



# GREENVALE ENERGY LIMITED

A.B.N. 54 000 743 555

2018

ANNUAL REPORT

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**DIRECTORS**

Elias (Leo) Khouri (Chairman)  
Justin Dibb (Non-Executive Director)  
Phillip Shamieh (Non-Executive Director)  
Vince Fayad (Executive Director)

**COMPANY SECRETARY**

Vince Fayad

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**AUDITORS**

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Perth, WA 6000

**ASX CODE**

GRV

CHAIRMAN'S LETTER

I am pleased to write to you as Chairman of Greenvale Energy Limited ("**Greenvale**" or "**the Company**").

During the financial year, the Company engaged SRK Consulting Pty Ltd (**SRK**) with providing an Independent Geologist Report (**IGR**) on the Company's main undertaking asset, the Alpha tenement. A couple of pleasing aspects came from this review and they were the high yield from the resource, at least four times the volume of oil from one tonne of Rundle or Stuart oil shale and at least seven times the oil from one tonne of Julia Creek oil shale and secondly that the potential to be able to extend the level of resource.

SRK have also determined a Prospective Resource in the range of 25.1 MMBbls to 50.2 MMBbls, with a mid-point of 33.4 MMBbls. This Resource, together with the above findings are pleasing and assists in the justification of continuing work with this project.

The Company will continue work on the project and SRK have been appointed to undertake further work between now and 31 December 2018. Further details on the results of SRK work will be outlined in an announcement dated 17 September 2018. Suffice to say, the work undertaken is to be designed to so as to achieve maximum value for shareholders from this project.

In addition, the Board has spent a considerable amount of their personal time to review and evaluate the project for potential investment opportunities. The Board's criteria has been quite specific, which is that any amount invested must be for a certain amount and used for project and that any future investment would be at the election of the Board of Greenvale. As outlined in this report, after spending a considerable amount of time on reviewing projects in Ghana and Egypt projects, the Company has since withdrawn from those opportunities. Potentially, the Ghana project could have fitted the above criteria, but it was due to the critical due diligence issues which resulted in the withdrawing from that investment.

Your Board is committed to diversifying its interests in Greenvale, whilst at the same time pursuing its main undertaking business undertaking, Alpha project. This strategy is considered to be important for ensuring the future of Greenvale. The Company has announced since balance date that it was now looking at an investment in gold project in Nevada and that the Directors are working actively to finalise this opportunity.

Since balance date, Mr Michael Povey resigned as a Director of the Company. The Board thanks Mr Povey for his contribution to the Company.

Finally, I would like to thank the shareholders of the Company for their continued support.

Yours sincerely



**Elias (Leo) Khouri**  
**Chairman**  
17 September 2018

# GREENVALE ENERGY LIMITED

A.B.N. 54 000 743 555

## REVIEW OF OPERATIONS

### Alpha Oil Shale Deposit

#### Tenement details

Set out below is the tenement ownership and their status as at 30 June 2018:

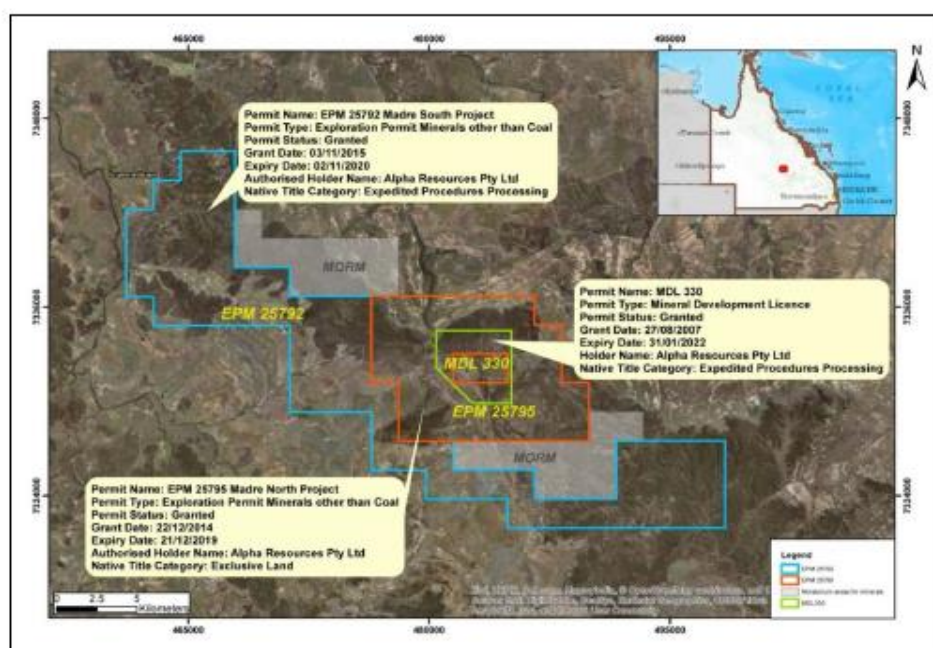
**Table 1: Summary of Tenement Ownership and Status**

Tenement	Percentage ownership	Status
MDL 330	99.99%	Current to 1 February 2022
Madre North EPM 25795	99.99%	Current to 21 December 2019 (surrendered post year-end in September 2018)
Madre North EPM 25792	99.99%	Current to 2 November 2020

The tenements are all owned by Alpha Resources Pty Ltd (**Alpha**).

#### Location

The Alpha deposit is located approximately 62km south of Alpha, a small farming town in Central Queensland. shown in Figure 1 and Table 1 below:



**Figure1: Location of Alpha Project (MDL330) and EPM licence areas**

#### Past activities

Over the last 75 years the area has been explored by numerous parties over that period. As a result, significant exploration data is available from within MDL 330 and includes:

- 68 holes with total cumulative depth of 3,251.9m;
- down-hole geophysical logging on 26% of the holes; and
- 192 oil shale sample analyses.

**About Torbanite**

The Alpha deposit a torbanite shale. Torbanite is one of the richest variety of oil shale known (oil yields range from 200600l/TOM) and deposits result from the accumulation of a single species of algal remains whilst cannel coal is another type of oil shale that is derived from the accumulation of plant remains.

Alpha torbanite deposit lies within the axis of the Glen Avon Syncline, a south-west plunging structure that occurs on the eastern flank of the Permian Galilee Basin, which separates the Voltiguer Anticline from the Avonmore Anticline. The deposit is part of the Permian Colinlea Sandstone, which contains 150 m of cross-bedded sandstone with minor conglomerate, siltstone and mudstone. The lower seam crops out in Tommy Staines Gully and, similar to the upper seam, dips at 2° - 5° to west (Hutton, 1995). The Colinlea Sandstone is thought to be an alluvial plain deposit (Table), with the coal deposited in swamps on this plain. The torbanite is thought to have been deposited from algae in a lacustrine environment when water entering the system held little sediment or organic material. The richer torbanite is a dark green to grey, massive, fine-grained, homogeneous rock, with a low specific gravity. The lower seam is graded and appears similar to cannel coal, being dark grey to black and slightly banded.

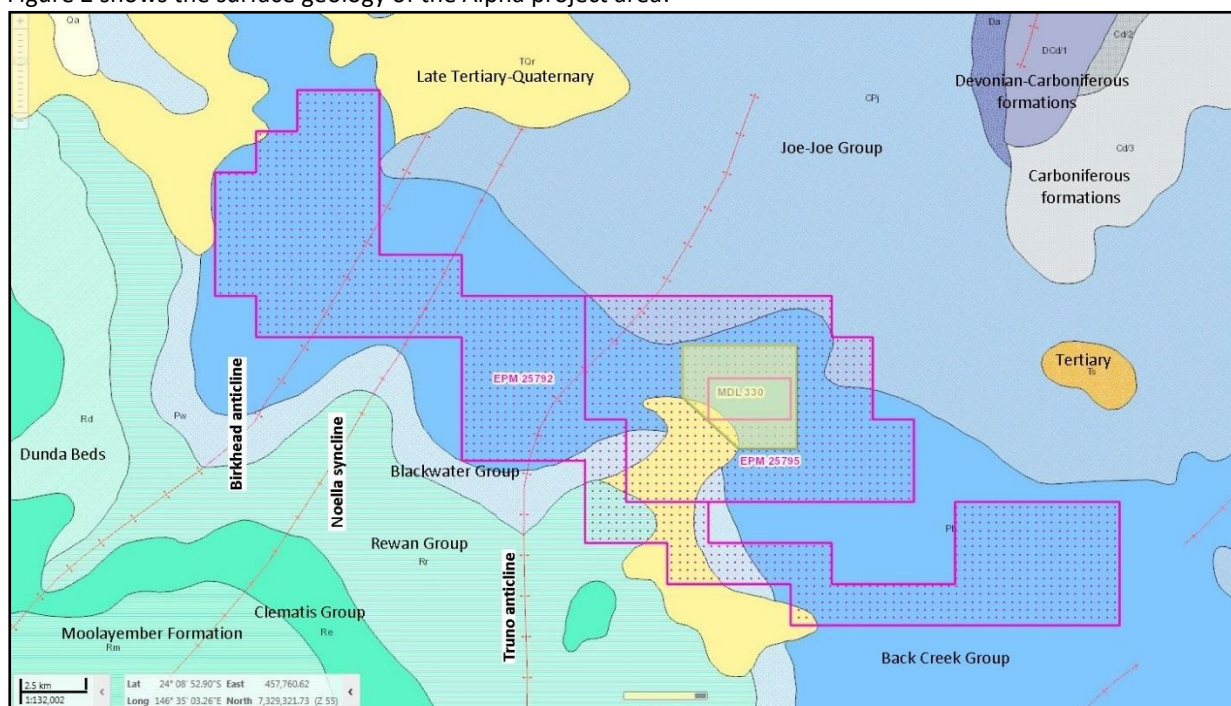
**Table 2: Stratigraphic succession of the Glen Avon area**

Age	Formation	Lithological description	Environment of deposition
Quaternary	Qa, Qs	Sand	Alluvial
Cainozoic	Cz	Clayey sand	Fluviatile
Tertiary	T	Clayey sand, pebbles, silt, mud	Fluviatile
Unconformity			
Triassic	Rewan Formation (Lower part) Rlr	Sand, silt, mud	Fluviatile, lacustrine
Late Permian (Back Creek Group)	Bandanna Formation Puw	Sand, silt, mud, coal	Delta plain
	Black Alley Shale Puc	Mud, clay	Lacustrine
	Peawadd Formation Pup	Silt, sand	Fluviatile, lacustrine, marine
	<b>Colinlea Sandstone</b> <b>Plo</b>	<b>Sand, pebbles, silt, coal</b> <b>(quartzose)</b>	<b>Alluvial plain</b>
Unconformity			
Early Permian (Upper part of Joe Joe Group)	Reids Dome Beds Plj	Silt, sand (plant fossils)	Lacustrine
	Jericho Formation (Upper part) C-Pj	Sand, silt, clay	Fluvioglacial

Source: Robins, 1981.

**Figure**

Figure 2 shows the surface geology of the Alpha project area:



**Figure 2: Surface geology of the Alpha Project area**

Source: DNRME, 2017.

### Comparable oil shale volumes and yields

Hutton (1996) recognised the Alpha oil shale deposit as one of the smaller deposits with respect to total resources, but the very high yields from the torbanite compensate for this. On a weight for weight basis, one tonne of Alpha torbanite produces at least four times the volume of oil from one tonne of Rundle or Stuart oil shale and at least seven times the oil from one tonne of Julia Creek oil shale. One tonne of cannel coal produces approximately the same volume of oil as one tonne of Rundle or Stuart oil shale and slightly more oil than one tonne of Julia Creek oil shale.

Comparative data for various oil shales demonstrates the high potential yields from the Alpha deposit is set out below:

**Table 2: Comparative data of various oil shales**

Deposit	Torbanite/Coal/ Oil shale	Oil (Bbls)	Yield (L/t at 0% moisture) (dry basis)	
			Range	Average
Alpha	Torbanite	7*106	50-620	420
	Cannel coal	82*106	50-150	120
Condor	Oil shale	10*109	50-120	65
Duaringa	Oil shale	4*109	50-130	82
Julia Creek	Oil shale	2*109	50-100	60
Rundle	Oil shale	3*109	50-200	105
Stuart	Oil shale	3*109	50-220	94
Green River (USA)	Oil shale	4*1012	45-460	135

Source: Hutton, 1995.

### Activities undertaken

During the year, the Company appointed SRK to undertake a comprehensive and detailed review of all the available information on the Alpha oil shale project and completed an Independent Geological Report (IGR). Following completion of this report, SRK has determined a Prospective Resource (un-risked) under the Petroleum Resource Management System (PRMS, 2007), as shown in Table 2 below.

**Table 2: Low, Mid (most likely) and High estimated in situ oil volumes, and overburden depths of the Alpha Project Cannel Coal and Torbanite within MDL330 as at 20 March 2018**

Depth of overburden (m)	Area (km <sup>2</sup> )		Lower Seam			Upper Seam Mid (Bbls)
	Lower	Upper	Oil Mid (Bbls)	Cannel coal Mid (Bbls)	Torbanite Mid (Bbls)	
0-25	2.76	0.00	15,263,688	3,845,353	11,418,334	0
25-50	2.85	1.63	10,396,342	7,311,048	3,085,293	1,806,633
50-70	2.00	0.23	3,466,120	3,190,833	275,288	496,983
75-100	1.10	0.16	1,921,683	1,921,683	0	94,479

Lower Seam			Upper Seam (Bbls)	Estimated volumes		
Oil Mid (Bbls)	Cannel coal (Bbls)	Torbanite (Bbls)		Low (MMBbls)	Mid (MMBbls)	High (MMBbls)
31,047,832	16,268,917	14,778,915	2,395,095	25.1	33.4	50.2
Estimated in situ Total Mid Resource MDL330			33,442,928	Bbls		

Note: In situ - No losses or recovery factors applied, available data documentation and usage required.  
Prospective Resource (un-risked) 99.99% attributable to the Company.

It is noted that oil shales do not contain liquid hydrocarbons or oil, as do natural petroleum source rocks. In order to obtain oil, the oil shale has to be heated in an oxygen-free atmosphere in a vessel (retort).

The Alpha oil shale deposit consists of two seams: an upper seam of cannel coal with an average thickness of 1.12 m, and a lower seam of cannel coal containing a lens of torbanite, which has an average thickness of 1.9 m. The torbanite has a high oil shale yield resulting from the accumulation of algal remains.

Other key conclusions formed by SRK were as follows:

- that based on past reports, that the exploration results are sufficient to define the basic resource potential at the Alpha oil shale project. Further additions to the resource potential are possible. However, the extent of the defined torbanite appears localised within MDL330. Other torbanite bodies may be located by regional exploration; and
- the continuity of the torbanite (telalginite) layer in the cannel coal appears discontinuous. The existing core holes (mainly in MDL330) indicate that further infill drilling is warranted and that PRMS Contingent Resources and Reserves additions could be undertaken at minimal cost after the application of various recovery factors. The Company will evaluate this in conjunction with the Programme of Works already agreed with the Queensland Department of Natural Resources and Energy;
- although an economic analysis of the project is yet to be completed, it is apparent that increasing overburden depth in the adjacent EPMs (EPM 25792 and EPM 25795) will be a significant factor for



any future viability; and

- Professor Hutton (1996) recognised the Alpha oil shale deposit as one of the smaller deposits with respect to total resources. However, on a weight for weight basis, one tonne of Alpha torbanite produces at least four times the volume of oil from one tonne of Rundle or Stuart oil shale and at least seven times the oil from one tonne of Julia Creek oil shale.

#### Statement of Resources and Reserves

At this time, no statement of Resources and Reserves has been possible as the data is partially out-dated, poorly preserved and often incomplete. For this reason, it was reclassified as an Exploration Target in terms of the JORC Code 2012. Subsequently SRK undertook an evaluation of the Resource under PRMS which is probability based. SRK's estimate is equivalent to a Prospective Resource (unrisked) under PRMS (2007).

#### Statement of Significant Mineralization

SRK's estimate of Prospective Resources (discovered and therefore unrisked) within MDL330 are shown in the Table below.

#### Low, Mid and High estimated in situ oil volumes of the Alpha project within MDL330 as at 20 March 2018

Low (MMBbls)	Mid (MMBbls)	High (MMBbls)
25.1	33.4	50.2

Note: In situ - No losses or recovery factors applied

SRK understands from reports that the exploration results are sufficient to define the basic resource potential at the Alpha oil shale project. Further additions are possible however the extent of the defined torbanite appears localised within MDL330. Other torbanite bodies may be located by regional exploration. The continuity of the torbanite (telalginite) layer in the cannel coal appears discontinuous.

#### Competent Person Statement

The information in this announcement is based on and fairly represents information and supporting documentation prepared by Dr Bruce McConachie a Competent Person who is a Member of The Australasian Institute of Mining and Metallurgy, the Society of Petroleum Engineers and the American Association of Petroleum Geologists. Dr McConachie consents to the inclusion in this annual report of the matters based on his information in the form and context in which it appears.

#### Corporate Matters

#### Strategic direction and acquisitions

During the year, the Company assessed a number of potential investment opportunities for the purposes of diversifying its investment strategy. In particular, two projects that were in the area of exploration of gold were considered:

##### ▪ Ghana

During the year, members of the Board visited Ghana to assess the merits of several gold projects in the country. There was one particular project that was of interest and key commercial terms were reached. Unfortunately, after considerable investment in time and effort, the project was deemed to be inappropriate for Greenvale as there were certain due diligence obstacles arising from the review. The Company's

REVIEW OF OPERATIONS

announced in its June 2018 quarterly activities report, not to pursue this project.

▪ *Egypt*

The Board also explored a concession based in Egypt. The concession has been subject to a rock chip sampling and trench excavation and sampling. Additionally, there has also been a geological mapping and satellite interpretation of geological features conducted on the concession.

A proposed a joint venture with the existing vendor of the project, whereby the Company would acquire and majority share in the project, after agreeing to making a certain investment. However, the vendor required the Company's commitment to extend beyond the initial investment and this commitment was considered to be too significant. Accordingly, as announced on 17 September 2018, the Company has withdrawn from the discussions for this project.

Cash management

The Company continues to invest the surplus funds from the sale to QER on interest bearing deposit until they are ready for use in the operations of the Company and/or any potential acquisition or investment opportunities.

Board changes

On the 7th August 2018, the Company announced the resignation of Mr Povey. The Company is reviewing its requirements for a person who fits the role as technical director.

**Risks**

The Company is subject to a number of risks, including but not limited to the following:

- exploration risks – there is no guarantee that the exploration activities of the Company will result in the location of resource for sale;
- there is no guarantee that the Company will achieve JORC standard on its project;
- technological risk – even if resource is found, there is no guarantee that the processing of the resource will be able to occur;
- sufficient volume for commercialisation – there is no guarantee that an economic level of resource will be found;
- changes in oil prices – there is no guarantee that the oil prices will remain at the current levels and as a result, a further decline in oil prices, will affect the economic value of the Alpha Resources project;
- loss of key personnel – the loss of key personnel may affect the commercialisation of the project; and
- funding risk – the commercialisation of the project is dependent upon significant funding, none of which can be assured by the Company.



**Elias Khouri**  
**Chairman**

Dated at Sydney this 17<sup>th</sup> day of September 2018.

The Board recognises the importance of establishing a comprehensive system of control and accountability as the basis for the administration of corporate governance.

To the extent relevant and practical, the Company has adopted a corporate governance framework that is consistent with The Corporate Governance Principles and Recommendations (4<sup>th</sup> Edition) as published by ASX Corporate Governance Council ("**Recommendations**").

The Board has adopted the following suite of corporate governance policies and procedures which are available on the Company's website at [www.greenvaleenergy.com](http://www.greenvaleenergy.com).

- Board Charter
- Procedures for Selection and Appointment of Directors
- Code of Conduct
- Securities Trading Policy
- Audit Committee Charter
- Continuous Disclosure Policy
- Shareholder Communication Policy
- Risk Management and Internal Compliance and Control
- Performance Evaluation Procedures
- Remuneration Committee Charter
- Nomination Committee Charter

The Board is committed to administering the policies and procedures with openness and integrity, pursuing the true spirit of corporate governance commensurate with the Company's needs.

The Company is pleased to report that its practices are largely consistent with the Recommendations of the ASX Corporate Governance Council and sets out below its compliance and departures from the Recommendations for the financial year ended 30 June 2018.

In light of the Company's size and nature, the Board considers that the current corporate governance regime is a fit-for-purpose, efficient, practical and cost effective method of directing and managing the Company. As the Company's activities develop in size, nature and scope, the implementation of additional corporate governance policies and structures will be reviewed.

PRINCIPLES AND RECOMMENDATIONS

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 Board Charter which complies with the guidelines prescribed by the ASX Corporate Governance Council.  
A copy of the Company's Board Charter is available on the Company's website.

**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 relevant to a decision on whether or not to elect or re-elect a Director.

YES

- a) The Company undertakes appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a Director, which includes at minimum a formal face to face meeting, reference check and ASIC search.
- b) During the financial year, the shareholders of the Company re-elected Mr Fayad and Mr Povey as directors of the Company at the annual general meeting held on 24 November 2017.

**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

Each director and senior executive of the Company is a party to a written agreement with the Company which sets out the terms of their appointment.

**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 proper functioning of the Board.

YES

The Company Secretary is accountable directly to the Board, through the chair, on all matters to do with the proper functioning of the Board.

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
<b>Recommendation 1.5</b>		
A listed entity should:	NO	Given the current size of the Company, the Company has not adopted a formal Diversity Policy as the Board has determined that the benefits of the initiatives recommended by the ASX Corporate Governance Council in this regard are disproportionate to the costs involved in the implementation of such strategies. Further, given the size of the Company, the setting of measurable objectives are not likely to yield meaningful results in the context of a company that only employs four persons, being its Board, one of whom is also the Company Secretary.
(a) have a diversity policy which includes requirements for the Board:		
(i) to set measurable objectives for achieving gender diversity; and		
(ii) to assess annually both the objectives and the entity's progress in achieving them;		
(b) disclose that policy or a summary or it; and		
(c) disclose as at the end of each reporting period:		Instead, the Board has undertaken to adopt a Diversity Policy in line with the recommendations of the ASX Corporate Governance Council once the Company employs a workforce of 20 or more people.
(i) the measurable objectives for achieving gender diversity set by the Board in accordance with the entity's diversity policy and its progress towards achieving them; and		Whilst the Company's workforce remains below this threshold, the Board will continue to drive the Company's diversity strategies of the Company on an informal basis and will apply the initiatives contained in its Diversity Policy to the extent that the Board considers relevant and necessary.
(ii) either:		
a. 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		
b. the entity's "Gender Equality Indicators", as defined in the Workplace Gender Equality Act 2012.		

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
<b>Recommendation 1.6</b>		
A listed entity should:	YES	
(a) have and disclose a process for periodically evaluating the performance of the Board, its committees and individual Directors; and		a) The Nomination Committee (the function of which is currently performed by the full Board, excluding Mr Fayad who also acts as the Company Secretary) is responsible for evaluating the performance of the Board and individual Directors on an annual basis. The process for this is set out in the Company's Performance Evaluation Procedures policy which is available on the Company's website.
(b) disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.		b) During the financial year, the Company continually reviewed its composition and performance. There were no changes to the composition of the Board during the course of the year. However, since balance date, Mr Povey has resigned as a Board member. The Board considers the existing size and composition of the Board to be appropriate in the context of the Company's current size and the nature and scale of its activities.
<b>Recommendation 1.7</b>		
A listed entity should:	YES	
(a) have and disclose a process for periodically evaluating the performance of its senior executives; and		a) The Remuneration Committee (the function of which is currently performed by the full Board, with the exception of Mr Fayad, who acts as the Company Secretary) is responsible for evaluating the performance of senior executives on an annual basis in accordance with the Company's Performance Evaluation Procedures policy.
(b) disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.		b) During the financial year, the Board continually monitored the performance review of the Executive Director. The Company did not employ any other senior executives during the course of the year.

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
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**Principle 2: Structure the Board to add value**

**Recommendation 2.1**

The Board of a listed entity should:	YES	
(a) have a nomination committee which:		
(i) has at least three members, a majority of whom are independent Directors; and		a) Due to its size (4 members), the Board has determined that the function of the Nomination Committee is most efficiently carried out with full board participation, with the exception of Mr Fayad and accordingly, the Company has elected not to establish a separate Nomination Committee at this stage. As a result, the duties that would ordinarily be assigned to the Nomination Committee under the Nomination Committee Charter are carried out by the full board.
(ii) is chaired by an independent Director,		
and disclose:		
(iii) the charter of the committee;		A copy of the Nomination Committee Charter is available on the Company's website.
(iv) the members of the committee; and		
(v) 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) The Board devotes time at annual Board meetings to discuss Board succession issues. All members of the Board are involved in the Company's nomination process, to the maximum extent permitted under the Corporations Act and ASX Listing Rules.
(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, experience, independence and knowledge of the entity to enable it to discharge its duties and responsibilities effectively.		

**Recommendation 2.2**

A listed entity should have and disclose a Board skill matrix setting out the mix of skills and diversity that the Board currently has or is looking to achieve in its membership.	NO	<p>The Board is comprised of directors with a broad range of technical, commercial, financial and other skills, experience and knowledge relevant to overseeing the business of a junior exploration company.</p> <p>The Company is considering updating the skills matrix and in particular, appointing a technical person. Once available, the Company will disclose a copy of the Company's Board skills matrix on its website.</p>
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**CORPORATE GOVERNANCE**

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
<b>Recommendation 2.3</b>		
A listed entity should disclose:	YES	(a) The names of Directors considered by the Board to be independent are as follows: <ul style="list-style-type: none"> <li>- Mr Dibb</li> <li>- Mr Shamieh</li> </ul> <p>The Company's Chairman, Mr Khouri, is not considered to be independent due to his substantial shareholding in the Company.</p> <p>Mr Fayad is also not considered to be independent due to his executive role.</p>
(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 of the ASX Corporate Governance Principles and Recommendation (3rd Edition), 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		(b) The Board has determined the independence of each of the Company's Directors in line with the guidance set out by the ASX's Corporate Governance Council and have not formed an opinion contrary to those guidelines.
(c) the length of service of each Director		(c) The length of service of each Director is as follows: <ul style="list-style-type: none"> <li>- Mr Khouri was appointed on 7 February 2011 and has served as a director for approximately 7.5 years.</li> <li>- Mr Fayad was appointed on 31 October 2014 and has served as a director for almost 4 years; and</li> <li>- Messrs Dibbs and Shamieh were appointed on 3 March 2016 and have served as directors for a period of approximately 2.5 years.</li> </ul>
<b>Recommendation 2.4</b>		
A majority of the Board of a listed entity should be independent Directors.	YES	The Board is comprised of four board members, 50% of which are independent directors, with the remaining 50% being non-independent. The Board is, however, cognisant of the benefits of an independent Board however, the Board is confident it is able to effectively discharge its duties and responsibilities with the existing structure in place.
<b>Recommendation 2.5</b>		
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.	PARTIALLY	The Company's Chairman, Mr Khouri, is a substantial shareholder of the Company which precludes him from qualifying as an independent director under the guidelines prescribed by the ASX Corporate Governance Council.  Despite not being independent, the Board considers Khouri to be the most appropriate Director to act as Chairman. The roles of the Chairman and Managing Director are not held by the same person.



CORPORATE GOVERNANCE

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
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**Recommendation 2.6**

A listed entity should have a program for inducting new Directors and providing appropriate professional development opportunities for continuing Directors to develop and maintain the skills and knowledge needed to perform their role as a Director effectively.

YES

The Company has adopted a program for the induction of new directors which is tailored to each new Director depending on their personal requirements, background skills, qualifications and experience and includes the provision of a formal letter of appointment and an induction pack containing sufficient information to allow the new Director to gain an understanding of the business of the Company and the roles, duties and responsibilities of Directors and the Executive Team.

All Directors are encouraged to undergo continual professional development and, subject to prior approval by the Chairman, all Directors have access to numerous resources and professional development training to address any skills gaps

**Principle 3: Act ethically and responsibly**

**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

- a) The Company has a Corporate Code of Conduct that applies to its Directors, employees and contractors.
- b) The Company's Corporate Code of Conduct is available on the Company's website.

## PRINCIPLES AND RECOMMENDATIONS

COMPLY  
(YES/NO)

## EXPLANATION

**Principle 4: Safeguard integrity in financial reporting****Recommendation 4.1**

The Board of a listed entity should:

NO

The Board has not established an audit committee as it believes that, given the size of the board, no efficiencies are derived from a formal committee structure. Notwithstanding the non-existence of the audit committee, ultimate responsibility for the integrity of the Company's financial reporting rests with the full Board. All items that would normally be dealt with by an audit committee are dealt with at Board meetings. Such matters include:

(a) have an audit committee which:

- (i) has at least three members, all of whom are non-executive Directors and a majority of whom are independent Directors; and
- (ii) is chaired by an independent Director, who is not the chair of the Board,

(a) establishment and review of internal control frameworks within the Company;

and disclose:

- (iii) the charter of the committee;
- (iv) the relevant qualifications and experience of the members of the committee; and
- (v) 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) review of the financial statements, annual report and any other financial information distributed to shareholders or other external stakeholders;

(c) review of audit reports and any correspondence from auditors, including comments on the company's internal controls;

(d) nomination of the external auditor and reviewing the adequacy of the scope and quality of the annual audit and half year review; and

(e) monitoring compliance with the Corporations Act, ASX Listing Rules and any other regulatory requirements.

(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 financial reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.

The full Board in its capacity as the Audit Committee addressed these matters at meeting during the reporting period. Details of the directors' attendance at the meetings are set out in the Directors' Report.

However, given that the Board comprises of three out of five non-executive persons, it is believed that an appropriate balance of independence is in place for such a committee.

Details of each of the directors' qualifications are set

Out in the Directors' Report.

CORPORATE GOVERNANCE

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
<b>Recommendation 4.2</b>		
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 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.	YES	Prior to the execution of the financial statements of the Company, the Board was provided with written assurances that the declaration provided in accordance with section 295A of the Corporations Act was founded on a sound system of risk management and internal control which is operating effectively in all material aspects in relation to the Company's financial reporting risks.
<b>Recommendation 4.3</b>		
A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	YES	Each year, the Company's external auditor attends its AGM (in person or by telephone) and is available to answer questions from security holders relevant to the audit.  With respect to the 2017 AGM held on 24 November 2017, the Company's auditor, attended the meeting and made himself available for questions.
<b>Principle 5: Make timely and balanced disclosure</b>		
<b>Recommendation 5.1</b>		
A listed entity should:	YES	
(a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and		a) The Company has adopted a Continuous Disclosure Policy which details the processes and procedures which have been adopted by the Company to ensure that it complies with its continuous disclosure obligations as required under the ASX Listing Rules and other relevant legislation.
(b) disclose that policy or a summary of it.		b) The Continuous Disclosure Policy is available on the Company's website.
<b>Principle 6: Respect the rights of security holders</b>		
<b>Recommendation 6.1</b>		
A listed entity should provide information about itself and its governance to investors via its website.	YES	Shareholders can access information about the Company and its governance (including its Constitution and adopted governance policies) from the Company's website on the "Corporate Governance" page.

CORPORATE GOVERNANCE

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
<b>Recommendation 6.2</b>		
A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	YES	<p>The Company has adopted a Shareholder Communications Policy which aims to promote and facilitate effective two-way communication with investors. The Strategy outlines a range of ways in which information is communicated to shareholders, including via its website, through announcements released to the ASX, its annual report and general meetings. Shareholders are also welcome to contact the Company or its registrar, Security Transfer Registrars, via email or telephone.</p> <p>The Company's Shareholder Communications Strategy policy is available on the Company's website.</p>
<b>Recommendation 6.3</b>		
A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	YES	<p>Shareholders are encouraged to participate at all GMs and AGMs of the Company by written statement contained in every Notice of Meeting sent to shareholders prior to each meeting.</p> <p>The Company accommodates shareholders who are unable to attend GMs or AGMs in person by accepting votes by proxy.</p> <p>At each meeting, shareholders are invited by the Chairman to ask questions of the Company's external auditor and the Board.</p> <p>Shareholders are also given an opportunity to ask questions on each resolution before it is put to the meeting.</p> <p>Any material presented to shareholders at the meeting is released to the ASX immediately prior to the commencement of the meeting for the benefit of those shareholders who are unable to attend in person. The Company also announces to the ASX the outcome of each meeting immediately following its conclusion.</p>
<b>Recommendation 6.4</b>		
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	<p>Shareholders have the option of electing to receive all shareholder communications by e-mail and can update their communication preferences with the Company's registrar at any time.</p>

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
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**Principle 7: Recognise and manage risk**

Recommendation 7.1

The Board of a listed entity should:

YES

(a) have a committee or committees to oversee risk, each of which:

(i) has at least three members, a majority of whom are independent Directors; and

(ii) is chaired by an independent Director,

and disclose:

(iii) the charter of the committee;

(iv) the members of the committee; and

(v) 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 risk committee or committees that satisfy (a) above, disclose that fact and the process it employs for overseeing the entity's risk management framework.

a) Due to its size (4 members), the Board has determined that the function of the Audit Committee is most efficiently carried out with full board participation (excluding Mr Fayad) and accordingly, the Company has elected not to establish a separate Audit Committee at this stage.

As a result, the duties that would ordinarily be assigned to the Audit Committee under the Audit Committee Charter are carried out by the full board. The qualification and experience of all the members of each of the members is set out in the Directors' Report which is contained within the Company's annual report and also on the Company's website.

b) Not applicable.

CORPORATE GOVERNANCE

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
<b>Recommendation 7.2</b>		
<p>The Board or a committee of the Board should:</p> <p>(a) review the entity's risk management framework with management at least annually to satisfy itself that it continues to be sound, to determine whether there have been any changes in the material business risks the entity faces and to ensure that they remain within the risk appetite set by the Board; and</p> <p>(b) disclose in relation to each reporting period, whether such a review has taken place.</p>	YES	<p>a) The Company monitors, evaluates and seeks to improve its risk management and internal control processes in line with the processes set out in its Risk Management and Internal Compliance and Control Policy, which requires the Board to continually consider the Company's risk management framework. A copy of the Company's Risk Management and Internal Compliance and Control Policy is available on the Company's website.</p> <p>In addition, the Company has a number of other policies that directly or indirectly serve to reduce and/or manage risk, including:</p> <ul style="list-style-type: none"> <li>- Continuous Disclosure Policy</li> <li>- Code of Conduct</li> <li>- Trading Policy</li> </ul> <p>b) During the last financial year the Company undertook a review of its risk management framework, reviewing the Company's exposure to material risks at its regular board meetings. The Board was satisfied that it continues to be sound, and that the material business risks remain within the risk appetite set by the Board.</p>
<b>Recommendation 7.3</b>		
<p>A listed entity should disclose:</p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(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.</p>	YES	<p>Given the size of the Company, the Board had determined that a formal internal audit function is not required at this stage.</p> <p>The Board regularly considers its exposures to risk on an informal basis and remains satisfied that the Company's existing processes and controls are operating effectively.</p>
<b>Recommendation 7.4</b>		
<p>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.</p>	YES	<p>The Company is exposed to environmental, political and social sensitivities around the oil shale extraction technologies.</p> <p>Previously, a moratorium restricted the Company's ability to develop its oil shale tenements. Despite having the moratorium lifted, the Company's exposure to environmental and social sustainability risks in this regard still remain.</p>

**Principle 8: Remunerate fairly and responsibly**

**Recommendation 8.1**

The Board of a listed entity should:

YES

(a) have a remuneration committee which:

(i) has at least three members, a majority of whom are independent Directors; and

(ii) is chaired by an independent Director,

and disclose:

(iii) the charter of the committee;

(iv) the members of the committee; and

(v) 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.

a) Due to its size (4 members), the Board has determined that the function of the Remuneration Committee is most efficiently carried out with full board participation, excluding Mr Fayad and accordingly, the Company has elected not to establish a separate Remuneration Committee at this stage.

As a result, the duties that would ordinarily be assigned to the Remuneration Committee under the Remuneration Committee Charter are carried out by the full board.

The Remuneration Committee Charter is available on the Company's website.

b) The Board devotes time at annual Board meetings to consider the performance and remuneration of the Managing Director in line with its Remuneration Policy to ensure that such remuneration is appropriate and not excessive.

**Recommendation 8.2**

A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive Directors and the remuneration of executive Directors and other senior executives and ensure that the different roles and responsibilities of non-executive Directors compared to executive Directors and other senior executives are reflected in the level and composition of their remuneration.

YES

The Company's policies and practices regarding the remuneration of non-executive and executive directors and other senior employees are set out in its Remuneration Policy under the Remuneration Committee Charter, a copy of which is available on the Company's website.

CORPORATE GOVERNANCE

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
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**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 full board is responsible for considering and approving, on a case by case basis, whether scheme participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in any equity-based remuneration schemes of the Company.



AUDITOR'S INDEPENDENCE STATEMENT

The Directors present this report together with the financial report of Greenvale Energy Limited ("**Greenvale**" or "**the Company**") and its consolidated entities (the "**Group**") for the year ended 30 June 2018 and the auditors' report thereon.

#### DIRECTORS

The directors of the Company at any time during or since the end of the financial year are:

Elias Khouri (Chairman)

Justin Dibb (Non-Executive Director)

Phillip Shamieh (Non-Executive Director)

Vincent John Fayad (Executive Director)

Michael Povey (Non-Executive Director) – resigned 6 August 2018

#### COMPANY SECRETARY

Mr Vincent John Fayad held the position of Company Secretary at the end of the financial year. He was appointed as the Company Secretary on 6 March 2016.

#### PRINCIPAL ACTIVITIES

The principal activity of the Group during the course of the year was mineral exploration activities in Queensland and the review of suitable related technologies.

There were no significant changes in the nature of Greenvale's principal activities during the financial year.

#### RESULT AND REVIEW OF OPERATIONS

The loss for the Group after income tax for the year amounted to \$425,941 (2017: Loss of \$516,972) and the net assets of the Group at 30 June 2018 was \$2,208,339 (2016: \$2,634,280).

The loss for the year was impacted by various costs associated with the review of various projects of \$71,582 as well as the impairment of tenement EPM 25795 of \$48,854.

#### DIVIDENDS

No dividends have been paid or declared since the end of the previous financial year to the date of this report.

#### EVENTS SUBSEQUENT TO REPORTING DATE

Since balance date, the following matters have arisen:

- the Company relinquished its interests the Alpha tenement in EPM 25795 in September 2018;
- 28,785,299 unlisted options in the Company with an exercise price of \$0.10 lapsed on 31 August 2018;  
and
- 3,100,000 unlisted options in the Company with an exercise price of \$0.08 lapsed on 31 August 2018.

Apart from the above, no matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years.

AUDITOR'S INDEPENDENCE STATEMENT

**DIRECTORS' MEETINGS**

During the financial year, four meetings of directors were held. Attendance by each director was as follows:

Director	Board Meetings	
	Meetings attended	Meetings held whilst in office
Mr Khouri	4	5
Mr Povey	4	5
Mr Fayad	5	5
Mr Dibb	3	5
Mr Shamieh	2	5

**DIRECTORS' INTERESTS**

At 30 June 2018, the relevant interest of each director in the shares of the consolidated entity as notified by the Directors to the Australian Securities Exchange in accordance with s.205G(1) of the *Corporations Act* at the date of this report is as follows:

	ORDINARY SHARES FULLY PAID	OPTIONS
Mr E Khouri	20,601,994	6,881,720
Mr J Dibb	9,242,180	-
Mr P Shamieh	9,242,180	-
Mr M Povey	-	-
Mr V Fayad	1,156,057	1,156,057

**CORPORATE GOVERNANCE**

In recognising the need for the highest standards of corporate behaviour and accountability, the directors of Greenvale support and have adhered to the principles of Corporate Governance. Greenvale's corporate governance statement is contained in the Corporate Governance section of the financial report.

**SIGNIFICANT CHANGES IN STATE OF AFFAIRS**

Other than described elsewhere in this report, in the opinion of the directors, there were no significant changes in the state of affairs of the consolidated entity that occurred during the financial year.

**ENVIRONMENTAL REGULATIONS**

The Group's mineral exploration activities are subject to environmental regulations under Commonwealth and State legislation. The Group is not aware of any activity that has taken place on the leases which would give rise to any environmental issue. The consolidated group entity is not aware of any instances of non-compliance with the legislative requirements during the period covered by this report.

AUDITOR'S INDEPENDENCE STATEMENT

### OPTIONS

No options were issued during the financial year. There are no unissued ordinary shares of the Company under option at the date. The Company had 31,895,299 with exercise prices of \$0.08 and \$0.10 that lapsed on the 31 August 2018.

### INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

The Group has not agreed to indemnify any director, officer or auditor against liabilities that may arise from their position as director, officer or auditor of the Company except as follows:

The Company and Directors paid premiums based on normal commercial terms and conditions to insure all Directors, officers and employees of the Company against the cost and expenses in defending claims against the individual while performing services for the Company.

### PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company or any part of those proceedings.

The Group was not a party to any such proceedings during the year.

### NON-AUDIT SERVICES

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 20 to the financial statements.

The directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. None of the services provided by the auditors undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing risks economic risks and rewards. The nature and scope of each type of non-audit service provide means that auditor independence has not been compromised.

### OFFICERS OF THE COMPANY WHO ARE FORMER PARTNERS OF RSM AUSTRALIA PARTNERS

There are no officers of the company who are former partners of RSM Australia Partners.

### INFORMATION ON DIRECTORS & COMPANY SECRETARY

#### MR ELIAS (LEO) KHOURI Chairman

Mr Khouri has been involved in international financial equity markets since 1987 through his involvement in a wide range of companies listed on the ASX, AIM, TSX, NYSE, NASDAQ, and/or the Frankfurt Stock Exchange.

Through Mr Khouri's extensive experience in the equity markets he has developed expertise in the corporate finance, advisory, capital raisings, joint venture and farm-in negotiations for both listed and unlisted companies.

AUDITOR'S INDEPENDENCE STATEMENT

Mr Khouri has provided advisory services to a number of companies across a breadth of industries ranging from bio-technology, funds management, telecommunications, media and entertainment, and the mining industry.

Mr Khouri has not held any other directorships with listed companies over the last three years.

**MR JUSTIN DIBB**

Non-Executive Director

Mr. Justin Dibb Studied Law, Banking and Finance in Queensland Australia, following which Mr Dibb was employed by HSBC (HABA:LON) in an advisory capacity , Mr Dibb has significant experience in the mining and petroleum sectors and an in-depth understanding of corporate governance, regulatory and compliance matters , Mr Dibb has a strong record in management , transaction structuring and management of transaction processes.

In 2011, Mr Dibb was a founding director and is the Chief Executive Officer of Allied Resources Limited, a diversified resources company focused on acquiring exploration and development assets in Africa. Allied Resources holds assets in Tanzania and Ethiopia and is focused on the development of large scale commercial gold and copper mining operations, Mr Dibb manages a team of technical and operational professional.

In 2004, Mr Dibb was a founding director of Dominion Petroleum Limited (DPL:LN), during his tenure as Commercial Director, Managing Director and Chief Executive Officer, Mr Dibb acquired Petroleum assets across Africa. Dominion held assets in Tanzania, Uganda, Kenya and the Democratic Republic of the Congo. Dominion was listed on the AIM market of the London Stock Exchange in 2006 with a market capitalisation of US \$240 million, Mr Dibb was instrumental in raising circa US \$140 million for Dominion during his tenure to fund exploration and drilling operations. Mr Dibb resigned as Chief Executive Officer in 2010, ahead of completion of the takeover of Dominion by Ophir Energy PLC (OPHR:LON) for US \$186 million.

Mr Dibb was also the founding director and shareholder of Incipient Holdings Limited, a boutique merchant banking firm with investments spanning technology, telecommunications, financial services, mining and petroleum across Africa, Asia and Australia. Mr Dibb has raised and advised on over \$1.6 billion worth of equity, debt and convertible transactions in his career.

**MR PHILLIP SHAMIEH**

Non-Executive Director

Mr Shamieh holds a Bachelors of Commerce Degree and a Postgraduate Degree in Applied Finance and Investments from the Securities Institute of Australia. He is an international mining and resources executive with extensive experience in research, Operations, financial management and reporting, business development and strategy, merger and acquisitions.

AUDITOR'S INDEPENDENCE STATEMENT

Mr Shamieh has been the Founding Director and Chief Financial Officer of Allied Resources Limited since 2011, a diversified mining company that holds assets in Tanzania and Ethiopia and is focused on development of large scale commercial gold and copper projects. He was previously the Managing Director and Head of Natural Resources for Clarksons Investment Services, a subsidiary of the world's largest integrated supplier of shipping services, Clarksons plc. Mr Shamieh has also been involved with TFS Corporation (TFC,ASX), an ASX300 listed company, for a period of 7 years in various capacities including strategic advisor, CEO and director of their subsidiary, Gulf Natural Supply. At TFS he was instrumental in helping restructure their balance sheet, which included a successful US\$150m Senior Secured note and has secured more than US\$350m from global institutional investors for Australia's largest privately funded irrigation project. Mr Shamieh started his career in 1997 for Nestle (NESN:SIX) and worked in finance, sales and marketing, operations and demand forecasting roles,

Mr Shamieh was also the founding director and shareholder of Incipient Holdings Limited a boutique merchant banking firm with investments spanning technology, telecommunications, financial services, mining and petroleum across Africa, Asia and Australia. Mr Shamieh is regarded for his capital markets and supply chain expertise has an in-depth understanding of corporate finance and strategy. He has raised and advised on over \$2billion worth of equity, debt and convertible transactions in his career.

**MR VINCE FAYAD**

Executive Director & Company Secretary

Mr Fayad is the sole Director and a beneficial owner of Vince Fayad & Associates Pty Ltd and has had approximately 35 years of experience in corporate finance, accounting and other advisory related services. He is also a registered company auditor and tax agent. Over the last 20 years, Mr Fayad has spent a significant amount of time advising on various transactions that are related to the mining industry.

Mr Fayad was appointed as Company Secretary on the 3 March 2016. Mr Fayad also previously served as the Managing Director of the Company for the period 31 December 2008 to 6 November 2009.

Mr Fayad is currently a Director and Company Secretary of Astro Resources NL and within the last three years was formerly a director of Esperance Minerals Limited and Medibio Limited.

**MR MICHAEL POVEY**

Non-Executive Director  
(ceased 6 August 2018)

Mr Povey is a mining engineer with over 35 years worldwide experience in the resource sector. This experience has encompassed a wide range of commodities and included senior management positions in mining operations and the explosives industry in Africa, North America and Australia. During this time he has been responsible for general and mine management, mine production, project evaluation, mine feasibility studies and commercial contract negotiations. Mr Povey is currently a Non-Executive Director of Surefire Resources NL (**SRN**). Within the last three years Mr Povey was an Executive Director of Astro Resources NL.

## REMUNERATION REPORT (AUDITED)

This report details the nature and amount of remuneration for each key management person of the consolidated entity. Key management personnel have authority and responsibility for planning, directing and controlling the activities of the consolidated entity. Key management personnel comprise the Directors of the Company and Secretary of the Company. The Company does not have any other specified executives.

Compensation levels for key management personnel and secretaries of the Company are competitively set to attract and retain appropriately qualified and experienced directors and executives. The full Board in its capacity as the Remuneration Committee obtains advice on the appropriateness of compensation packages of the Company given trends in comparative companies both locally and internationally.

The remuneration policy of the Company has been designed to remunerate the directors and key management personnel based upon their skills and contributions to the Company. The Board's policy for determining the nature and amount of remuneration for key management personnel of the Company is encapsulated in the Remuneration Committee Charter.

Executive directors may be remunerated with equity incentives along with base cash payments and the opportunity to earn a bonus payment in suitable circumstances.

Whilst Non-Executive Directors do not commonly receive performance related compensation, given the size and nature of the Company and the involvement of the Non-Executive Directors in certain circumstances performance related remuneration may be deemed appropriate. Directors' fees cover all main Board activities and membership of committees.

The relationship between remuneration and performance has been designed to ensure the Company is appropriately resourced to meet its strategic goals within the context of the availability of capital. In accordance with this strategy a number of key management personnel have agreed to receive remuneration by way of equity.

### *Voting and comments made at the company's 2016 Annual General Meeting (AGM)*

At the 2017 AGM, 58% of the eligible votes received supported the adoption of the remuneration report for the year ended 30 June 2018. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Key Management Personnel	Position Held as at 30 June 2018	Contract Details <sup>1</sup>	Remuneration	Incentives
Mr Elias Khouri	Non-Executive Chairman	-	\$54,000 per annum.	n/a
Mr Justin Dibb	Non-Executive Director	-	\$36,000 per annum.	n/a
Mr Phillip Shamieh	Non-Executive Director	-	\$36,000 per annum.	n/a
Mr Michael Povey <sup>3</sup>	Non-Executive Director	-	\$36,000 per annum.	n/a
Mr Vincent Fayad <sup>2</sup>	Executive Director & Company Secretary	Contract is ongoing. Contract may be terminated at any time during the year by giving notice.	\$12,000 per annum for directorship duties plus \$82,500 per annum for the company secretarial and accounting services of company secretary.	n/a

**AUDITOR'S INDEPENDENCE STATEMENT**

**Notes**

1. Non-executive directors were appointed by a letter of appointment. Directors can retire in writing as set out in the Constitution.
2. Mr Fayad is a Director and shareholder of Vince Fayad and Associates Pty Ltd (**VFA**). VFA provides the provision of accounting, taxation, secretarial and registered office services. Up to 31 October 2017, these services were provided by a related entity to PKF Corporate Finance (NSW) Pty Ltd, PKF Sydney Pty Ltd (**PKF**) under Mr Fayad's supervision.
3. Mr Povey ceased directorship of the Company on 6 August 2018.

**Performance Rights Plan**

No Performance Rights were issued or vested during the year ending 30 June 2018 (2017: Nil).

**Details of Key Management Remuneration**

The following tables provide detail of all the directors and key management personnel of the consolidated entity and the nature and amount of the elements of their remuneration:

**2018**

	Short-term Employee Benefits				Post-employment Benefits	Other Long-term benefits	Termination Benefits	Share Based Payments	Total
	Cash, salary, Directors Fees	Cash profit share, bonuses	Non-cash benefits	Allowances	Super-annuation				
Mr E Khouri	\$ 54,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 54,000
Mr J Dibb	36,000	-	-	-	-	-	-	-	36,000
Mr P Shamieh	36,000	-	-	-	-	-	-	-	36,000
Mr Fayad <sup>1</sup>	94,500	-	-	-	-	-	-	-	94,500
Mr Povey <sup>2</sup>	36,000	-	-	-	-	-	-	-	36,000
	<b>256,500</b>	-	-	-	-	-	-	-	<b>256,500</b>

**2017**

	Short-term Employee Benefits				Post-employment Benefits	Other Long-term benefits	Termination Benefits	Share Based Payments	Total
	Cash, salary, Directors Fees	Cash profit share, bonuses	Non-cash benefits	Allowances	Super-annuation				
Mr E Khouri	\$ 45,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 45,000
Mr J Dibb	36,000	-	-	-	-	-	-	-	36,000
Mr P Shamieh	36,000	-	-	-	-	-	-	-	36,000
Mr Fayad <sup>1</sup>	105,913	-	-	-	-	-	-	-	105,913
Mr Povey	40,000	-	-	-	-	-	-	-	40,000
	<b>262,913</b>	-	-	-	-	-	-	-	<b>262,913</b>

<sup>[1]</sup> Mr Fayad is a Director and beneficial owner of VFA. VFA provides the provision of accounting, taxation, secretarial and registered office services to the Company. Up to 31 October 2017, the services were provided PKF, under Mr Fayad's supervision.

<sup>[2]</sup> Mr Povey ceased directorship of the Company on 6 August 2018.

The following tables provide detail of the shareholdings, options and performance rights held by directors and key management personnel of the consolidated entity:

AUDITOR'S INDEPENDENCE STATEMENT

30 June 2018

Number of Fully Paid Ordinary Shares Held by Key Management Personnel:

Key Management Person	Balance 1.7.2017	Received as Compensation	Options Exercised	Net Change Other	Balance on Appointment/Resignation	Balance 30.6.2018
Mr Khouri	20,601,994	-	-	-	-	20,601,994
Mr Dibb	9,242,180	-	-	-	-	9,242,180
Mr Shamieh	9,242,180	-	-	-	-	9,242,180
Mr Povey	-	-	-	-	-	-
Mr Fayad	1,156,057	-	-	-	-	1,156,057
	<b>40,242,411</b>	-	-	-	-	<b>40,242,411</b>

30 June 2018

Number of Options Held by Key Management Personnel

Key Management Person	Balance 1.7.2017	Granted as Compensation	Options Exercised	Net Change Other(i)	Balance on Resignation/appointment	Balance 30.6.2018	Total Vested 30.6.2018	Total Exercisable 30.6.2018
Mr Khouri	6,881,720	-	-	-	-	-	-	6,881,720
Mr Fayad	1,156,057	-	-	-	-	-	-	1,156,057
Mr Povey	-	-	-	-	-	-	-	-
Mr Dibb	-	-	-	-	-	-	-	-
Mr Shamieh	-	-	-	-	-	-	-	-
	<b>8,037,777</b>	-	-	-	-	-	-	<b>8,037,777</b>

30 June 2017

Number of Options Held by Key Management Personnel

Key Management Person	Balance 1.7.2016	Granted as Compensation	Options Exercised	Net Change Other(i)	Balance on Resignation/appointment	Balance 30.6.2018	Total Vested 30.6.2018	Total Exercisable 30.6.2017
Mr Khouri	6,881,720	-	-	-	-	-	-	6,881,720
Mr Fayad	1,156,057	-	-	-	-	-	-	1,156,057
Mr Povey	-	-	-	-	-	-	-	-
Mr Dibb	-	-	-	-	-	-	-	-
Mr Shamieh	-	-	-	-	-	-	-	-
	<b>8,037,777</b>	-	-	-	-	-	-	<b>8,037,777</b>

AUDITOR INDEPENDENCE

The lead auditor's independence declaration has been received and forms part of the directors' report for the financial year ended 30 June 2018.

Signed in accordance with a resolution of the directors



Elias Khouri  
Chairman

Dated at Sydney 17 September 2018



**RSM Australia Partners**

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**AUDITOR'S INDEPENDENCE DECLARATION**

As lead auditor for the audit of the financial report of Greenvale Energy Limited and its controlled entities for the year ended 30 June 2018, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

A handwritten signature in blue ink that reads "RSM".**RSM AUSTRALIA PARTNERS**A handwritten signature in blue ink that reads "C J Hume".

**C J Hume**  
Partner

Sydney, NSW

Dated: 17 September 2018

GREENVALE ENERGY NL  
A.B.N. 54 000 743 555

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 30 JUNE 2018

	Note	Consolidated 2018 \$	Consolidated 2017 \$
Administrative expenses	3	(409,923)	(509,192)
<b>RESULTS FROM CONTINUING OPERATIONS</b>		(409,923)	(509,192)
Financial income	2	32,836	42,220
<b>NET FINANCIAL INCOME</b>		32,836	42,220
Exploration and impairment charges	4	(48,854)	(50,000)
<b>LOSS BEFORE INCOME TAX FROM CONTINUING OPERATIONS</b>		(425,941)	(516,972)
Income tax benefit	5(a)	-	-
<b>LOSS AFTER INCOME TAX FOR THE YEAR</b>		(425,941)	(516,972)
<b>COMPREHENSIVE LOSS FOR THE YEAR</b>		(425,941)	(516,972)
Basic loss per share (cents)	7	(0.46)	(0.55)
Diluted loss per share (cents)	7	(0.46)	(0.55)

This statement is to be read in conjunction with the notes to the financial statements.

GREENVALE ENERGY NL  
A.B.N. 54 000 743 555

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2018

	Note	Consolidated 2018 \$	Consolidated 2017 \$
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	15(b)	1,361,984	1,828,749
Trade and other receivables	8	27,124	29,641
<b>TOTAL CURRENT ASSETS</b>		<b>1,389,158</b>	<b>1,858,390</b>
<b>NON-CURRENT ASSETS</b>			
Exploration and evaluation	9	927,682	835,562
<b>TOTAL NON-CURRENT ASSETS</b>		<b>927,682</b>	<b>835,562</b>
<b>TOTAL ASSETS</b>		<b>2,316,840</b>	<b>2,693,953</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	10	108,501	59,671
<b>TOTAL CURRENT LIABILITIES</b>		<b>108,501</b>	<b>59,671</b>
<b>TOTAL LIABILITIES</b>		<b>108,501</b>	<b>59,671</b>
<b>NET ASSETS</b>		<b>2,208,339</b>	<b>2,634,280</b>
<b>EQUITY</b>			
Issued capital	11	12,746,247	12,746,247
Reserves	12	23,945	23,945
Accumulated losses		(10,516,853)	(10,135,912)
<b>TOTAL EQUITY</b>		<b>2,208,339</b>	<b>2,634,280</b>

*This statement is to be read in conjunction with the notes to the financial statements.*

GREENVALE ENERGY NL  
A.B.N. 54 000 743 555

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 30 JUNE 2018

	Issued Capital \$	Options Reserve \$	Accumulated Losses \$	Total Equity \$
<b>Balance as at 1 July 2016</b>	12,746,247	23,945	(9,618,940)	3,151,252
Net loss for the year	-	-	(516,972)	(516,972)
Other comprehensive income, net of income tax	-	-	-	-
<b>Total comprehensive income</b>	-	-	(516,972)	(516,972)
Share options issued	-	-	-	-
<b>Balance as at 30 June 2017</b>	12,746,247	23,945	(10,135,912)	2,634,280
Net loss for the year	-	-	(425,941)	(425,941)
<b>Total comprehensive income</b>	-	-	(425,941)	(425,941)
<b>Balance as at 30 June 2018</b>	12,746,247	23,945	(10,516,853)	2,208,339

*This statement is to be read in conjunction with the notes to the financial statements.*

**GREENVALE ENERGY NL**  
**A.B.N. 54 000 743 555**

**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 30 JUNE 2018**

	Note	Consolidated 2018 \$	Consolidated 2017 \$
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Interest received		33,607	46,084
Payments to suppliers and employees		(314,539)	(560,447)
<b>NET CASH USED IN OPERATING ACTIVITIES</b>			
	<b>15(a)</b>	(280,932)	(514,363)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Payments for exploration expenditure		(185,833)	(127,890)
Option fee for proposed acquisition		-	(50,000)
<b>NET CASH PROVIDED BY /(USED IN) INVESTING ACTIVITIES</b>			
		(185,833)	(177,890)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Net proceeds from borrowings		-	-
Capital raisings		-	-
<b>NET CASH (USED)/PROVIDED FROM FINANCING ACTIVITIES</b>			
		-	-
Net (decrease)/increase in cash held		(466,765)	(692,253)
Cash at the beginning of the financial year		1,828,749	2,521,002
<b>CASH AT THE END OF THE FINANCIAL YEAR</b>	<b>15(b)</b>	1,361,984	1,828,749

*This statement is to be read in conjunction with the notes to the financial statements.*

## 1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

This financial report for the year ended 30 June 2018 of consists of Greenvale Energy NL (**the Company**) and its controlled subsidiaries (the **Group** or **Consolidated Entity**).

Greenvale is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange.

The financial statements were authorised for issue on 17 September 2018 by the directors of the Company.

### A. BASIS OF PREPARATION

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001*. The Group is a for profit entity for financial reporting purposes under Australian Accounting Standards.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

The financial report has been prepared on an accrual basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. Material accounting policies adopted in preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

The financial statements are presented in Australian dollars which is the Company's functional and presentation currency.

### B. GOING CONCERN

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

### C. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements incorporate the assets, liabilities and results of entities controlled by the Company at the end of the reporting period. A controlled entity is any entity over which the Company has the ability and right to govern the financial and operating policies so as to obtain benefits from the entity's activities.

In preparing the consolidated financial statements, all inter-group balances and transactions between entities in the consolidated group have been eliminated in full on consolidation.

Where controlled entities have entered or left the consolidated entity during the year, the financial performance of those entities is included only for the period of the year that they were controlled.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

**D. INCOME TAX**

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date. Current tax liabilities / (assets) are therefore measured at the amounts expected to be paid to / (recovered from) the relevant taxation authority. Deferred tax expense reflects movements in deferred tax asset and liability balances during the year as well as unused tax losses.

Current and deferred income tax expense is charged or credited to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount or the related asset or liability.

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

**E. EXPLORATION AND EVALUATION EXPENDITURE**

Exploration and evaluation costs are capitalised as exploration and evaluation assets on a project by project basis pending determination of the technical feasibility and commercial viability of the project. The capitalised costs are presented as both tangible or intangible exploration and evaluation assets according to the nature of the assets acquired. When a licence is relinquished or a project abandoned, the related costs are recognised in the statement of comprehensive income immediately.

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount. For the purposes of impairment testing, exploration and evaluation assets are allocated to cash-generating units consistent with the determination of reportable segments.

Upon determination of proven reserves, intangible exploration and evaluation assets attributable to those reserves are first tested for impairment and then reclassified from exploration and evaluation assets to a separate category within tangible assets.

Amortisation is not charged on exploration and evaluation assets until they are available for use.

Pre-licence costs are recognised in the statement of comprehensive income as incurred. Expenditure deemed unsuccessful is recognised in the statement of comprehensive income immediately.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

**F. FINANCIAL INSTRUMENTS**

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the Company becomes a party to the contractual provisions of the instrument. Trade date accounting is adopted for financial assets that are delivered within the timeframes established by marketplace convention.

*Derecognition*

Financial assets are derecognised where the contractual rights to receipt of cash flows expire or the asset is transferred to another party whereby the Company no longer has any significant continuing involvement in the risks and rewards associated with the asset. Financial liabilities are derecognised if the Company's obligations specified in the contract are discharged, cancelled or expire.

*Classification and Subsequent Measurement*

*i. Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial asset is derecognised.

*ii. Available-for-sale financial assets*

Available-for-sale investments are non-derivative financial assets that are either not capable of being classified into other categories of financial assets due to their nature or they are designated as such by management. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

*iii. Financial liabilities*

Non-derivative financial liabilities other than financial guarantees are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial liability is derecognised.

*Fair value*

The fair value of investments in the equity shares of related parties is determined based on current last trade prices quoted on the Australian Securities Exchange at balance date.

The fair value of unlisted securities cannot be reliably measured, as variability in the range of reasonable fair value estimates is significant.

**G. CASH AND CASH EQUIVALENTS**

Cash and cash equivalents comprise cash balances and call deposits.

**H. SHARE CAPITAL**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any related income tax benefit.

**I. REVENUE AND OTHER INCOME**

Financial income comprises interest income and dividend income. Interest income is recognised in the statement of comprehensive income as it accrues, using the effective interest rate method. Dividend income is recognised on the date that the Company's right to receive payment is established.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

**J. CURRENT & NON CURRENT CLASSIFICATION**

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

**K. IMPAIRMENT**

The carrying amount of non-financial assets other than exploration and evaluation assets are reviewed each reporting date whether there is any indication of impairment. If any such indications exist, the assets recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the statement of comprehensive income.

*Calculation of recoverable amount*

The recoverable amount of receivables is calculated as the present value of estimated future cash flows, discounted at the original effective interest rate.

The recoverable amount of other assets is the greater of their net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discounted rate that reflects current market assessment of the time value and the risks specific to the asset.

*Available-for-sale financial assets*

Where a decline in the fair value of an available-for-sale financial asset has been recognised directly in equity and there is objective evidence that the asset is impaired, the cumulative loss that had been recognised directly in equity is recognised in profit or loss even though the financial asset has not been derecognised. The amount of the cumulative loss that is recognised in profit or loss is the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognised in profit or loss.

**L. GOODS AND SERVICES TAX (GST)**

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the statement of financial position.

**M. EARNINGS PER SHARE**

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of any dilutive potential ordinary shares, which comprise convertible notes and share options granted.

**N. TRADE AND OTHER RECEIVABLES**

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment. Trade receivables are due for settlement within 30 days from the date of recognition. Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off.

**O. ASSETS CLASSIFIED AS HELD FOR SALE**

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continued use. They are measured at the lower of their carrying amount and fair value less costs of disposal. For assets to be classified as held for sale, they must be available for immediate sale in their present condition and their sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write down of the assets to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of these assets, but not in excess of any cumulative impairment loss previously recognised.

These assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognised.

Assets classified as held for sale and the assets of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, as current assets. The liabilities of assets held for sale are presented separately on the face of the statement of financial position, as current liabilities.

**P. TRADE AND OTHER PAYABLES**

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided by the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obligated to make future payments in respect of the purchase of these goods and services. The amounts are unsecured and are usually paid within 30 days of recognition.

**Q. COMPARATIVE FIGURES**

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

**R. USE OF ESTIMATES AND JUDGEMENTS**

The presentation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from the estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

***Capitalised Exploration and Evaluation Expenditure***

The Group's accounting policy for exploration and evaluation expenditure is set out at Note 1(c). The application of this policy necessarily requires management to make certain estimates and assumptions as to future events and circumstances. Any such estimates and assumptions may change as new information becomes available. If, after having capitalised expenditure under the policy, it is concluded that the

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

expenditures are unlikely to be recovered by future exploitation or sale, then the relevant capitalised amount will be written off to the statement of comprehensive income.

*Share Based payment transactions*

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined from market value.

**S. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS**

During the current year, the Group adopted all of the new and revised Australian Accounting Standards and Interpretations applicable to its operations which became mandatory.

**T. NEW ACCOUNTING STANDARDS FOR APPLICATION IN FUTURE PERIODS**

The AASB has issued new and amended Accounting Standards and Interpretations that have mandatory application dates for future reporting periods. The Group has decided against early adoption of these standards. The following table summarises those future requirements, and their impact on the Group:

Standard Name	Effective date for entity	Requirements	Impact
AASB 9 Financial Instruments and amending standards AASB 2010-7 / AASB 2012-6	1 January 2018	Changes to the classification and measurement requirements for financial assets and financial liabilities. New rules relating to derecognition of financial instruments.	The directors believe that AASB 9 is unlikely to have a large impact upon the Company's reporting requirements.
AASB 16 Leases	1 January 2019	The standard replaces AASB 117 'Leases' and for lessees will eliminate the classifications of operating leases and finance leases.	The directors believe that AASB 16 is unlikely to have a large impact upon the Company's reporting requirements.

**2. FINANCIAL INCOME**

	2018	2017
	\$	\$
Interest	32,836	42,220
<b>TOTAL FINANCIAL INCOME</b>	<b>32,836</b>	<b>42,220</b>

**3. ADMINISTRATIVE EXPENSES**

	2018	2017
	\$	\$
Wages and salaries	186,000	217,000
Consultants fees	13,500	21,925
Compliance and legal fees	33,940	36,295
Administrative expenses	176,483	233,972
<b>TOTAL ADMINISTRATIVE EXPENSES</b>	<b>409,923</b>	<b>509,192</b>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. IMPAIRMENT AND EXPLORATION CHARGES

	2018 \$	2017 \$
Exploration costs (a)	-	50,000
Impairment charges (b)	48,854	-
<b>TOTAL IMPAIRMENT and EXPLORATION CHARGES</b>	<b>48,854</b>	<b>50,000</b>

(a) This relates to an exclusivity fee paid in relation to a proposed acquisition, which was terminated during the financial year.

(b) This relates to the impairment of tenement EPM 25975, which was surrendered in September 2018.

5. INCOME TAX BENEFIT

	2018 \$	2017 \$
<b>(a) Tax benefit</b>		
Current tax benefit	-	-
Deferred tax benefit	-	-
<b>Income tax benefit</b>	<b>-</b>	<b>-</b>
<b>(b) (Loss) before tax</b>	<b>(425,941)</b>	<b>(516,972)</b>
Income tax using corporate rate of 27.5% (2017: 27.5%)	(117,134)	(142,167)
Increase in income tax expense due to:		
Non-deductible expenses	-	-
Overprovision from prior year	-	-
Tax losses not brought to the account	117,134	142,167
<b>INCOME TAX BENEFIT</b>	<b>-</b>	<b>-</b>

6. DEFERRED TAX ASSETS

	2018 \$	2017 \$
<b>Deferred tax assets – not recognised</b>		
Deferred tax assets arising from tax losses calculated at 27.5% (2017: 27.5%):		
Tax losses	2,988,762	2,871,628
Capital losses	474,309	474,309
	<b>3,463,071</b>	<b>3,345,937</b>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

**7. LOSS PER SHARE**

The calculation of basic loss and diluted earnings per share at 30 June 2018 was based on the loss attributable to ordinary shareholders of \$425,941 (2017: \$516,972) and the weighted average number of ordinary shares outstanding during the financial year ended 30 June 2018 of 93,355,357 (2017: 93,355,357), calculated as follows:

	<b>2018</b> <b>Cents</b>	<b>2017</b> <b>Cents</b>
Basic and diluted loss per share	(0.46)	(0.55)

	<b>2018</b> <b>No of shares</b>	<b>2017</b> <b>No of shares</b>
Weighted average number of ordinary shares used in calculating basic EPS:		
Fully paid ordinary shares	93,355,357	93,355,357

**8. TRADE AND OTHER RECEIVABLES**

	<b>2018</b> <b>\$</b>	<b>2017</b> <b>\$</b>
<b>Current</b>		
Prepayments	8,706	5,837
Sundry debtors (a)	18,468	23,804
	<u>27,174</u>	<u>29,641</u>

(a) Included in sundry debtors are Goods and Services Tax (GST) credits owed and security deposits.

**9. EXPLORATION AND EVALUATION EXPENDITURE**

	<b>Note</b>	<b>2018</b> <b>\$</b>	<b>2017</b> <b>\$</b>
Exploration and evaluation phase costs carried forward at cost:		927,682	835,562
<b>(a) Movements in Carrying Amounts</b>			
Carrying amount at beginning of year		835,562	719,068
Exploration costs capitalised		141,061	116,494
Exploration costs impaired	<b>4</b>	(48,941)	-
Carrying amount at end of year		<u>927,682</u>	<u>835,562</u>

The expenditure above relates principally to the exploration and evaluation phase. The ultimate recoupment of this expenditure is dependent upon the successful development and commercial exploitation, or alternatively, sale of the respective areas of interest, at amounts at least equal to book value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Exploration and Evaluation Phase Costs

Exploration expenditure carried forward at 30 June 2018 and 2017, represents interest of 99.99 % in the Alpha (MDL 330) and interest in the newly developed Madre project 100%.

10. TRADE AND OTHER CREDITORS

	2018 \$	2017 \$
<b>Current</b>		
Trade creditors and accruals	108,501	59,671
	<u>108,501</u>	<u>59,671</u>

11. ISSUED CAPITAL

	Number of shares	2018 \$	2017 \$
<b>Issued capital movement</b>			
Balance at beginning of year	93,355,357	12,746,247	12,746,247
<b>As at 30 June</b>	<b>93,355,357</b>	<u>12,746,247</u>	<u>12,746,247</u>

a) Ordinary shares fully paid

Ordinary shares participate in dividends and are entitled to one vote per share at shareholders meetings. In the event of winding up the Company, ordinary shareholders rank after creditors and are entitled to any proceeds of liquidation in proportion to the number of shares held.

b) Capital Management

Management controls the capital of the Company in order to maintain a good debt to equity ratio, provide the shareholders with adequate returns and ensure that the company can fund its operations and continue as a going concern.

The Company's debt and capital includes ordinary share capital and financial liabilities, supported by financial assets. There are no externally imposed capital requirements.

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

There have been no changes in the strategy adopted by management to control the capital of the Company since the prior year. The gearing ratios for the year ended 30 June 2018 and 30 June 2017 are as follows:

12. WORKING CAPITAL

	2018 \$	2017 \$
Total liabilities	108,501	59,671
Less cash and cash equivalents	(1,361,984)	(1,828,749)
Net debt	<u>(1,253,483)</u>	<u>(1,769,078)</u>
Total equity	2,208,339	2,634,280
<b>Total capital</b>	<u>984,856</u>	<u>865,202</u>
Gearing ratio	Nil%	Nil%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	2018 \$	2017 \$
c) Options issued		
<b>Options movement</b>		
Balance at the beginning of the year	31,895,299	31,895,299
<b>Balance at the end of the year</b>	<u>31,895,299</u>	<u>31,895,299</u>

## 12. RESERVES

	2018 \$	2017 \$
<b>Options Reserve</b>		
Balance at the beginning of the year	23,945	23,945
Transfer from profit and loss- current year options	-	-
<b>Balance at the end of the year</b>	<u>23,945</u>	<u>23,945</u>

## 13. FINANCIAL RISK MANAGEMENT

### a) Financial Risk Management Policies

The Group's financial instruments consist mainly of deposits with banks, short-term investments and accounts receivable from related parties. The Group does not use derivative financial instruments to hedge exposure to financial risks.

#### I. Treasury Risk Management

There have been no changes in the Group's approach to capital management during the year. The Group is not subject to any externally imposed capital requirements.

#### II. Other Market Price Risk

Equity price risk arises from available-for-sale equity securities. Management monitors the securities in its investment portfolio based on market indices. Material investments within the portfolio are managed on an individual basis and any buy or sell decisions are approved by the Board.

#### III. Capital Management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future developments of the business.

#### IV. Financial Risk Exposures and Management

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

**Interest rate risk**

The Group does not enter into interest rate swaps, forward rate agreements or interest rate options to manage cash flow risks associated with interest rates on borrowings that are floating, or to alter interest rate exposures arising from mismatches in repricing dates between assets and liabilities.

**Liquidity risk**

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group manages liquidity risk by monitoring forecast cash flows and ensuring that access to adequate funding is maintained.

**Credit risk**

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. There is negligible credit risk on financial asset, excluding investments, since there is no exposure to individual customers or countries and the Group's exposure is limited to the amount of cash, short-term investments and receivables which have been recognised in the statement of financial position.

**Price risk**

The Group is exposed to commodity price risk through its interests to the Alpha mining lease. Changes in market price for oil impact the economic viability of the mining leases. The Group has not entered into any hedges in relation to these commodities. It is not possible to quantify the effect on profit or equity of any change in commodity prices.

**Financial Instruments**

**I. Financial instrument composition and maturity analysis**

The tables below reflect the undiscounted contractual settlement terms for financial instruments of a fixed period of maturity.

30 June 2018	Effective Interest Rate 2018 %	Carrying Amount 2018 \$	Contractual Cash Flows 2018 \$	Within 1 Year 2018 \$	1 to 5 Years 2018 \$
<i>Financial Assets</i>					
Cash and cash equivalents	1.75	1,361,984	-	1,361,984	-
Held to maturity at cost financial assets	-	-	-	-	-
<i>Financial Liabilities</i>					
Trade and other payables	-	108,501	-	108,501	-
Long-term payables	-	-	-	-	-
30 June 2017	Effective Interest Rate 2017 %	Carrying Amount 2017 \$	Contractual Cash Flows 2017 \$	Within 1 Year 2017 \$	1 to 5 Years 2017 \$
<i>Financial Assets</i>					
Cash and cash equivalents	3.05	1,828,749	-	1,828,749	-
Held to maturity at cost financial assets	-	-	-	-	-
<i>Financial Liabilities</i>					
Trade and other payables	-	59,671	-	59,671	-
Long-term payables	-	-	-	-	-



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

**II. Fair values**

The methods of estimating fair value are outlined in the relevant notes to the financial statements. All financial assets and liabilities recognised in the statement of financial position, whether they are carried at cost or fair value, are recognised at amounts that represent a reasonable approximation of fair values unless otherwise stated in the applicable notes.

**14. CONTROLLED ENTITY**

Name	Principal Activity	Country of Incorporation	Share Class	Ownership Interest	
				2018	2017
Unlisted Companies					
Greenvale Gold Pty Limited	Dormant	Australia	Ordinary `	100.00%	100.00%
Alpha Resources Pty Ltd	Mineral exploration	Australia	Ordinary	99.99%	99.99%

**15. CASH FLOW INFORMATION**

	2018 \$	2017 \$
<b>(a) Reconciliation of cash flows from operations with profit after income tax</b>		
(Loss) after income tax	(377,087)	(516,972)
Non cash flows in operating activities:		
- Exploration related expenditure	44,858	50,000
Changes in assets and liabilities:		
- (Increase)/decrease in accrued charges	772	(15,000)
- Decrease/(Increase) in trade payables	48,830	(42,006)
- (Decrease)/Increase in trade and other receivables	1,695	9,615
<b>NET CASH USED IN OPERATING ACTIVITIES</b>	<b>(280,932)</b>	<b>(514,363)</b>
<b>(b) Reconciliation of cash and cash equivalents</b>		
Cash at bank	1,361,984	1,828,749
	<b>1,361,984</b>	<b>1,828,749</b>

## 16. KEY MANAGEMENT PERSONNEL COMPENSATION

Refer to the remuneration report contained in the directors' report for details of the remuneration paid or payable to each member of the Group's key management personnel (KMP) for the year ended 30 June 2018.

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

	2018 \$	2017 \$
The key management personnel compensation is as follows:		
Short-term employee benefits	256,500	262,913
Other long term benefits	-	-
Share-based payments	-	-
	256,500	262,913

Information regarding individual directors' compensation is provided in the remuneration report section of the directors' report. Apart from the details disclosed in this note, no director has entered into a material contract with the Company during the year and there were no material contracts involving directors' interests existing at year end.

### Short-term employee benefits

These amounts include fees and benefits paid to the non-executive chair and non-executive directors as well as fees, fringe benefits and cash bonuses awarded to the executive director and other KMP.

### Post-employment benefits

These amounts are the current years' estimated cost of providing for the Group's superannuation contributions made during the year.

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 17. RELATED PARTY AND KEY MANAGEMENT PERSONNEL TRANSACTIONS

The terms and conditions of related party and key management personnel transactions are no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to unrelated entities on an arm's length basis. Transactions with related parties and key management personnel are summarised in the table below:

Key management person	Transaction Description	Transaction Value		Balance outstanding	
		Year ended 30 June		As at 30 June	
		2018	2017	2018	2017
		\$	\$	\$	\$
Vincent John Paul Fayad – Vince Fayad & Associates Pty Ltd and PKF Corporate Finance (NSW) Pty Ltd	Provision of services related to various corporate matters.	82,500	93,912	7,562	7,562

## 18. CONTINGENT LIABILITIES

There have been no material changes in contingent liabilities since the last reporting date.

## 19. COMMITMENTS FOR EXPENDITURE

### Mineral Tenements

In order to maintain the mineral tenements in which the company and other parties are involved, the company is committed to fulfil the minimum annual expenditure conditions under which the tenements are granted. The minimum estimated expenditure requirements in accordance with the requirements of the Queensland Department of Natural Resources and Mines for the next financial year are:

	Consolidated	
	2018	2017
	\$	\$
Payable:		
- no later than 1 year	120,000	70,000
- between 1 year and 5 years	1,970,000	2,090,000
	2,090,000	2,160,000

These requirements are expected to be fulfilled in the normal course of operations and may be varied from time to time subject to approval by the grantor of titles. The estimated expenditure represents potential expenditure which may be avoided by relinquishment of tenure. Exploration expenditure commitments beyond twelve months cannot be reliably determined.

## 20. AUDITORS' REMUNERATION

	2018	2017
	\$	\$
Auditing and reviewing financial reports	26,700	31,000
Non-audit services – tax compliance	4,500	-
	<u>31,200</u>	<u>31,000</u>

The auditor of the financial statements is RSM Australia Partners.

## 21. SEGMENT REPORTING

The Group has identified its operating segments based on the internal reports that are used by the Board (the chief operating decision makers) in assessing performance and in determining the allocation of resources.

The operating segments are identified by the Board based on the phase of operation within the mining industry. For management purposes, the Group has organised its operations into two reportable segments on the basis of stage of development as follows:

- development assets; and
- exploration and evaluation assets, which includes assets that are associated with the determination and assessment of the existence of commercial economic reserves.

The Board as a whole regularly reviews the identified segments in order to allocate resources to the segment and to assess its performance.

During the year ended 30 June 2018, the consolidated entity had no development assets. The Board considers that it has only operated in one segment, being mineral exploration within Australia.

The consolidated entity is domiciled in Australia. There was nil revenue from external customers in 2018 (2017: Nil). Segment revenues are allocated based on the country in which the customer is located.

## 22. SHARE BASED PAYMENTS

### 2018

No share based payments were made during the period.

### 2017

No share based payments were made during the period.

## 23. PARENT ENTITY DISCLOSURE

	2018 \$	2017 \$
Current assets	1,369,971	1,839,868
Non-current assets	857,387	701,594
<b>TOTAL ASSETS</b>	<b>2,227,358</b>	<b>2,541,462</b>
Current liabilities	108,225	(59,670)
<b>TOTAL LIABILITIES</b>	<b>108,225</b>	<b>(59,670)</b>
<b>NET ASSETS</b>	<b>2,119,133</b>	<b>2,481,792</b>
<b>EQUITY</b>		
Issued capital	12,746,247	12,746,247
Reserves	23,945	23,945
Accumulated losses	(10,651,059)	(10,288,400)
<b>TOTAL EQUITY</b>	<b>2,119,133</b>	<b>2,481,792</b>
<b>STATEMENT OF COMPREHENSIVE INCOME</b>		
Total Loss for the year	(364,497)	(659,888)
Total Comprehensive loss for the year	(364,497)	(659,888)

Greenvale Energy Limited does not as at 30 June 2018:

- have hold any deed of cross guarantee for the debts of its subsidiary company (2017: Nil);
- have commitments for the acquisition of property, plant and equipment (2017: Nil); and
- have contingent liabilities (2017: Nil).

## 24. SUBSEQUENT EVENTS

Since balance date, the following matters have arisen:

- the Company relinquished its interests the Alpha tenement in EPM 25795 in September 2018;
- 28,785,299 unlisted options in the Company with an exercise price of \$0.10 lapsed on 31 August 2018; and
- 3,100,000 unlisted options in the Company with an exercise price of \$0.08 lapsed on 31 August 2018.

Apart from the above, no matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years.

**DIRECTORS' DECLARATION**

The directors of the Company declare that:

- a) the financial statements and notes thereto are in accordance with the *Corporations Act 2001* and:
  - i. comply with Accounting Standards, which, as stated in accounting policy note 1 to the financial statements, constitutes explicit and unreserved compliance with International Financial Reporting Standards; and
  - ii. give a true and fair view of the financial position as at 30 June 2018 and of the performance for the year ended on that date of the Group;
- b) in the directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- c) the directors have been given the declarations required by s 295A of the *Corporations Act 2001*.

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

On behalf of the Directors:

A handwritten signature in black ink, appearing to read 'E. Khouri', with a long horizontal flourish extending to the right.

**Elias Khouri**  
**Director**

Sydney, 17<sup>th</sup> September 2018

**INDEPENDENT AUDITOR'S REPORT**

To the Members of Greenvale Energy Limited and  
its controlled subsidiaries

**Opinion**

We have audited the financial report of Greenvale Energy Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2018, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, 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 Group is in accordance with the Corporations Act 2001, including:

- (i) giving a true and fair view of the Group's financial position as at 30 June 2018 and of its financial performance for the year then ended; and
- (ii) 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 Group 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 confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

**Key Audit Matters**

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

Key Audit Matter	How our audit addressed this matter
<b>Carrying value of capitalised exploration and evaluation</b> Refer to Note 10 in the financial statements	
<p>As disclosed in note 10, the Group held capitalized exploration and evaluation expenditure of \$976,535 as at 30 June 2018 which represents a significant asset of the Group.</p> <p>The carrying value of exploration and evaluation assets is subjective based on Group's ability, and intention, to continue to explore the asset. The carrying value may also be impacted by the mineral reserves and resources may not be commercially viable for extraction. This creates a risk that the amounts stated in the financial statements may not be recoverable.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Considering the Group's right to explore in the relevant exploration area which included obtaining and assessing supporting documentation such as obtaining independent searches of the company's tenement holdings</li> <li>• Considering the Group's intention to carry out significant exploration and evaluation activity in the relevant exploration area which included an assessment of the Group's future cash flow forecasts and enquired of management and the Board of Directors as to the intentions and strategy of the Group</li> <li>• Assessing recent exploration activity in a given exploration license area to determine if there are any negative indicators that would suggest a potential impairment of the capitalized exploration and evaluation expenditure</li> <li>• Assessing the commercial viability of results relating to exploration and evaluation activities carried out in the relevant license area</li> <li>• Assessing the ability to finance any planned future exploration and evaluation activity.</li> </ul>

### Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2018, but does not include the financial report and the 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 Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

### **Auditor's Responsibilities for the Audit of the Financial Report**

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: [http://www.auasb.gov.au/auditors\\_responsibilities/ar2.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar2.pdf). This description forms part of our auditor's report.

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

#### *Opinion on the Remuneration Report*

We have audited the Remuneration Report included in pages 29 to 31 of the directors' report for the year ended 30 June 2018.

In our opinion, the Remuneration Report of Greenvale Energy Limited for the year ended 30 June 2018, complies with section 300A of the Corporations Act 2001.

#### *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.



**RSM Australia Partners**



**C J Hume**  
Partner

Sydney NSW  
18 September 2018

TENEMENT SCHEDULE

Tenement	Interest
Alpha (MDL 330)	99.99%
Madre North (EPM25795) Application <sup>(a)</sup>	99.99%
Madre South (EPM 25792)	99.99%

<sup>(a)</sup> This licence has been relinquished subsequent to 30 June 2018.

ADDITIONAL STATUTORY INFORMATION

Additional information included in accordance with the Listing Rules of the Australian Securities Exchange Limited. The information is current as at 14 September 2018.

**1. QUOTATION**

Listed securities in Greenvale Energy Limited are quoted on the Australian Securities Exchange under ASX code GRV (Fully Paid Ordinary Shares).

**2. VOTING RIGHTS**

The voting rights attaching to the Fully Paid Ordinary Shares of the Company are:

- (a) at a meeting of members or classes of members each member entitled to vote may vote in person or by proxy or by attorney; and
- (b) on a show of hands every person present who is a member has one vote, and on a poll every person present in person or by proxy or attorney has one vote for each ordinary share held.

**3. SUBSTANTIAL SHAREHOLDERS**

The names of the substantial shareholders listed on the Company's register as at 14 September 2018.

Mining Investments Limited  
PO Box 87, Byblos, Lebanon  
Holder of: 20,601,994 fully paid shares  
Notice received: 30 September 2014

OB Capital Limited  
Registered address is Suite 202, 2nd Floor Eden Plaza, Eden Island, Mahe, Seychelles  
Holder of: 9,242,180 fully paid shares  
Notice received: 7 March 2016

Allied Resources Holdings Limited  
Registered address is Suite 202, 2nd Floor Eden Plaza, Eden Island, Mahe, Seychelles  
Holder of: 9,242,180 fully paid shares  
Notice received: 7 March 2016

**4. DISTRIBUTION OF SHARE AND OPTION HOLDERS**

The voting rights attached to the Fully Paid Ordinary shares of the Company are:

**i) Fully Paid Ordinary Shares**

Shares Range	Holders	Units	%
1 to 1,000	149	63,473	33.11
1,001 to 5,000	80	192,682	17.78
5,001 to 10,000	40	354,209	8.89
10,001 to 100,000	115	4,419,775	25.56
100,001 and Over	66	88,325,218	14.66
<b>Total</b>	<b>450</b>	<b>93,355,357</b>	<b>100.00</b>

**ii) Options**

There are no options on issue as at the date of this report.

## 5. TWENTY LARGEST SHAREHOLDERS

The twenty largest shareholders as at 14 September 2018

1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	34,536,413	36.99
2	FOURWINDS NOMINEES PTY LIMITED	6,071,625	6.50
3	MINING INVESTMENTS LIMITED	5,601,994	6.00
4	FONT SF PTY LTD	4,916,868	5.27
5	BNP PARIBAS NOMINEES PTY LTD	4,134,728	4.43
6	TRAYBURN PTY LTD	2,180,402	2.34
7	GOTHA STREET CAPITAL PTY LTD	2,050,000	2.20
8	PERSHING AUSTRALIA NOMINEES PTY LTD	1,759,388	1.88
9	BOSS RESOURCES LIMITED	1,755,820	1.88
10	STONE COLD INDUSTRIES PTY LTD	1,644,003	1.76
11	1 PLUS 4 PTY LTD	1,600,000	1.71
12	SEADRAGON OFFSHORE LIMITED	1,500,823	1.61
13	KAFTA ENTERPRISES PTY LTD	1,156,057	1.24
14	MONARCH ASSET MANAGEMENT P/L	1,100,000	1.18
15	MR STEVEN GARY HIRST	1,037,901	1.11
16	MR WILLIAM MAY	954,037	1.02
17	IRIS SYDNEY HOLDINGS PTY LTD	923,754	0.99
18	WAYNE KING CORPORATION LIMITED	917,647	0.98
19	CITICORP NOMINEES PTY LIMITED	905,760	0.97
20	MR JEREMY TOBIAS	877,075	0.94
	<b>TOTAL</b>	<b>75,624,295</b>	<b>81.00%</b>