings in 2021 relate to bridging finance formalised and repaid subsequent to year end. Borrowing in prior year relate to funds advanced to Triple subsidiaries by BGBS. The amounts accrue interest at 5% (2020:nil). Movements in borrowings during the year were as follows:

	CONSOLIDATED 2021 $	2020 $
Borrowings at the start of the year (Consolidated)	181,059	94,988
Borrowings drawn down in the year	60,000	86,071
De-recognised on loss of control over subsidiary	(181,059)	-
Borrowings at the end of the year	**60,000**	**181,059**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 11: ISSUED CAPITAL

	2021 No.	2020 No.	2021 $	2020 $
Ordinary shares (a)				
Issued and fully paid	71,996,054	71,996,054	36,432,495	36,432,495
Performance Shares (b)	-	-	800,000	800,000
			37,232,495	37,232,495

(a) Ordinary Shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Group in proportion to the number of shares held. On a show of hands every holder of ordinary shares present at a meeting or by proxy, is entitled to one vote. Upon a poll of every holder is entitled to one vote per share held.

Movements in ordinary shares on issue during the year are as follows:

	2021		2020	
Movements in ordinary shares on issue	No.	$	No.	$
At 1 April	71,996,054	36,432,495	71,996,054	36,432,495
At 31 March	71,996,054	36,432,495	71,996,054	36,432,495

(b) Performance Shares

The Company no longer has any Performance Shares on issue at balance or report date (2020: Nil).

(c) Options

The Company has no options on issue at balance date (2020:nil).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 12: RESERVES, ACCUMULATED LOSSES & NON-CONTROLLING INTERESTS

	Share Based Payment Reserve	Foreign Currency Translation Reserve	Accumulated Losses	Non-controlling interests
			$	$
As at 1 April 2019	859,970	290,917	(38,614,204)	(100,198)
Loss for the period	-	-	(421,834)	(5,854)
Foreign exchange reserve movements on translation of overseas subsidiaries	-	(45,430)	-	-
Total comprehensive loss for the period	-	(45,430)	(421,834)	(5,854)
As at 31 March 2020	**859,970**	**245,487**	**(39,036,038)**	**(106,052)**
As at 1 April 2020	**859,970**	**245,487**	**(39,036,038)**	**(106,052)**
Loss for the period from continuing operations	-	-	(248,066)	-
Profit / (loss) from discontinued operations	-	(245,487)	1,045,047	106,052
Total comprehensive loss for the period	-	(245,487)	796,981	106,052
As at 31 March 2021	**859,970**	-	**(38,239,057)**	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 12: RESERVES, ACCUMULATED LOSSES & NON-CONTROLLING INTERESTS (continued)

Share based payment reserve

For ESS transactions, the share based payment reserve is used to record the difference between the issue price of ESS shares and the fair value of consideration received by the Company where a limited-recourse loan from the Company is used to fund the purchase. Also, where equity instruments have been issued as consideration for the acquisition of assets or services and are required to be separately valued, any difference between fair value of the instrument granted and the actual book value of the assets received.

Foreign Currency Translation Reserve

This reserve is used to record exchange differences arising on translation of the group entities that do not have a functional currency of Australian dollars and have been translated into Australian dollars for presentation purposes.

NOTE 13: SUBSIDIARIES

Transactions with subsidiaries

The consolidated financial statements include the financial statements of Triple Energy Limited and the subsidiaries listed in the following table:

Name of subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Group	
			31 March 2021*	31 March 2020
Tango Energy, Inc	Holds interests in Oil and Gas exploration	USA	100%	100%
CFT Heilongjiang (HK) Ltd	Oil and Gas investment	Hong Kong	0%	100%
Heilongjiang Aolong Energy Co. Ltd	Coal mine gas exploration	China	0%	80%

*Notwithstanding the legal ownership of 100%, the Company's Directors have determined that the Company does not control CFT (and its subsidiary Aolong) – refer to Note 5 Discontinued Operations.

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

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation. Details of transactions between the Group and other related entities are disclosed below.

Interests in unconsolidated structured entities
The Group has no interests in unconsolidated structured entities at balance date.

Subsidiaries with material non-controlling interests in Prior Year
The Group had the following subsidiary with a material non-controlling interest in the prior year:

	Proportion of ownership interest and voting rights held by the non-controlling interests		(Loss) allocated to non-controlling interests		Accumulated non-controlling interests	
	2021	**2020**	**2021**	**2020**	**2021**	**2020**
Heilongjiang Aolong Energy Co. Ltd	N/A	20%	N/A	$(5,854)	N/A	$(106,052)

Dividends paid to non-controlling interests
No dividends were paid to the non-controlling interests during the year (2020: nil).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 13: SUBSIDIARIES (continued)

Summarised financial information of subsidiary with a material non-controlling interest
Summarised financial information for Heilongjiang Aolong Energy Co. Ltd, for the prior year before intragroup eliminations, is set out below:

	2020
	$
Statement of comprehensive income	
Loss for the year	
Attributable to the owners of the parent	23,416
Attributable to non-controlling interest	4,424
	29,271
Other comprehensive loss for the year	
Attributable to the owners of the parent	(45,430)
Attributable to non-controlling interest	-
	(45,430)
Statement of financial position	
Assets	
Current assets	104,241
Non-current assets	-
	104,241
Liabilities	
Current liabilities	674,434
Non-current liabilities	-
	674,434
Net deficiency	
Attributable to the owners of the parent	(464,141)
Attributable to non-controlling interest	(106,052)
	(570,193)

	2021	2020
	$	$
Statement of cash flows		
Net cash from operating activities	N/A	(29,271)
Net cash from investing activities	N/A	-
Net cash from/(used in) financing activities	N/A	-
	N/A	(29,271)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 14: FINANCIAL INSTRUMENTS

	CONSOLIDATED	
	2021	2020
	$	$
Financial assets		
Cash and cash equivalents	2,789	240,437
Financial liabilities		
Trade and other payables	92,221	874,754
Borrowings	60,000	181,059
Total	152,221	1,055,812

The fair value of financial assets and liabilities approximates their carrying value at balance date.

The following table details the expected maturity/s for the Group's non-derivative financial assets. These have been drawn up based on undiscounted contractual maturities of the financial assets including interest that will be earned on those assets except where the Group anticipates that the cash flow will occur in a different period.

	Weighted average effective interest rate %	Less than 1 month $	1 – 3 Months $	3 months – 1 year $	1 – 5 years $	5+ years $
PARENT						
2021						
Non-interest bearing	-	-	-	-	-	-
Variable interest rate instruments	0.1%	2,789	-	-	-	-
Fixed interest rate instruments	5%	-	-	60,000	-	-
		2,789	-	-	-	-
CONSOLIDATED						
2020						
Non-interest bearing	-	-	-	-	-	-
Variable interest rate instruments	0.5%	240,437	-	-	-	-
Fixed interest rate instruments	-	-	-	-	-	-
		240,437	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 14: FINANCIAL INSTRUMENTS (continued)

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities. These are based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

	Weighted average effective interest rate %	Less than 1 month $	1 – 3 Months $	3 months – 1 year $	1 – 5 years $	5+ years $
PARENT						
2021						
Non-interest bearing	-	-	81,364	70,858	-	-
Variable interest rate instruments	-	-	-	-	-	-
Fixed interest rate instruments	-	-	-	-	-	-
		-	81,364	70,858	-	-
CONSOLIDATED						
2020						
Non-interest bearing	-	-	874,754	-	181,059	-
Variable interest rate instruments	-	-	-	-	-	-
Fixed interest rate instruments	-	-	-	-	-	-
		-	874,754	-	181,059	-

Fair Value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

NOTE 15: SHARE BASED PAYMENTS

At 31 March 2021, the Group has no share-based payment arrangements affecting remuneration in the current or prior year.

Share Options granted to Directors and Consultants
No options were granted during the year to 31 March 2021 (2020: Nil).

NOTE 16: FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group has exposure to the following risks from their use of financial instruments:

- Credit risk
- Interest rate risk
- Liquidity risk
- Market risk, including Foreign currency risk

This note presents the information about the Group's exposure to each of the above risks, their objectives, policies and processes for measuring and managing risk, and the management of capital.

The Board has overall responsibility for the establishment and oversight of the risk management framework. The Board reviews and agrees policies for managing each of these risks as summarised below.

The Group's principal financial instruments comprise cash and short-term deposits. The main purpose of the financial instruments is to earn the maximum amount of interest at a low risk to the Group. The Group also has other financial instruments such as trade debtors and creditors which arise directly from its operations. For the year ended 31 March 2021, it has been the Group's policy not to trade in financial instruments.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 16: FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

(a) Credit risk management

Credit risk refers to the risk that a counter-party will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Group uses publicly available financial information and its own trading record to rate its major customers. The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually.

The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

The carrying amount of financial assets recorded in the financial statements, net of any allowance for losses, represents the Group's maximum exposure to credit risk without taking account of the value of any collateral obtained.

(b) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, who have built an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by seeking to maintain adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Group did not have any undrawn facilities at its disposal as at balance date.

(c) Interest rate risk management

The Group is exposed to interest rate risk as the Group deposits the bulk of the Group's cash reserves in Term Deposits. The risk is managed by the Group by maintaining an appropriate mix between short term and medium-term Deposits. The Group's exposures to interest rate on financial assets and financial liabilities are detailed in the liquidity risk management section of this note.

(d) Market risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates and equity prices will affect the Group's income or value of the holdings of financial instruments. The Group is exposed to movements in market interest rates on short term deposit, and foreign currency movements primarily on cash and creditor balances. Where possible the Group seeks to ensure that cash balances held and forecast to be held are approximately matched against the currency of actual and expected future liabilities upon maturity. The policy is to monitor the interest rate yield curve out to 120 days to ensure a balance is maintained between the liquidity of cash assets and the interest rate return. Other than the interest free, unsecured borrowings advanced to the Company's HK subsidiary by BGBS, the Group does not have short or long term debt, and therefore this risk is minimal. The Group limits its exposure to credit risk by only investing in liquid securities and only with counterparties that have acceptable credit ratings. There is no direct material risk exposure to the Group's financial instruments of either interest rate or foreign currency movements at balance date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 17: COMMITMENTS AND CONTINGENCIES

Guarantees
None.

Capital expenditure commitments
As at balance date, the Group had no outstanding future commitments under equipment purchase contacts not otherwise accounted for as liabilities (2020: Nil).

NOTE 18: DIVIDENDS

The directors of the Company have not declared any dividend for the year ended 31 March 2021 (2020: nil).

NOTE 19: EVENTS SUBSEQUENT TO BALANCE DATE

The Company's Board of Directors has undergone various changes since year-end with relevant appointment and resignations disclosed in the Directors Report.

Proposed Acquisition of Neutralysis Industries
As announced by the Company on 8 April 2022, Triple Energy has signed a binding conditional agreement (subject to Shareholder Approval) to make recommended offers to acquire 100% of the share capital of Neutralysis. In consideration for the acquisition, the Company has agreed to issue to the shareholders of Neutralysis the following:
(a) 183,000,000 ordinary fully paid shares in the capital of the Company (Shares) at a deemed issue price of $0.02 per Share (on a post-Consolidation basis, following the proposed 1:3.33 consolidation of the Company's shares) (Consideration Shares) and;
(b) attaching 183,000,000 Options (on a post-Consolidation basis) with a 2.5 cents exercise price, expiring on 30 June 2025 (Consideration Options), subject to Shareholder approval being obtained.

The Company has also agreed, subject to ASX and Shareholder approval being obtained, to issue to current and proposed directors of the Company (Directors) an aggregate of 28,500,000 Class A, 19,000,000 Class B and 10,000,000 Class C Zero Exercise Price Options (on a post-Consolidation basis) that will vest, subject to the satisfaction of milestones, and become exercisable into Shares at the election of the holder on a 1:1 basis. It is proposed that the Company will be renamed Hyterra Ltd (subject to shareholder approval).

Issue of Convertible Notes
Also as announced on 8 April 2022, the Company has secured convertible note funding of $655,000 (before costs). The notes mature on 1 July 2022 and will convert at a deemed issue price of $0.02 on a post-consolidation basis (1:3.33).

Other than as noted elsewhere in this report, no matter or circumstance has arisen since 31 March 2021 that in the opinion of the Directors has significantly affect, or may significantly affect in future financial periods:

- the Group's operations;
- the results of those operations; or
- the Group's state of affairs.

NOTE 20: AUDITOR'S REMUNERATION

The auditor of Triple Energy Limited is HLB Mann Judd.

	2021 $	2020 $
Amounts received or due and receivable by HLB Mann Judd for:		
Audit and review of financial reports	35,500	35,500
	35,500	35,500

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 21: DIRECTORS AND EXECUTIVES DISCLOSURES

Key Management Personnel Compensation

	2021 $	2020 $
Short-term benefits	127,208	80,000
Post-employment benefits	-	-
Share-based payments	-	-
	127,208	80,000

Further details on Key management personnel remuneration has been included in the Remuneration Report section of the Directors' Report.

NOTE 22: OTHER RELATED PARTY DISCLOSURES

Erasmus Consulting Pty Ltd (**Erasmus**), an entity controlled by the Company Secretary invoiced consulting fees of $37,705 in respect of Company Secretarial and outsourced financial management services during the year from the Company (2020: $48,872). In addition, during the year Erasmus invoiced the Company $5,000 for office rent at the Company's registered office and $7,150 for office administration and bookkeeping services provided by Erasmus staff. $12,325 in relation to the above services had been billed and was outstanding as at year end.

NOTE 23: PARENT ENTITY DISCLOSURES

Financial position

	As at 31 March 2021 $	As at 31 March 2020 $
Assets		
Current assets	5,629	146,799
Non-current assets	-	-
Total assets	5,629	146,799
Liabilities		
Current liabilities	141,363	45,326
Non-current liabilities	10,858	-
Total liabilities	152,221	45,326
Equity		
Issued capital	37,232,495	37,232,495
Share based payment reserve	859,970	859,970
Accumulated losses	(38,239,057)	(37,990,992)
	(146,592)	101,473

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

NOTE 23: PARENT ENTITY DISCLOSURES (continued)

Financial performance	**For the Year ended 31 March 2021**	**For the Year ended 31 March 2020**
Loss for the year	(248,066)	(274,691)
Other comprehensive income	-	-
Total comprehensive loss	(248,066)	(274,691)

The parent has no material commitments or contingencies.

DIRECTORS' DECLARATION

In the opinion of the directors of Triple Energy Limited ('the Company'):

1. The financial statements and notes thereto, are in accordance with the Corporations Act 2001 including:

   a. giving a true and fair view of the Group's financial position as at 31 March 2021 and of its performance for the year then ended;

   b. complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and

   c. the financial statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board.

2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

3. 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 financial year ended 31 March 2021.

This declaration is signed in accordance with a resolution of the Board of Directors made pursuant to s.303(5) of the Corporations Act 2001.

Mr Murray d'Almeida
Director
Dated this 1st day of June 2022

HLB MANN JUDD
ADVISORY AND ACCOUNTING

INDEPENDENT AUDITOR'S REPORT

To the members of Triple Energy Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Triple Energy Limited ("the Company") which comprises the statement of financial position as at 31 March 2021, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

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

a) giving a true and fair view of the Company's financial position as at 31 March 2021 and of its financial performance for the year then ended; and

b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

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

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

Material uncertainty related to going concern

We draw attention to Note 1(a) in the financial report, which indicates that a material uncertainty exists that may cast significant doubt on the entity's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

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HLB MANN JUDD
ADVISORY AND ACCOUNTING

Key Audit Matter	How our audit addressed the key audit matter
Deconsolidation of former subsidiary Refer to Note 1(d).	
During the year, the Company lost control and therefore deconsolidated its subsidiary, CFT Heilongjiang Limited, which held the Group's legal interest in the Aolong Joint Venture entity. The Aolong operations represented a significant geographical segment of the business. We focussed on this matter because of the importance to readers of the financial report of the allocation of the profit or loss from continued and discontinued operations.	Our procedures included but were not limited to the following: • consideration of the circumstances that lead to a loss of control, including public announcements made by the company. • examined the discontinued operations disclosures included in the financial report.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 31 March 2021, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of the financial report 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 gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial report

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

HLB MANN JUDD
ADVISORY AND ACCOUNTING

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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 the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the remuneration report

We have audited the Remuneration Report included within the directors' report for the year ended 31 March 2021.

In our opinion, the Remuneration Report of Triple Energy Limited for the year ended 31 March 2021 complies with section 300A of the *Corporations Act 2001*.

HLB MANN JUDD
ADVISORY AND ACCOUNTING

Responsibilities

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

HLB Mann Judd	**N G Neill**
Chartered Accountants	**Partner**

Perth, Western Australia
1 June 2022

A: CORPORATE GOVERNANCE STATEMENT

The Board of Directors of Triple Energy Limited is responsible for establishing the corporate governance framework of the Company having regard to the ASX Corporate Governance Council ('CGC') published guidelines as well as its corporate governance principles and recommendations.

This statement sets out the corporate governance practices in place throughout the financial year in accordance with the 4th edition of the ASX Principles of Good Corporate Governance and Best Practice Recommendations.

Further information about the Company's corporate governance practices is available on the Company's website at www.tripleenergy.net.

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT		
Recommendation 1.1 A listed entity should have and disclose a charter which sets out the respective roles and responsibilities of the Board, the Chair and management, and includes a description of those matters expressly reserved to the Board and those delegated to management.	Yes	The Company has adopted a formal charter that details the respective board and management functions and responsibilities. A copy of this board charter is available in the governance section of the Company's website at www.tripleenergy.net
ASX Recommendation 1.2: A listed entity should: (a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	Yes	The Company has established a Remuneration and Nomination Committee ("RNC") which operates under the Remuneration Committee Charter and Nomination Committee Charter. Copies of both charters are available within the Corporate Governance Plan in the governance section of the Company's website at www.tripleenergy.net The Nomination Committee Charter requires the RNC to undertake appropriate checks before appointing a candidate, or putting forward to security holders a candidate for election as a Director. All material information relevant to whether or not to elect or re-elect a director is provided to the Company's shareholders as part of the Notice of Meeting and explanatory statement for a shareholder meeting including resolutions related to the election or re-election of directors.
ASX Recommendation 1.3: A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	Yes	The Company's Nomination Committee Charter requires that each director and senior executive is a party to a written agreement with the Company which sets out the terms of that director/senior executive's appointment. The Company has written agreements in place with all members of the Board of Directors.
ASX Recommendation 1.4: The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the functioning of the board.	Yes	As detailed in the Board Charter, the Company Secretary is accountable directly to the Board, through the Chair, on all matters related to the functioning of the Board.

ASX Recommendation	Comply (Yes/No)	Explanation
ASX Recommendation 1.5: A listed entity should: (a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them; (b) disclose that policy or a summary of it; and (c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them and either: 1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes) or 2) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in, and published under, that Act.	No	The Board has adopted a policy in relation to workplace diversity that recognises the benefits arising from employee and Board diversity, including a broader pool of high quality employees, improving employee retention, accessing different perspectives and ideas and benefiting from all available talent. Diversity includes, but is not limited to, gender, age, ethnicity and cultural background. Terms of the policy are available on the Company's website www.tripleenergy.net. The Board has not yet established and reported against measurable objectives for achieving gender diversity as per ASX Best Practice Recommendation 1.5. Rather than establishing measurable objectives with regard to diversity, the Company is committed to employment of the highest quality of staff regardless of gender, age, ethnicity or cultural background. During the year the Group employed 0.2 full time equivalent women, approximately 10% of total staffing levels. There are currently no woman occupying a Board position.
ASX Recommendation 1.6: A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Yes	The Board Charter and Performance Evaluation policy details the process of evaluating the Board, its Committee and individual directors on an annual basis as appropriate. The Performance Evaluation policy is available within the Corporate Governance Plan on the Company's website. Due to the timing of changes to the Board and the Company's operations, it was not deemed necessary to undertake a formal performance evaluation in the reporting period.
ASX Recommendation 1.7: A listed entity should: (a) have and disclose a process for periodically evaluating the performance of its senior executives; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Yes	The Board has a policy of evaluating the performance of its senior executives on an annual basis or as appropriate at the discretion of the Board. Arrangements for monitoring the performance of executives include a review of the Company's financial performance and achievement against non-financial milestones; and appraisal meetings or discussions incorporating analysis of performance with each individual. No formal performance review was conducted during the 2020/2021 reporting period. The Board will revaluate the need for a formal performance evaluation in future reporting periods.

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 2: STRUCTURE THE BOARD TO ADD VALUE		
ASX Recommendation 2.1: The board of a listed entity should: (a) have a nomination committee which: 1) has at least three members, a majority of whom are independent directors, and 2) is chaired by an independent director, and disclose: 3) the charter of the committee; 4) the members of the committee; and 5) as at the end of the reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	No	The Company's Nomination & Remuneration Committee is currently comprised of the full Board and chaired by Mr Murray d'Almeida, an independent director. The size and composition of the Board meant it was not possible for the Company to comply fully with recommendation 2.1(a) for the 2021 reporting period. The Board will continue to review its composition to ensure it remains appropriate to the Company's circumstances, size and stage of development. The charter of the Nomination and Remuneration Committee is included in the Corporate Governance Plan available on the Company's website and details of meetings of all Committees are set out in the Directors Report.
ASX Recommendation 2.2: A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.	No	The Group's activities are currently evolving and development of a formal skills matrix remains ongoing. The current Board has significant expertise and experience in Energy operations, Strategy, Accounting and Finance, International Business, Mergers and Acquisitions, Risk Management, Financial Markets and Investor Relations and the Board is comfortable with the skills represented by the current Board.
ASX Recommendation 2.3: A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director	Yes	At the date of this report the Board has two directors considered by the Board to be independent directors, being Mr Murray d'Almeida and Mr Paul Garner, who have no interests, positions or relationships of the type described in Box 2.3. The composition of the Board changed several times during the year to 31 March 2021. *Current Directors* Mr Murray d'Almeida — Chairman and Independent Non-Executive Director Mr Po Siu Chan — Executive Director (appointed 27 January 2021) Mr Paul Garner — Independent Non-Executive Director (appointed 10 September 2021) Mr Avon McIntyre — Executive Director (appointed 24 February 2022) *Previous Directors in office during all or part of year ended 31 March 2021*

ASX Recommendation	Comply (Yes/No)	Explanation
		Mr Chris Berkefeld — Independent Non-Executive Director (resigned 18 December 2020) Mr Colin Hiles — Non-Executive Director (appointed 27 January 2021, resigned 23 June 2021) Ms Fung Ming Pang — Non-Executive Director (appointed 27 January 2021, resigned 31 May 2021) Mr Tun Yiu (Michael) Kei — Executive Director (resigned 10 September 2021) Mr Tim Bardwell — Non-Executive Director (appointed 21 September 2020, resigned 27 January 2021) Mr Francis Lim — Non-Executive Director (appointed 21 September 2020, resigned 27 January 2021) Mr HongBing Zhang — Non-Executive Director (resigned 21 September 2020) Ms Ruo Yun Zhang — Non-Executive Director (resigned 21 September 2020)
ASX Recommendation 2.4: A majority of the board of a listed entity should be independent directors.	No	As shown in the table above, during the reporting period, the Board has not had a majority of independent directors based on the Company's definition of independence which is published in the Corporate Governance Plan on the Company's website. The Board will continue to review its composition to ensure it remains appropriate to the Company's circumstances, size and stage of development.
ASX Recommendation 2.5: The chair of the board of a listed entity should be an independent director, and, in particular, should not be the same person as the CEO of the entity.	Yes	The Board's current chair, Mr Murray d'Almeida, is considered to be independent.
ASX Recommendation 2.6: A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.	Yes	As set out in the Board Charter, the Company Secretary is responsible for facilitation of the induction of new directors. The Board is supportive of professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.
PRINCIPLE 3: ACT ETHICALLY AND RESPONSIBLY		
ASX Recommendation 3.1: A listed entity should: (a) have a code of conduct for its directors, senior executives and employees; and (b) disclose that code or a summary of it	Yes	The Company has established a code of conduct that sets out the principles covering appropriate conduct in a variety of contexts and outlines the minimum standard of behaviour expected from Directors and employees. A copy of the Company's code of conduct is available in the corporate governance section of the Company's website.

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 4: SAFEGUARD INTEGRITY IN CORPORATE REPORTING		
ASX Recommendation 4.1: The board of a listed entity should: (a) have an audit committee which: 1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and 2) is chaired by an independent director, who is not the chair of the board, and disclose: 3) the charter of the committee; 4) the relevant qualifications and experience of the members of the committee; and 5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit partner.	No	The Board has established an Audit Committee and adopted a charter that sets out the Audit Committee's purpose, composition, duties and responsibilities. The role of the Audit Committee is to assist the Board in monitoring and reviewing any matters of significance affecting financial reporting and compliance. A copy of the charter of the Audit Committee is available in the governance section of the Company's website. The Company's Audit Committee for the period ended 31 March 2021 comprised the full board with Mr Chris Berkefeld as chair, up until his resignation. Separate meetings of the Audit Committee did not take place during the year, with relevant business instead being considered by the Board, having reference to the appropriate charter. The composition of the Audit Committee during the reporting period did not meet the requirements of Recommendation 4.1, as the composition of the Board did not allow for it. The qualifications, experience and attendance of the members of the Audit Committee are detailed in the Directors' Report of the 2021 Annual Report.
ASX Recommendation 4.2: The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	No	The Company has complied in part with the recommendation. The appropriate declarations are made prior to approval of full and half-year accounts, however the Company had not yet implemented the process for all quarterly cash flow statements within the reporting period, with the Board considering that provision of the assurance for the half-yearly and annual financial statements is sufficient given the size and nature of the Company's operations.
ASX Recommendation 4.3: A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answers questions from security holders relevant to the audit.	Yes	The Audit and Risk Committee Charter deals with the requirement to ensure that the external auditor attends the Company's AGM and is available to answer questions from the security holders. A representative of the Company's auditor was present at its 2019 AGM and was available to answer questions from shareholders relevant to the audit and financial statements.
PRINCIPLE 5: MAKE TIMELY AND BALANCED DISCLOSURE		
ASX Recommendation 5.1: A listed entity should: (a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and	Yes	The Company has established a continuous disclosure policy which is designed to guide compliance with ASX Listing Rule disclosure requirements and to ensure that all directors, senior executives and employees of the Company understand their responsibilities under the policy. The Board has designated the Company Secretary as the person responsible for ensuring that this policy is implemented and enforced and that all required price sensitive information is disclosed to the ASX as required.

ASX Recommendation	Comply (Yes/No)	Explanation
(b) disclose that policy or a summary of it.		In accordance with the Company's continuous disclosure policy, all information provided to ASX for release to the market will be posted to its website after ASX confirms an announcement has been made. A copy of the continuous disclosure policy is available in the governance section of the Company's website.
PRINCIPLE 6: RESPECT THE RIGHTS OF SHAREHOLDERS		
ASX Recommendation 6.1: A listed entity should provide information about itself and its governance to investors via its website.	Yes	The Company's website contains information about the Company's projects, Directors and management and governance practices.
ASX Recommendation 6.2: A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	Yes	The Company has adopted a Shareholder Communication Strategy, details of which are included in its Corporate Governance Plan on the Company's website. The Company has provided information about the Company generally for the benefit of its shareholders and market participants (among others) on the Company's website and all information provided to ASX for release to the market will be posted to its website after ASX confirms an announcement has been made. Contact with the Company can be made via an email address and phone number provided on the Company's website.
ASX Recommendation 6.3: A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	Yes	The Company has adopted a Shareholder Communication Strategy, details of which are included in its Corporate Governance Plan on the Company's website. Notices of meetings are mailed to all shareholders, and are also available via the ASX and the Company's website. Shareholders are encouraged to lodge proxy forms, subject to satisfactory authentication procedures if they are unable to attend shareholder meetings.
ASX Recommendation 6.4: A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically	Yes	Security holders can nominate their communication preferences with the Company's security registry, which includes the option for electronic communications.
PRINCIPLE 7: RECOGNISE AND MANAGE RISK		
ASX Recommendation 7.1: The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: 1) has at least three members, a majority of whom are independent directors; and 2) is chaired by an independent director and disclose: 3) the charter of the committee; 4) the members of the committee; and 5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or	No	As discussed above at ASX Recommendation 4.1, the Audit Committee operates under the Audit and Risk Committee Charter, which is available within the Corporate Governance Plan on the Company's website. Details concerning the composition of the Committee and qualifications, experience and attendance of its members have been addressed above in the response to Recommendation 4.1. Given the composition of the Board, it was not possible for the Committee to be composed in accordance with Recommendation 7.1(a) 1) and 2) during the reporting period.

ASX Recommendation	Comply (Yes/No)	Explanation
(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.		
ASX Recommendation 7.2: The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	Yes	The Company is committed to the identification, monitoring and management of risks associated with its business activities and has established policies, in relation to the implementation of practical and effective control systems. The Company has established a Risk Management Policy, which is available within the Corporate Governance Plan on the Company's website. The Board (via the Audit and Risk Committee) has delegated the responsibility for undertaking and assessing risk management and internal control effectiveness to management. The Audit and Risk Committee has received declarations from the CEO and CFO (or persons fulfilling those responsibilities) for the financial year ended 31 March 2020 that their view provided on the Company's financial report is founded on a sound system of risk management and internal compliance and control which implements the financial policies adopted by the Board and that the Company's risk management and internal compliance and control system is operating effectively in all material respects.
ASX Recommendation 7.3: A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.	Yes	The Company does not currently have an internal audit function. The Audit and Risk Committee (or, as applicable the Board with reference to the relevant Charter materials) is responsible for ensuring that sound risk management strategies and policies are in place for the Company. The Committee has responsibility for identifying and overseeing major risk areas and that systems are in place to manage them, and report to the Board as and when appropriate. The Committee is required to develop and maintain a risk register that identifies the risks to the Company and its operation and assesses the likelihood of their occurrence. As discussed above, the Committee also monitors and reviews matters of significance affecting financial reporting and compliance. Under the Company's Risk Management Policy, the responsibility for undertaking and assessing risk management and internal control effectiveness is delegated to management. Management are requires to assess risk management and associated internal compliance and control procedures and report back to the Audit Committee on whether risks are being managed effectively.
ASX Recommendation 7.4: A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.	Yes	The Company has exposure to economic risks, including commodity price and general macro-economic risks and risks associated with economic cycles. Requirements for the Company to raise additional funding in the future to pursue its business objectives may be affected by these economic risks. The Group's operations are subject to applicable laws concerning the environment and as an extractive industries entity it is expected that these operations will have an impact on the environment, in particular if larger scale field development operations proceed. It is the Company's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all relevant laws. The Company has in place risk management procedures and processes to identify, manage and minimise its exposure to these risks where it is considered possible, practicable and beneficial to do so.

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 8: REMUNERATE FAIRLY AND RESPONSIBLY		
ASX Recommendation 8.1: The board of a listed entity should: (a) have a remuneration committee which: 1. has at least three members, a majority of whom are independent directors; and 2. is chaired by an independent director, and disclose: 3. the charter of the committee; 4. the members of the committee; and 5. as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	No	The Board has established a Remuneration and Nomination Committee. The Remuneration Committee Charter is available within the Corporate Governance Plan in the governance section of the Company's website. The Committee is currently comprised of the full Board with Mr Murray d'Almeida as chair. Separate meetings of the Committee did not take place during the year, with relevant business instead being considered by the Board, having reference to the appropriate charter. The composition of the Committee did not meet the requirements of Recommendation 8.1 for the reporting period, as the current composition of the Board does not allow for it. The qualifications, experience and attendance of members of the Committee during the reporting period are detailed in the Directors' Report of the 2021 Annual Report.
ASX Recommendation 8.2: A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and other senior executives.	Yes	Non-Executive Directors are paid a fixed annual fee for their services to Company. Executives of the Company typically receive remuneration comprising a base salary component and other fixed benefits based on the terms of their employment agreements with the Company, it's Executive & Non-Executive directors may also receive receive equity incentives under Plans extant from time to time and / or by shareholder resolution.
ASX Recommendation 8.3: A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	Yes	The Board does not currently permit participants in its equity-based remuneration to enter into such transactions.

B: SHAREHOLDING INFORMATION (as at 27 July 2020)

1. Substantial Shareholders

As at report date the following shareholders hold a relevant interest in excess of 5% of the voting rights in the Company:

Name	Date of Notice	Shares	%
Waypost Limited	3/1/2019	19,202,623	26.7
Bi Hua HUANG	21/11/2018	25,585,265	35.5

2. Number of holders in each class of equity securities and the voting rights attached

Ordinary Shares

There are 656 holders of ordinary shares. Each shareholder is entitled to one vote per share held. In accordance with the Company's Constitution, on a show of hands every number present in person or by proxy or attorney or duly authorised representative has one vote. On a poll every member present in person or by proxy or attorney or duly authorized representative has one vote for every fully paid ordinary share held.

Options

There are no options currently on issue.

3. Distribution schedule of the number of holders in each class of equity security

a) Fully Paid Ordinary Shares

Spread of holdings	Holders	Securities	% of Issued Capital
1 - 1,000	314	87,822	0.12%
1,001 - 5,000	145	378,964	0.53%
5,001 - 10,000	46	364,813	0.51%
10,001 - 100,000	113	3,623,504	5.03%
Over 100,000	38	67,540,951	93.81%
Total on register	656	71,996,054	100.00%

4. Marketable Parcel
There are 611 shareholders with less than a marketable parcel of $500 based on a share price of $0.006.

5. Twenty largest holders of each class of quoted equity security

The names of the twenty largest holders of each class of quoted security, the number of equity security each holds and the percentage of capital each holds (as at 31 May 2022) is as follows:

	Holder name	Securities	% of issued
1	CIS SECURITIES ASSET MANAGEMENT LIMITED	32,294,866	44.9%
2	WAYPOST LIMITED	11,241,667	15.6%
3	WAYPOST LIMITED	7,960,956	11.1%
4	SML CONTRACTING PTY LTD	2,558,631	3.6%
5	HAZARDOUS INVESTMENTS PTY LTD	1,816,322	2.5%
6	MR YU-CHIEH HSU <HSU FAMILY A/C>	1,694,500	2.4%
7	MISS JUI-TING HSU + MISS YU-JU HSU <HSU FAMILY S/F A/C>	1,242,281	1.7%
8	MR MATTHEW IAN BANKS + MRS SANDRA ELIZABETH BANKS <MATTHEW BANKS S/F A/C>	725,000	1.0%
9	PAMBELE PTY LTD <PAMBELE HOLDING>	550,000	0.8%
10	MR BEN WESTON	500,288	0.7%
11	MR ANDREW MARK GILLESPIE	500,000	0.7%
12	MR GREGORY ROBERT HACKSHAW	458,334	0.6%
13	ROCK THE POLO PTY LTD <ROCK THE POLO A/C>	400,000	0.6%
14	WAKEFORD HOLDINGS PTY LTD	400,000	0.6%
15	MR PAUL UNDERWOOD <STEPHEN UNDERWOOD A/C>	375,000	0.5%
16	LOUVIERE PTY LTD <LOUVIERE SUPER FUND A/C>	366,667	0.5%
17	REBELOTES PTY LTD <REBELOTES SUPER FUND A/C>	333,334	0.5%
18	ERASMUS CONSULTING PTY LTD	329,167	0.5%
19	WESWOOD PTY LTD <PAUL UNDERWOOD S/F A/C>	329,000	0.5%
20	P & L LOWMAN PTY LTD <P & L LOWMAN SUPER FUND A/C>	328,651	0.5%
	TOP 20 TOTAL	64,404,664	89.5%
	OTHER	7,591,390	10.5%
	TOTAL	**71,996,054**	**100.0%**

A. OTHER INFORMATION

1. Company Secretary

The Company Secretary is Mr Alex Neuling.

2. Address and telephone details of the Company's registered administrative office and principle place of business:

Unit 9 335 Hay Street
SUBIACO WA 6008
Ph:+61 8 6478 7730
Fax: +61 8 6478 7739

3. Address and telephone details of the office at which a registry of securities is kept:

Advanced Share Registry Ltd
10 Stirling Hwy, Nedlands WA 6009

1300 113 258 (within Australia)

+61 (0) 8 9389 8033 (International)

4. Securities exchange on which the Company's securities are quoted:

The Company's listed equity securities are quoted on the Australian Securities Exchange.

5. Review of Operations

A review of operations is contained in the Directors' Report.