



ANNUAL REPORT 2013
ICON ENERGY LIMITED



OUR BUSINESS

Icon Energy Limited is an eastern Australian oil and gas exploration company. The company has a diverse portfolio of prime acreage in the Cooper/Eromanga, Surat and Gippsland Basins.

MISSION STATEMENT

Icon Energy is committed to exploring, developing and producing leading energy solutions accomplished through sustainable practices and growth through innovation.

VISION

Our vision is to become established as a world-class gas and oil producer with a firm commitment to safety, the community and the environment.

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NOTICE OF ANNUAL GENERAL MEETING

Icon Energy Limited 2013 Annual General Meeting
Monday 25 November at 11am

Southport Yacht Club, MacArthur Parade, Main Beach, Gold Coast. QLD

Competent Persons Statement

This report contains information on Icon's contingent resources that has been compiled by Mr Martin Berry who is a full-time employee of Icon Energy Limited, is qualified in accordance with ASX listing rule 5.11, and has consented to the inclusion of this information in the form and context in which it appears.



Signing of agreement to transfer part of Beach Energy's interests in ATP 855 and PEL 218 to Chevron Australia
(Pictured from Left to Right: Ray James MD - Icon Energy, Roy Krzywosinski MD - Chevron Australia, Reg Nelson MD - Beach Energy)

2012 - 2013 PERFORMANCE

ICON ENERGY UNCONVENTIONAL GAS RESOURCES

Year	1C 318 Bcf	2C 629 Bcf	3C 1.115 Tcf
2013			
2012	Estimated Resource Only		
2011	Estimated Resource Only		

ICON ENERGY PROFIT AFTER TAX AS AT 30 JUNE 2013

2013	\$3,720,392
2012	(\$4,618,666)
2011	(\$6,000,512)

ICON ENERGY MARKET CAPITALISATION AS AT 30 JUNE 2013

2013	\$77,341,725
2012	\$84,474,251
2011	\$65,702,195

ICON ENERGY METRES OF EXPLORATION WELLS DRILLED

2013	16,700 metres
2012	4,500 metres
2011	3,552 metres

CHAIRMAN'S AND MANAGING DIRECTOR'S REVIEW

Dear Shareholder,

We are pleased to report that 2012-2013 was a very successful year for the Company underscored by a number of corporate and operational achievements that we believe will lay the foundation for an active value adding exploration program moving into the future.

Icon's flagship asset is its interest in ATP 855 in the Cooper Basin. During the year the ATP 855 joint venture drilled, fracture stimulated and flow tested its first exploration well, Halifax-1, in ATP 855. Icon believes the results from Halifax-1 and two other wells drilled in ATP 855 are very encouraging and have confirmed that the basin-centred and shale gas potential within the Nappamerri Trough extends into ATP 855 in south west Queensland. The potential of ATP 855 was further confirmed by the significant gas shows recorded from the Halifax-1, Hervey-1 and Keppel-1 wells and Icon's first booking of contingent resource in the area surrounding Halifax-1.

Early in 2013, Chevron Australia farmed into ATP 855 with Beach Energy assigning up to 60% of its interest in ATP 855 and PEL 218 to Chevron over two stages. The joint venture will benefit from Chevron's experience and expertise in shale gas and basin-centred tight gas exploration and development.

One of the significant challenges for listed exploration companies in the current economic environment is to source sufficient capital to fund a productive exploration program. In late 2012 Icon Energy undertook a successful fundraising campaign raising a total of \$14.1 million through a corporate share placement and a Share Purchase Plan. In June 2013, Icon Energy farmed down its interest in ATP 855 by 4.9% to Beach for US\$18 million. Capital raised from these initiatives will be used to fund an accelerated exploration program in ATP 855. The total raised was approximately A\$34 million.

At the end of the 2013 financial year, the Company recorded a profit of \$3,720,392 after tax. The Company is in a strong financial position and is well placed to take advantage of exploration opportunities that present themselves in 2013-2014.

OPERATIONAL STRATEGY

The most significant change in Icon Energy's operational strategy during the year has been the re-evaluation, restructuring and prioritisation of its operations. For an exploration company of Icon Energy's size, there is a need for exploration strategy and capital allocation to be focussed on the most commercially viable projects while maintaining a portfolio of alternative project options for future development.

Icon Energy's interest in ATP 855 is the largest asset in the Company's portfolio and exploration results to date have been encouraging. The Company is committed to continue exploration and meet its exploration permit



Stephen Bary and Ray James

obligations in ATP 855 that will result in the drilling, fracture stimulation and flow testing of at least another three wells by October 2014.

The Company's other major assets include interests in ATP 626 in the Surat Basin and PEPs 170, 172 and 173 in the Gippsland Basin in Victoria. During the year the ATP 626 joint venture conducted a review of the potential of the tenement. The Company is using the review findings to formulate a strategy for further evaluation of the permit. In Victoria the Company has secured its interest in PEPs 172 and 173 by completing the negotiation of an Indigenous Land Use Agreement (**ILUA**) with the Gunaikurnai People. The Company has also reviewed the prospectivity of its other exploration tenements which led to the divesting of its interest in ATP 849 in the Surat Basin.

STRATEGIC MANAGEMENT

Icon Energy's growth strategy is based on a simple objective. Build shareholder wealth through successful exploration and development of our oil and gas resources. Our main objective in 2012-2013 was to secure the necessary finances to fund our exploration program and work closely with our joint venture partners to implement the program in a way that would maximise the value from our investment. We were pleased that we were able to raise approximately \$34 million in a difficult financial market.

In recognition of the highly prospective nature of tenement ATP 855 and the value added by the joint venture parties, Beach Energy and Icon were able to achieve record prices for the sale of part of their interests in the tenement during the year when compared to prior sales of shale gas interests. Icon's sale of 4.9% of its interest in ATP 855 was necessary in order to be able to fund the ongoing development of the tenement.

OPERATION HIGHLIGHTS

Cooper Basin (Nappamerri Trough Natural Gas)

The ATP 855 joint venture commenced drilling the Halifax-1 vertical exploration well in early August 2012. Halifax-1 was the first well to be drilled in ATP 855 as part of a drilling program designed to evaluate the continuation of the unconventional shale gas and basin-

centred gas potential of the Nappamerri Trough into south west Queensland.

Gas shows over an interval in excess of 1,300 metres were encountered throughout the Roseneath, Epsilon and Murteree (**REM**) and Patchawarra Formations with very thick horizons including 460 metres of the Roseneath, Epsilon and Murteree REM section and 490 metres of the Patchawarra Formation at total depth. All these horizons appeared to be over-pressured throughout.

In late December 2012, the Joint Venture began a 14 stage hydraulic stimulation of the Halifax-1 well including seven stages in the Toolachee, Daralingie and REM Formations and seven stages in the Patchawarra Formation. Halifax-1 was then flow tested over a six month period recording a peak gas flow rate of 4.5 MMscf/d on a 48/64" choke for a short period and a maximum daily rate of 3.7 MMscf/d on 96/64" choke.

Over the six month flow test period from February 2013, Halifax-1 produced 243 MMscf of gas. A Notice of Petroleum Discovery was lodged with the Department of Natural Resources and Mines (**DNRM**). In late August Halifax-1 was shut in and the well is currently on long term pressure build-up.

Beach Energy, in its capacity as Operator of the ATP 855 joint venture, recently engaged a petroleum resource evaluation consultant to undertake a report on Contingent Resources in the area around the Halifax-1 well. The assessment reported 318 Bcf of 1C, 629 Bcf of 2C and 1.115 Tcf of 3C gross contingent resource.

The results from the Halifax-1 well encouraged the joint venture to continue the exploration program and the Company announced that five additional wells will be drilled in ATP 855 prior to October 2014 to meet the exploration permit obligations.

The first of the additional wells, Hervey-1 was spudded on 26 May 2013 and was located 30 km east of Halifax-1. Hervey-1 encountered significant gas shows throughout the Permian section which was very encouraging and the thickest Patchawarra Formation segment intersected to date of over 800 metres. Hervey-1 is expected to be hydraulically stimulated in early 2014.

The second additional vertical well Keppel-1, located 25 km north east of Halifax-1, was spudded on 3 June 2013. Significant gas influx was experienced from the over-pressured Epsilon Formation at a depth of 3,898 metres and the Operator suspended the well making it available for re-entry. On 20 August 2013 the Operator lodged a Notice of Petroleum Discovery with the DNRM.

Geoffrey-1 is the next well proposed in the drilling program with a spud date scheduled in October 2013. The Geoffrey-1 well is located 36 km north-east of Hervey-1 and will be a vertical well drilled to a target depth of 4,266 metres. The drilling activity in ATP 855 to date has confirmed the continuation of the basin-centred gas play across the tenement and shows that the Nappamerri Trough is a prospective shale and tight gas province.

Surat Basin

Following the drilling of Eolus-1 and Windom-1 wells in ATP 626, Icon and joint venture partner Goondi Energy engaged

AWT International to evaluate the potential of the tenement using results from all exploration wells drilled in and around the tenement as well as 2D seismic data. In accordance with best environmental safety practices, Icon Energy initiated a plug and abandonment and rehabilitation program of old exploration wells that would not be utilised in the future development of the permit. On 3 July 2013, Icon Energy acquired the equity interest of Goondi Energy in ATP 626. Icon Energy is committed to the ongoing development of ATP 626 and is in the process of formulating a strategy for further evaluation of the permit.

Gippsland Basin

In 2012 the Victorian Government introduced a moratorium on fracture stimulation of unconventional gas wells in Victoria. Prior to the introduction of the moratorium the Company was in the process of securing approval to carry out 400 km of 2D seismic acquisition and drill two exploration wells on PEP 170. Following the announcement the Company decided not to progress its exploration program in Victoria until the moratorium has been lifted. In August 2013 the Company successfully concluded negotiations with the Gunaikurnai People for an ILUA covering areas subject to native title in PEPs 170, 172 and 173. PEPs 172 and 173 had been awarded to Icon Energy subject to the successful completion of an ILUA. The Company looks forward to working closely with our stakeholders in the future development of these tenements for the mutual benefit of all parties.

GOVERNANCE

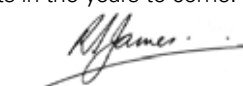
We are very pleased to report that the Company has maintained its excellent record for safe and environmentally responsible operations with no incidents or accidents occurring during the year. Icon Energy's OHS&E strategy focuses on competent employees, ongoing training and vigorous contractor management to ensure that Company personnel operate safely and with respect and integrity at all times.

The Board works closely with management to ensure the Company has the right frameworks, policies and controls in place to create an environment that motivates executives and staff to outperform but does so in a structured and responsible manner. During the year the Board approved a number of key governance initiatives including the rollout of a new executive and staff performance incentive plan, risk management framework and a comprehensive update of Company policies.

Icon Energy has had an outstanding year in 2012-2013 and it would be remiss of us not to acknowledge the significant contributions made by the members of the Board, the management team and most importantly our employees. We would also like to thank our shareholders for their support and patience over recent years. Your Directors believe that the results in 2012-2013 will set the foundation for even better results in the years to come.



S M Barry
Chairman



R S James
Managing Director

REVIEW OF OPERATIONS

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Fracture Stimulation well head equipment

In the 2012-2013 financial year the Company focused its efforts on the ATP 855 exploration program while continuing its efforts in ATP 626 in the Surat Basin and developing its Gippsland Basin portfolio with the negotiation of an Indigenous Land Use Agreement covering PEP 170, PEP 172 and PEP 173.

The results of the 2012-2013 exploration program in the Cooper Basin are very encouraging and have confirmed that the basin-centred and shale gas potential within the Nappamerri Trough extends into ATP 855 in south west Queensland.

ATP 855 COOPER BASIN, QUEENSLAND

Icon Energy, in conjunction with joint venture partners Beach Energy (Operator) and Chevron Australia, have progressed an ongoing exploration program in ATP 855, with completion of the drilling of the Halifax-1 well and a further two wells, Hervey-1 and Keppel-1 during the financial year. In addition, a fracture stimulation program was carried out on Halifax-1, which was followed by an extended post-stimulation flow test. Data from the 423 km Gallus 2D seismic survey, which was completed in April 2012, was processed by the fourth quarter 2012 and subsequently interpreted to provide a more detailed structural picture of the sub-surface to assist with well placements in ATP 855.

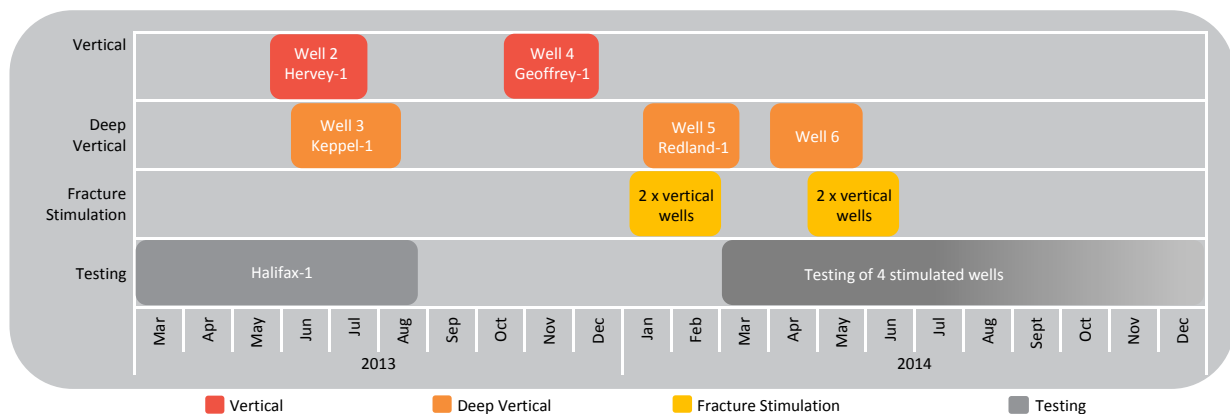
The Halifax-1 vertical exploration well was the first well to be drilled in ATP 855 (414,000 acres) as part of a drilling program designed to evaluate the continuation of the unconventional shale gas and basin-centred gas potential of the Nappamerri Trough within the Roseneath, Epsilon and Murteree (**REM**) and Patchawarra Formations. The well, located in the south west of the permit, was spudded on 4 August 2012 and reached a total depth of 4,267 metres in the Patchawarra Formation on 16 October 2012. A Drill Stem Test was conducted over a sandstone in the Callamurra Member immediately above the Toolachee Formation which revealed good gas shows on penetration. The test flowed gas to surface at a rate of 0.2 MMscf/d (unstimulated).

Gas shows over an interval in excess of 1,300 metres were encountered throughout the REM and Patchawarra Formations and cores were taken in the Epsilon and Patchawarra for further analysis. The well encountered very thick horizons with 460 metres of the REM section and 490 metres of the Patchawarra Formation at total depth. All these horizons appeared to be over-pressured throughout.

On 22 December 2012 the joint venture conducted a hydraulic stimulation program at Halifax-1. A total of 14 hydraulic stimulation stages were carried out across all the gas zones from 2,670 metres to 4,267 metres. This included one stage in each of the Toolachee and Daralingie Formations, two stages in each of the Roseneath and Epsilon Formations, one stage in the Murteree Formation and seven stages in the Patchawarra Formation.

In February 2013, Halifax-1 was initially flowed back at a comingled gas flow rate exceeding 2.0 MMscf/d on a 24/64" choke from all zones. A maximum peak gas flow rate was recorded for a short period at 4.5 MMscf/d, on a 48/64" choke and a maximum rate for a 24 hour period of 3.7 MMscf/d on a 96/64" choke.

On 11 February 2013 Halifax-1 was put on extended flow test for six months and on 18 February 2013 a Notice of Petroleum Discovery was lodged with the Department of Natural Resources and Mines (**DNRM**). Halifax-1 was flowing gas at a rate of 0.6 MMscf/d when the well was shut in on 25 August 2013 after flowing for 188 days in which time it produced a total of 243 MMscf of gas. The well is currently on long term pressure build-up.



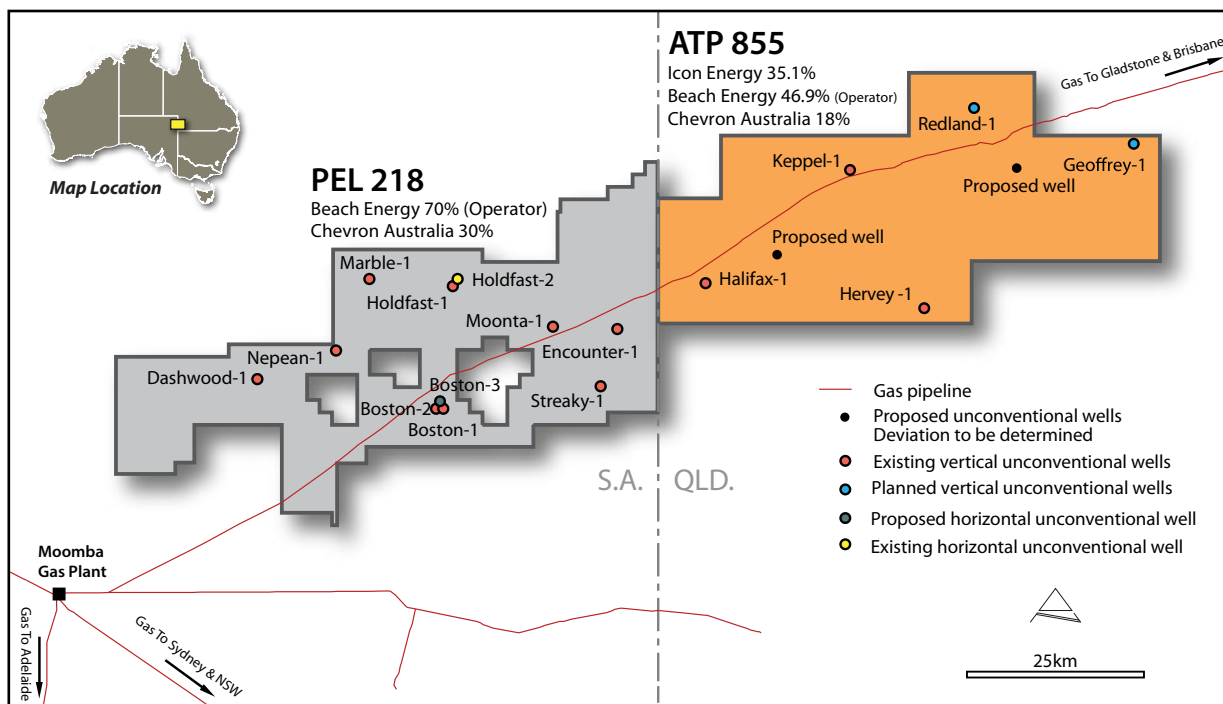
2013-2014 ATP 855 Exploration Timeline¹

Beach Energy, in its capacity as Operator of the ATP 855 joint venture, recently engaged an experienced international petroleum resource evaluation consultant to undertake an assessment of the Contingent Resources estimated in the areas around the Halifax-1 well. The report prepared by the consultants in respect of the estimated Contingent Resources attributable to the Halifax-1 well has been disclosed by Beach Energy to Icon Energy, and the estimated Contingent Resources are as follows:

Gross Contingent Resources ²		
1C (Bcf)	2C (Bcf)	3C (Bcf)
318	629	1,115

¹ Future wells subject to JV and Regulatory approvals.

² Contingent resources are those quantities of wet gas (produced gas minus carbon dioxide) that are potentially recoverable from known accumulations but which are not considered to be commercially recoverable due to the need for additional delineation drilling, further validation of deliverability and Original Hydrocarbon in Place (**OHIP**), and confirmation of prices and development costs. This is based on a statistical aggregation method using Monte Carlo simulation estimates for each formation.



Map showing the location of ATP 855 and the current well locations

The Contingent Resource estimate was evaluated in accordance with the Petroleum Resources Management System (**PRMS**) (March 2007).

The consultant utilised core, log and flow test data from the target intervals in the Halifax-1 well to determine whether a significant quantity of potentially moveable hydrocarbons had been penetrated, which is a key requirement for a discovery under PRMS. The results of this work showed that in the Halifax-1 well, the Roseneath, Epsilon, Murteree, Toolachee, Daralingie and Patchawarra intervals all passed the discovery test.

Exploration activity continued in ATP 855 with the spudding of two additional wells, Hervey-1 and Keppel-1, during the 2012–2013 financial year.

Hervey-1, a vertical exploration well located 30 km east of Halifax-1, spudded on 26 May 2013. The well reached a total depth of 4,269 metres on 16 July 2013 after encountering gas shows throughout the Permian section. The thickness of the Patchawarra Formation at total depth was greater than 800 metres. Evaluation of the results of Hervey-1 continues in preparation for a hydraulic stimulation program, which is anticipated to begin in early 2014, followed by an extended production test (subject to joint venture approval).

Keppel-1, a vertical exploration well located 25 km north east of Halifax-1, spudded on 3 June 2013. The map on the following page shows the Keppel-1 well located in the deepest section (**depocentre**) of ATP 855 and was scheduled to be drilled to a depth of approximately 4,890 metres. However, while Keppel-1 was drilling through the Permian target formations, it encountered strong gas influx from the over-pressured Epsilon Formation at a depth of 3,898 metres. The Operator, Beach Energy Limited, utilised best practice well control methodology to secure the well, which is currently suspended and available for re-entry. On 20 August 2013 the Operator lodged a Notice of Petroleum Discovery with the DNRM. The significant gas encountered in Keppel-1 confirms the continuation of the basin-centred gas play into ATP 855 in south west Queensland.

Exploration activity in ATP 855 will continue throughout the coming year with additional wells to be drilled, hydraulic stimulations to be carried out and flow testing of these over-pressured, gas-saturated tight sand and shale formations within the Permian section of the Nappamerri Trough.

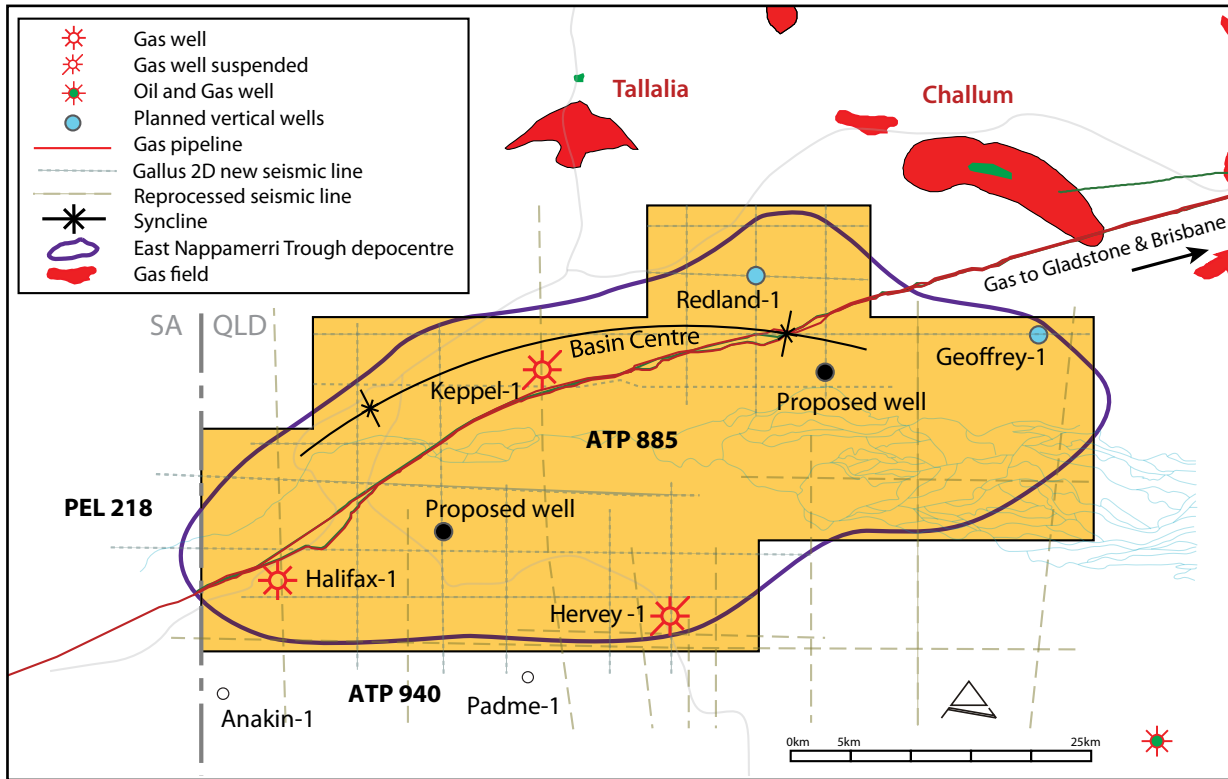
The fourth well to be drilled in the current exploration program will be Geoffrey-1, located 36 km north east of Hervey-1. The well is planned to reach a depth of approximately 4,266 metres subject to a joint venture approval, and will evaluate the basin-centred gas potential of the eastern side of the permit. The well is anticipated to spud in October 2013.

On 25 February 2013, Chevron Australia farmed into Beach Energy Limited's interest in PEL 218 and ATP 855. Initially, Icon Energy retained its 40% interest in ATP 855 and was granted a Put Option by Beach Energy, exercisable by Icon up to 30 June 2013, where Icon could require Beach to acquire a 4.9% interest in ATP 855 from Icon on payment by Beach Energy of US\$18 million.

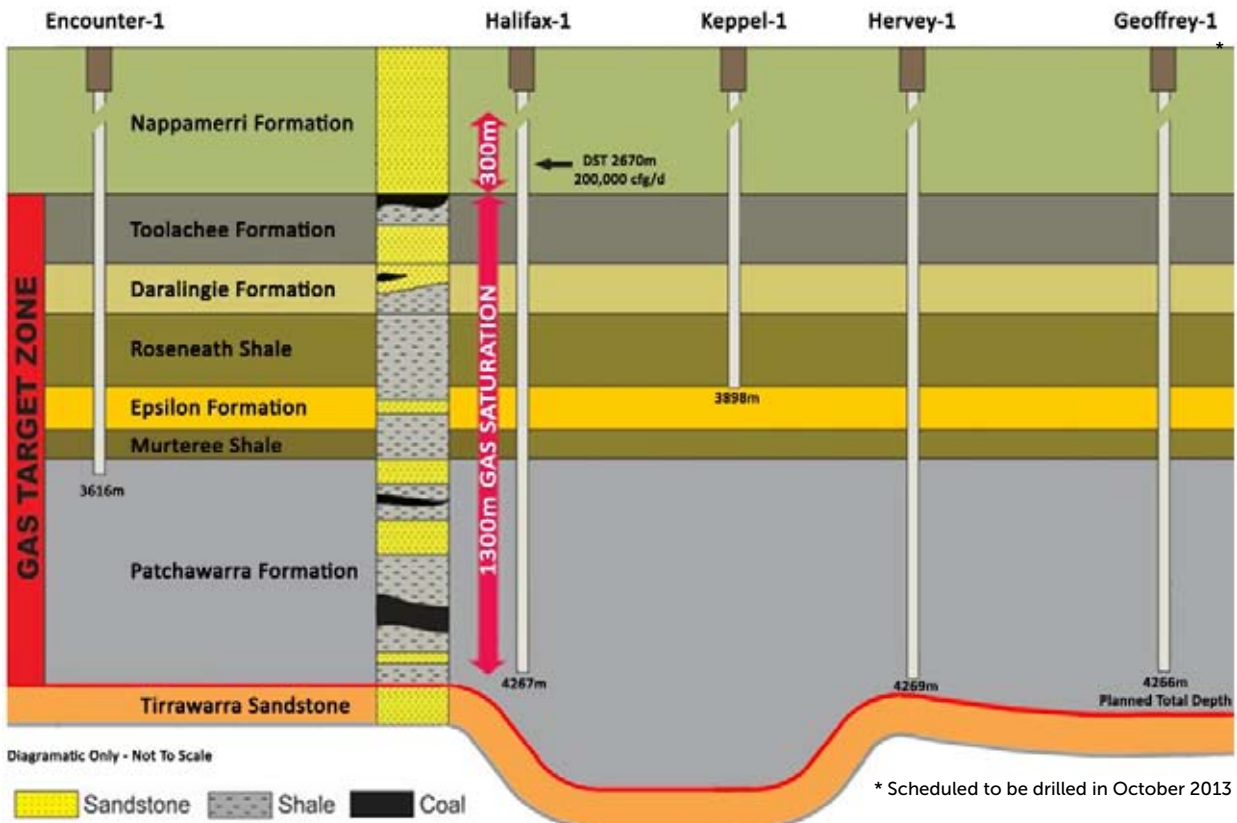
On 25 June 2013, Icon transferred a 4.9% interest in ATP 855 to Beach Energy on payment by Beach of US\$18 million. As a consequence of the transfer Icon's interest in ATP 855 reduced from 40% to 35.1%. Interests in ATP 855 are

currently as follows: Icon Energy Limited 35.1%; Beach Energy Limited (Operator) 46.9% and Chevron Australia Exploration 1 Pty Ltd 18%.

The independent United States Energy Information Administration's World Shale Gas Resources Report (The 2011 EIA Report) on the "Initial Assessment of 14 Regions outside the United States" placed the shale gas resource potential in the Cooper Basin as a whole at 342 TCF of gas, with the recoverable equivalent at some 85 TCF.



Map showing ATP 855, the current and proposed wells and the east Nappamerri Trough depocentre, the deepest part of the sedimentary basin in Queensland



Cross section schematic showing the position of the wells relative to the formations penetrated within the Basin-Centred gas play

ATP 626 SURAT BASIN, QUEENSLAND

In October 2012, Icon Energy engaged AWT International (**AWT**) to undertake a Reservoir Feasibility Study to review the potential of both unconventional (Coal Seam Gas and Shale Gas) and conventional hydrocarbon prospectivity within ATP 626 in the Surat Basin in Queensland. The study incorporated the results and data from all exploration wells drilled within the tenement and in the immediate surrounding area, as well as the 2D seismic data and subsequent interpretation, which was conducted by Terrex in 2009.

Findings from the AWT study are being reviewed as part of a wider evaluation of ATP 626 in order to determine the best way forward for the future development of the tenement.

In accordance with best environmental safety practices, Icon Energy initiated a plug and abandonment (**P&A**) and rehabilitation program of old exploration wells in ATP 626 that would not be utilized in the future development of the permit. Initially, 13 wells were P&A'd; these were Lucy-1, Henry-1, Dominic-1, Jack-1, North Maroon-1, Windom-1 and Lydia-1, 5, 7, 10, 11, 12 and 13. The final rehabilitation work on these wells was completed in the fourth quarter 2012.

At the time of preparation of this report, a second phase of plug and abandonment and subsequent rehabilitation was in progress. This involves the P&A of nine wells, these are: Lydia Pilot-2, 3 and 4, Lydia-6, 8 and 9, Lorena-1, Natasha-1 and Tommy-1. Once the P&A program has been completed the well sites will be completely rehabilitated. One further well, Tingan-2, requires rehabilitation only. It is anticipated that the rehabilitation

work will be completed by November 2013, after which the Lydia water storage pond will also be rehabilitated.

The remaining wells in the tenement will then be Eolus-1, Mindagabie-1 and Stitch-1. These will remain suspended until a forward program of work for ATP 626 has been established.

On 3 July 2013, Icon Energy acquired the legal and equity interest of Goondi Energy (**Goondi**), a wholly owned subsidiary of Stanwell Corporation Ltd, in ATP 626. Icon Energy now holds 100% of the interest in ATP 626. Goondi exercised its right to exit the joint venture and has entered into an agreement with Icon Energy, which provides for the transfer of all of Goondi's interests in the Joint Venture to Icon Energy.

Icon Energy is committed to the ongoing development of ATP 626 and is currently examining options for further development of the permit.



Rehabilitation Program underway in ATP 626

PEP 170 GIPPSLAND BASIN, VICTORIA

The onshore Gippsland region is prospective for petroleum and gas in the reservoirs of the Top Latrobe Formations and the Strzelecki Group.

Demand for natural gas is expected to grow in the long-term because of its environmental benefits and lower greenhouse gas emissions when used as a fuel in power generation.

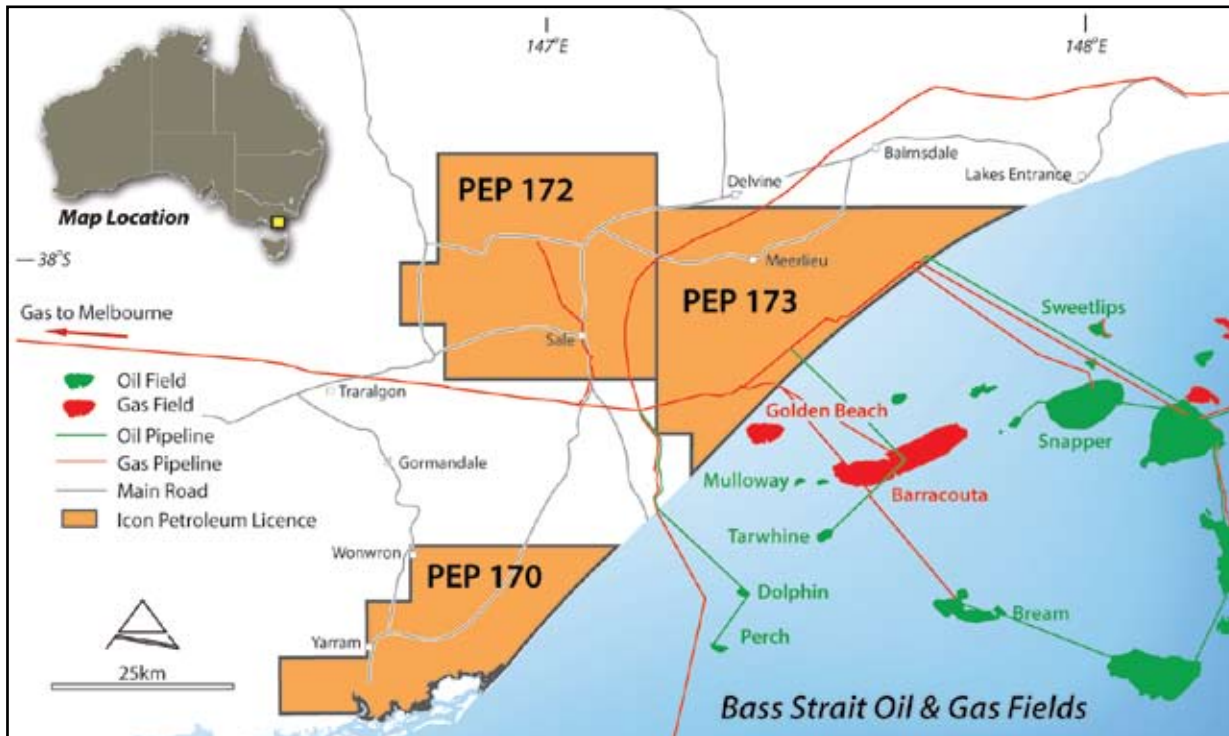
Icon Energy's planned drilling program for the Tiger West-1 and Dragon-1 gas prospects in PEP 170 are well advanced with landholders' approval in place, subject to final Department of State Development Business and Innovation (**DSDBI**) approval of the Drilling Operations Plan and Environmental Management Plan.

The two wells, Tiger West-1 and Dragon-1 in PEP 170, are expected to be drilled to approximately 2,200 metres with each well primarily targeting the Strzelecki Formation.

The planned Murray Seismic Program will consist of 46 lines totalling approximately 400 km and is well advanced in planning and awaiting final approval of the Seismic Operations Plan by the DSDBI. The seismic lines are predominantly positioned on sealed roads. However, a small number of the lines, totalling approximately 28 km, will cross freehold land and the landholders have agreed to grant Icon Energy access pending confirmation of the commencement date and the approval of the Seismic Environmental Management Plan.

To maximise the potential of PEP 170, Icon Energy elected to include all crown land in PEP 170, PEP 172 and PEP 173 in the Indigenous Land Use Agreement (**ILUA**) negotiated with the Gunaikurnai Land and Waters Aboriginal Corporation Registered Native Title Body Corporate. These negotiations were successfully completed in early August and recognised that the PEP 170 work program has been deferred by Icon Energy until the Moratorium on Hydraulic Stimulation has been lifted in Victoria.

PEP 170 covers 808 square km in the onshore Gippsland Basin in Victoria.



Map showing the location of PEP 170, PEP 172 and PEP 173 in the Gippsland Basin in Victoria

PEP 172 AND PEP 173 GIPPSLAND BASIN, VICTORIA

The Victorian DSDBI offered to grant Icon Energy PEP 172 in August 2011 and PEP 173 in December 2011, subject to satisfying the future act provisions of Part 2, Division 3 of the *Native Title Act* 1993 within two years.

In May 2012, a Section 29 Notice was published in national newspapers regarding small parcels of land in PEPs 172 and 173. The notification period closed in August with no registered native title claim over these parcels.

In accordance with the conditions of grant for PEPs 172 and 173, Icon Energy was required to complete an ILUA with the Gunaikurnai Land and Waters Aboriginal Corporation Registered Native Title Body Corporate by mid-August 2013. The ILUA for PEPs 172, 173 and 170 was executed on 9 August 2013 and is now in the process of being registered with the National Native Title Tribunal, which is expected to take several months.

PEPs 172 and 173 cover an area of 1,312 square kms and 1,220 square kms respectively in the Gippsland Basin in Victoria and is prospective for natural gas.

Government Moratorium on Hydraulic Fracturing in Victoria

On 24 August 2012, the Victorian Government released an announcement entitled "Reforms to strengthen Victoria's Coal Seam Gas regulation and protect communities"

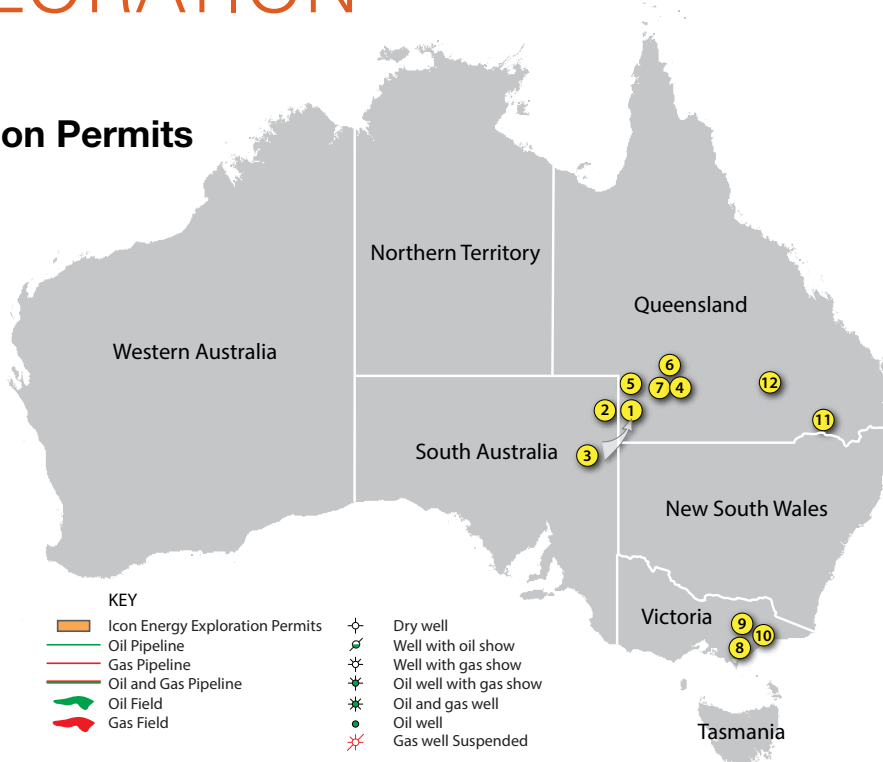
The Victorian Government reforms include a suspension on the use of hydraulic fracturing in coal seam and other unconventional gas exploration projects in Victoria and Icon Energy has deferred its exploration program in Victoria until the suspension has been lifted.



Management Review for PEP 170

EXPLORATION

Exploration Permits



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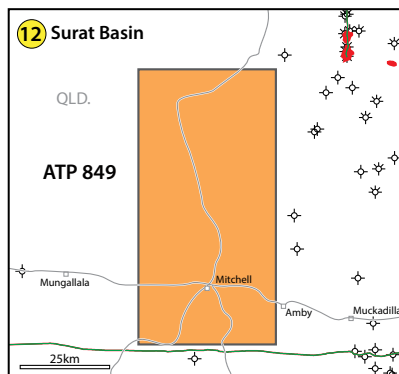
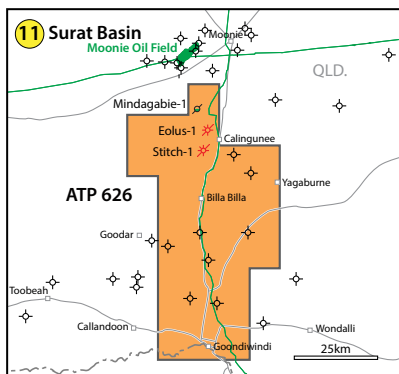
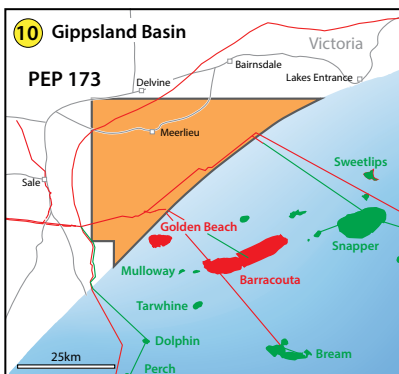
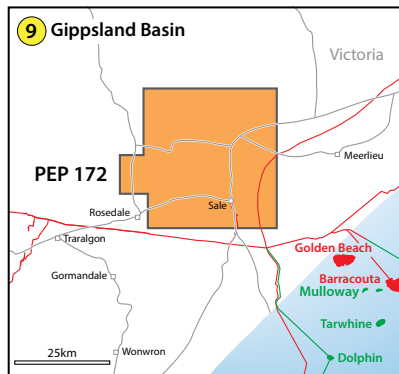
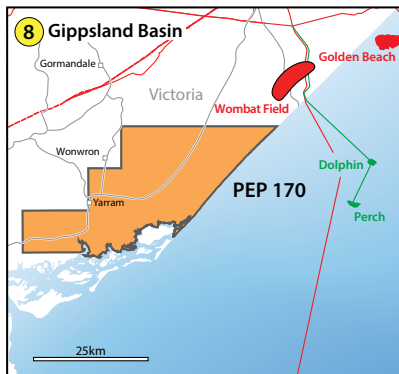
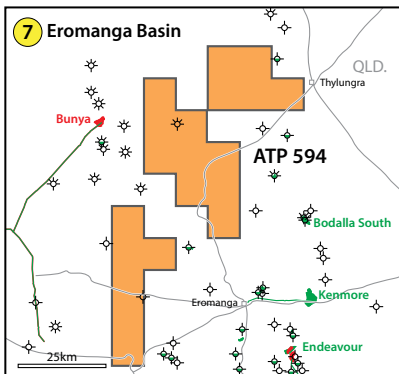
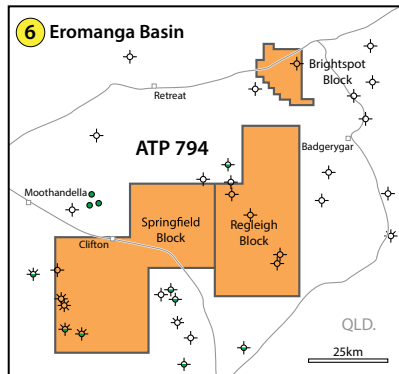
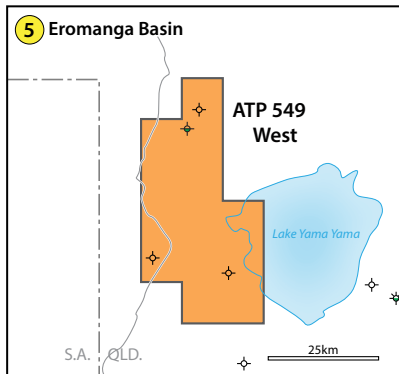
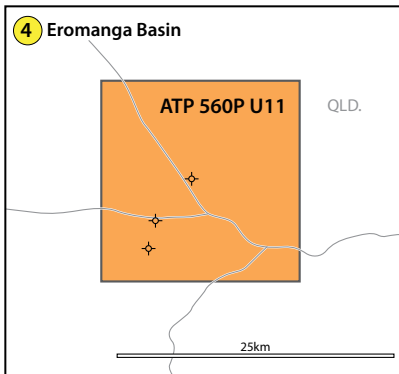
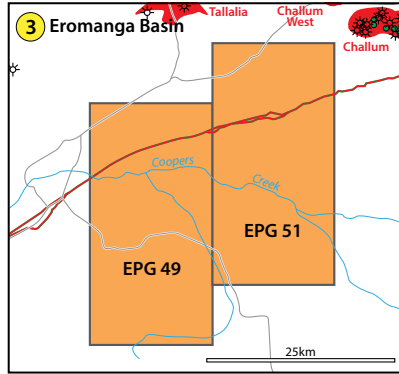
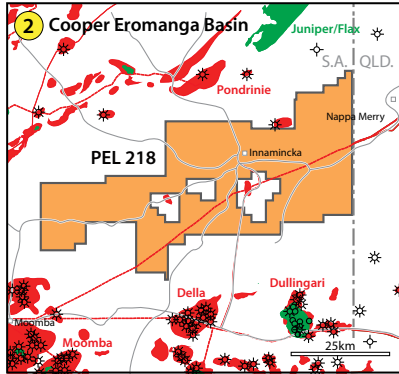
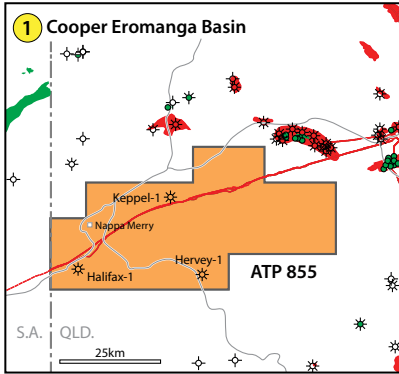
Icon Energy Limited Acreage Portfolio

Ref	Basin / Area	Permit / Area	Tenement Area	Permit Interest	Operator	Prospect Type
1	Cooper Basin, Nappamerri Trough	ATP 855	1,674 sqkm	35.1%	Beach Energy	Shale Gas Coal Seam Gas Oil
2	Cooper Basin Nappamerri Trough	PEL 218*	1,602sqkm*	33.33%	Beach Energy	Shale Gas Coal Seam Gas Oil
3	Cooper Basin Nappamerri Trough	EPG 49	200 sqkm	100%	Icon Energy	Geothermal
3	Cooper Basin Nappamerri Trough	EPG 51	200 sqkm	100%	Icon Energy	Geothermal
4	Cooper Basin	ATP 560 UEleven	307 sqkm	50.5%	Icon Energy	Oil Gas
5	Eromanga Basin	ATP 549 West	3,681 sqkm	33.33%	Drillsearch	Natural Gas Oil
6	Eromanga Basin	ATP 794 Brightspot Block Regleigh Block Springfied Block	5,315 sqkm	75% 60% 60%	Icon Energy Icon Energy Icon Energy	Coal Seam Gas Shale gas Oil
7	Eromanga Basin	ATP 594	1,538 sqkm	50%	Icon Energy	Natural Gas Coal Seam Gas Oil
8	Gippsland Basin	PEP 170	808 sqkm	100%	Icon Energy	Natural Gas Oil
9	Gippsland Basin	PEP 172**	1,312 sqkm**	100%	Icon Energy	Natural Gas
10	Gippsland Basin	PEP 173**	1,220 sqkm**	100%	Icon Energy	Natural Gas
11	Surat Basin	ATP 626	2,224 sqkm	100%	Icon Energy	Coal Seam Gas Shale Gas Oil
12	Surat Basin	ATP 849	3,854 sqkm***	80%	Icon Energy	Coal Seam Gas

* Icon Energy's interest in the Post Permian section only.

** Grant of permit subject to the registration of the executed Indigenous Land Use Agreement with the National Native Title Tribunal.

*** Voluntarily surrendered to Department Natural Resources and Mines on 31 August 2013 following geological review of Surat Basin data gathered by Icon from 2008 to 2013.



SUSTAINABILITY REPORT

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Sorghum Field

At Icon Energy, we believe that sustainability is about working safely, effectively and harmoniously with the community and the environment today, tomorrow and for generations to come. We ensure that we work efficiently to minimise our impact on the environment and that we improve the quality of life in the communities in which we operate. We take the time to plan, assess, monitor and rehabilitate our projects responsibly. We respect the environment and acknowledge that our due diligence will foster ecosystems, maintain species and honour the livelihood of the people we work with and the wider community.

Icon Energy is proud to report that we have continued our incident free record.

>> zero lost time injuries

>> zero environmental incidents.

SAFETY A TOP PRIORITY

The health, safety and wellbeing of our people and our contractors is our priority.

Icon Energy is committed to having an incident free work place and we continually monitor our safety performance.

As our operational activities increase throughout Australia, so does the number of hours worked by Icon staff and our contractors. Icon Energy is pleased that its strong focus on contractor management, contractor pre-qualification process, bridging documentation protocols and training has contributed to no safety incidents being recorded in the 2011 to 2013 financial years.

We would like to thank all the people and businesses associated with Icon Energy including our contractors, partners and employees for their contribution in maintaining our excellent safety record.

RESPECTING OUR ENVIRONMENT

At Icon Energy we manage and continually access our integrated environmental and safety systems to ensure that we achieve the smallest footprint with the best environmental outcomes.

Our business activities are planned and conducted to minimise adverse effects on the natural environment and social surroundings for the benefit of current and future generations.

Icon Energy will achieve our environmental commitment through the following approach:

1. Compliance with all relevant laws and regulations, and by applying responsible standards where laws and corporate policies do not exist;
2. Minimising pollution and the cumulative environmental impact of our activities at a local, regional and global level;
3. Supporting research to improve our understanding of the environment and using sound science as the basis for our environmental decisions;
4. Open and transparent reporting on our environmental performance;
5. Learning from our past performance to continuously improve our processes, work practices and behaviours and sharing the lessons learned with others;
6. Encouraging community consultation and engagement;
7. Awareness and accountability for our individual contribution to environmental performance;
8. Environmental performance measures incorporated into appraisals of employees and contractors;
9. Requiring that companies providing contract services to Icon Energy manage their environmental

performance in line with Icon Energy's policies;

10. Leadership and stewardship of effective and sustainable environmental performance.

In accordance with best environmental and safety practices, Icon Energy initiated a plug and abandonment (**P&A**) and rehabilitation program for old exploration wells that will not be utilised in the future development of the ATP 626 permit. Initially, 13 wells were P&Ad and currently a second phase of plug and abandonment and subsequent rehabilitation is in progress involving the P&A of nine wells in the permit.

In Gippsland Victoria, Icon Energy engaged local environmental specialists, Coffey Environments to complete two Environment Management Plans (**EMP**) for Icon Energy's drilling program and a separate EMP for the 2D 400 km Murray Seismic Survey. The Department of State Development, Business & Innovation (**DSDBI**) has conducted comprehensive reviews of these EMPs and operational activity will only proceed with DSDBI and ministerial approval.

BENEFITING OUR COMMUNITY

Icon Energy's community engagement is focused on maintaining long-term, collaborative and trusting relationships amongst the communities in which we operate. At all stages of each project, we at Icon Energy promote clear, accessible and transparent lines of communication to key stakeholders.

From the commencement to the completion of each project, Icon Energy proactively engages with local landholders, traditional owners, local and state governments, and the wider community.

BUILDING WORKING RELATIONSHIPS WITH OUR INDIGENOUS PEOPLE

Icon Energy has Native Title, Cultural Heritage and Indigenous Land Use Agreements with traditional owners in Queensland, South Australia and Victoria. We ensure that traditional owners of this land are consulted and their needs considered prior to the conduct of any activities in areas in which we operate.

In the 2012-2013 year, Icon Energy, the Gunaikurnai Land and Waters Aboriginal Corporation Registered Native Title Body Corporate (**GWaLAC**) and Native Title Services Victoria negotiated an Indigenous Land Use Agreement (**ILUA**) for the Company's permits in Gippsland Victoria. A relationship was built on a mutual understanding of the Company's projects along with an understanding of the GWaLAC's resources and requirements, allowing an agreement to be developed that was tailored to reflect the changing needs of both parties over the long term.

In early August 2013, Icon Energy, the Gunaikurnai Board and Elders were pleased to sign the Gunaikurnai traditional owners first onshore exploration petroleum ILUA over GWaLAC determined land.

CORPORATE GOVERNANCE STATEMENT

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Icon Energy Head Office

This statement outlines Icon Energy's Corporate Governance practices that were in place during the financial year.

ROLE OF THE BOARD

The Board of Directors of Icon Energy is responsible for the overall corporate governance of the group and oversees the Company's business and management for the benefit of shareholders.

ROLE OF THE BOARD

The Board of Directors of Icon Energy is responsible for the overall corporate governance of the group and oversees the Company's business and management for the benefit of shareholders and sets out to achieve this objective by:

- Establishing corporate governance and ethical standards;
- Appointing and where appropriate, removing the chief executive officer and monitoring his performance;
- Maximising shareholder value by setting objectives and goals;
- Reviewing and ratifying systems of risk management and internal control, codes of conduct and legal compliance;
- Reviewing and ensuring the appropriate composition of the Board;
- Approving and monitoring the progress of major capital expenditure, capital management and acquisitions and divestitures;
- Approving and monitoring financial and other reporting.

The Board has specifically reserved for its decision the following matters:

- The appointment of the Managing Director;
- Approval of the structure of the direct reports to the Managing Director;
- Approval of the overall strategy;
- Approval of annual budgets of the business;
- Delegation of authority;
- Formal determinations that are required by Icon Energy's constitutional documents, by statute or by other external regulation.

The Board maintains the right to make changes to the matters reserved for its decision, subject to the limitations imposed by the constitutional documents and the law.

In particular, the Board has given authority to the Managing Director to achieve the corporate objectives. The Managing Director has the right to make decisions and take actions which, in the Managing Director's judgment, are reasonable and are within the authority given by the Board. The Managing Director continues to be responsible to the Board for the delegated authority and for the performance of the business. The Board monitors the decisions and actions of the Managing Director to ensure that progress is being made towards the corporate objectives, within the authority it has delegated. The Board also oversees the performance of the Company through its Board Committees.

The Managing Director is required to report on progress being made by the Company to the Board and key stakeholders. The Board and its Committees determine the nature and form of information required from the Managing Director, employees or external parties, including the external auditor. Openness and trust are encouraged between individual members of the Board and the Managing Director and other employees. This allows Directors to achieve a better understanding of the business.

During 2013, the Board approved a formal succession planning policy and succession plan for the Managing Director.

ROLE OF MANAGEMENT

Through the Managing Director, the Board has delegated the following key functions to senior executives:

- The recommendation of Icon Energy's business, operational and corporate strategy to the Board for approval and following their approval, implementation;
- The day to day responsibility for complying with all laws and regulations relevant to Icon Energy's operations and business activities;
- The achievement of the corporate objectives set by the Board;
- The development and implementation of the Company's policies and procedures (including risk management and internal control processes); and
- The engagement of suitable staff and contractors so as to effectively discharge the Company's obligations and various strategic, operational and business objectives.

BOARD COMPOSITION

The principles applied to the composition of the Board are:

- The Board should comprise Directors who have a broad cross-section of experience in the petroleum exploration/production industry both in Australia and overseas or should have financial and general management and/or business development experience. Their expertise should encompass the establishment of management strategy and monitoring achievement of these strategies;
- Wherever possible, the Chairman of the Board should be a non-executive Director. The Chairman has the casting vote in all Board decisions;
- The Board should comprise a majority of non-executive Directors. Currently the Board comprises four non-executive Directors and two executive Directors. It is expected that as the Company's

activities expand with the development of its conventional and unconventional gas and other interests, then the number of independent Directors will increase:

- If a Board vacancy exists or where the Board considers that an additional Director is required, that appointment would be made from persons who possess the appropriate expertise and skills determined by the Board. The Remuneration, Nominations and Succession Committee reviews the composition of the Board on a regular basis and conducts a skills gap analysis as part of the exercise to ensure the Board has the right balance of requisite skills and experience. In 2013, a Policy was formalised for the Appointment, Re-election and Termination of a Director of the Company;
- No Director, except the Managing Director, shall hold office for a period in excess of three years, or past the third Annual General Meeting following the Director's appointment, whichever is the longer, without submitting themselves for re-election. At every Annual General Meeting one third of the Directors, or if their number is not a multiple of three, then the number nearest to but not exceeding one third shall retire from office and be eligible for re-election;
- In accordance with the Constitution of the Company the Board should comprise of at least three Directors.

A copy of the Company's Board Charter and the Role of Management can be found in the Corporate Governance Section of the Company's website.

INDEPENDENCE OF NON-EXECUTIVE DIRECTORS

The Board considers an Independent Director to be a non-executive Director who meets the criteria for independence included in the Australian Securities Exchange's (ASX) Corporate Governance Council's Corporate Governance Principles and Recommendations (ASX Principles). The Board has determined that Messrs Stephen Barry, Derek Murphy, Howard Lu and Dr Keith Hilless AM meet the definition of an "independent director" as set out in the ASX Principles.

INDEPENDENT PROFESSIONAL ADVICE

The Directors are entitled to seek independent professional advice at the Company's expense if required in the performance of their duties.

The Directors are entitled to direct access to employees and Company advisers as may be required.

BOARD COMMITTEES

Two Committees of the Board have been formed to consider and make recommendations to the Board on important areas of decision making. These Committees are the Audit and Risk Management Committee and the Remuneration, Nominations and Succession Committee. Further Committees will be formed if the Board finds a need for them.

Membership of the two standing committees is as follows:

Audit and Risk Management Committee	Remuneration, Nominations and Succession Committee
Keith Hilless AM (Chairman) (Non Executive Director)	Stephen Barry (Chairman) (Non Executive Director)
Stephen Michael Barry (Non Executive Director)	Derek Murphy (Non Executive Director)
Derek Murphy (Non Executive Director)	

BOARD AND COMMITTEE MEMBERS AND MEETINGS

The current Icon Energy Board of Directors consists of four independent Directors and two Executive Directors, the Managing Director and the Chief Financial Officer. The Audit and Risk Management Committee comprises three independent non-executive Directors with at least one member having experience and expertise in financial matters. The Chairman of the Audit and Risk Committee is Dr Keith Hilless AM an independent non-executive Director. The Remuneration, Nominations and Succession Committee consists of two independent non-executive Directors due to the small size of the Company's Board. The Company Chairman is also the Chairman of the Remuneration, Nominations and Succession Committee.

Details of the number of Board and Committee meetings held during the reporting period and their attendees are set out in the Directors' Report. In addition, details of the qualifications and experience of each Board and Committee member are set out in the Directors' Report. The period of office held by each Director is also set out in the Directors' Report.

AUDIT AND RISK MANAGEMENT COMMITTEE

The purpose of the Committee is to assist the Board in its oversight of:

- The effectiveness of the systems of financial risk management, governance and internal control;
- The integrity of the Group's financial reporting;
- The integrity of the external audit process, including appointment, performance and independence of the external auditor; and
- Identification of potential risks and the establishment and implementation of a risk management system.

The Committee's role is to report to the Board and provide appropriate advice and recommendations on matters relevant to its Charter in order to facilitate decision making by the Board.

The Audit and Risk Management Committee has in place a formal charter which defines the Committee's function, composition, mode of operation, authority and responsibilities. The Managing Director, Chief Financial Officer and External Auditor are invited to attend Committee meetings, at the discretion of the Committee.

The charter of the Audit and Risk Management Committee can be found in the Corporate Governance section on the Company's website.

REMUNERATION, NOMINATIONS AND SUCCESSION COMMITTEE

While larger companies may allocate the responsibilities for remuneration, nominations and succession to separate committees, the Board has determined that a company of Icon Energy's size is better served by having one Committee with responsibility for all of these functions. The Committee meets at least two to three times a year and in fact met four times in the reporting year.

The Remuneration, Nomination and Succession Committee reviews and makes recommendations to the Board on the following matters:

- The appointment and performance of the Managing Director;
- The remuneration structure for the Managing Director and other senior employees of the Company;
- The Company's recruitment, retention and termination policies and procedures for senior management;
- Staff and executive incentive schemes;
- Board performance assessment and skills analysis;
- Board and management succession planning; and
- Staff superannuation arrangements.

The charter of the Remuneration, Nomination and

Succession Committee can be found in the Corporate Governance Section on the Company's website.

BOARD AND SENIOR EXECUTIVE REMUNERATION

Remuneration levels and terms of employment for Executive Directors and Senior Executives are formalised in individual Director Service Agreements.

Details of the structure of and amounts paid to non-executive Directors, executive Directors and other senior executives are contained in the Remuneration Report which forms part of the Directors' Report. The Remuneration Report also describes the nature of the relationship between the performance of Icon Energy and remuneration paid to senior executives.

Following the 2011 Annual General Meeting (**AGM**), the Company undertook a comprehensive review of the remuneration strategy and framework for the Managing Director and Senior Executives. At the 2012 AGM, the new Short Term and Long Term Incentive Plans were approved by shareholders.

PERFORMANCE EVALUATION

A formal performance evaluation of the Board, each Committee of the Board, the Chairman and individual Directors was undertaken during the 2012 reporting period and findings were discussed at the July 2012 Board meeting and Remuneration, Nomination and Succession Committee meeting. As part of that review, the Board reviewed its composition and skills set to ensure it has the necessary skills to pursue the Company's strategic objectives. In 2013, the Board and each of the Board Committees reviewed their performance against criteria set down in the Board and Committee Charters.

The Managing Director and senior executives participate in annual performance reviews. Performance is measured against key performance indicators relevant to the Company's strategic, operational and business objectives and to each of the Managing Director's and senior executive's specific roles.

A performance evaluation for the Managing Director and senior executives was undertaken for the current reporting period in accordance with the process set by the Remuneration, Nomination and Succession Committee and as approved by the Board.

A summary of the performance evaluation process can be viewed in the corporate governance section of the Company's website.

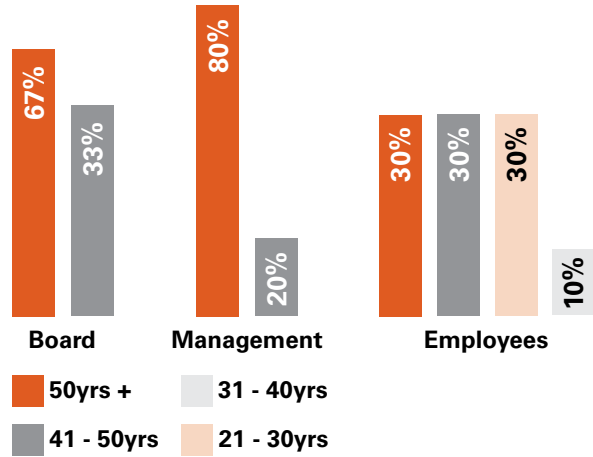
BOARD DIVERSITY

In 2013, Icon Energy Limited continued its commitment to diversity in the workplace by promoting its Diversity Policy. This policy applies to all Icon Energy Limited

employees, including contractors and consultants acting on the Company's behalf, and includes the recruitment and selection process, terms and conditions of employment including pay, promotion, work assignment, and training as well as any other aspect of employment. Details of the policy are set out under the Corporate Governance section on the Company's website.

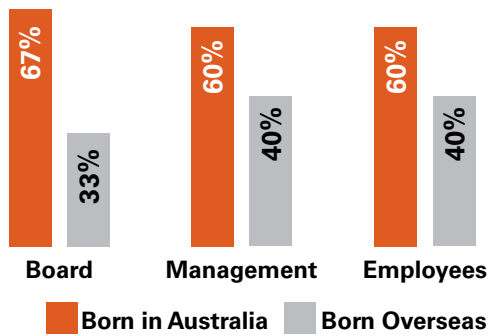
The Diversity Policy includes a commitment to establishing measurable objectives for gender diversity. The 2012/13 objectives were measured as follows:

2012/13 Objectives	Results
<ul style="list-style-type: none"> To include in the Remuneration, Nomination and Succession Committee Charter responsibility for diversity, including an annual review and report on the relative proportion of women and men in the workforce at all levels of the Company 	In Place
<ul style="list-style-type: none"> To support and promote the Company's diversity policy, including, where reasonably practicable, identification of additional suitably qualified external female candidates 	In Place
<ul style="list-style-type: none"> To ensure that candidate lists for permanent employee positions are recognisably diverse by age, sex or ethnicity 	In Place
<ul style="list-style-type: none"> To ensure that in the interview process for each executive position there is, where reasonably practicable, at least one appropriately qualified female candidate 	In Place
<ul style="list-style-type: none"> To consider diversity when reviewing board succession plans with the aim to improve gender representation and diversity 	In Place



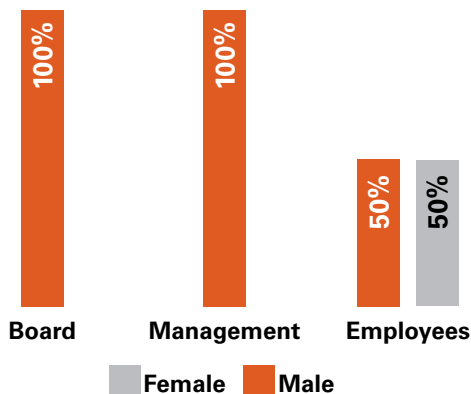
2013/14 OBJECTIVES

- To support and promote the Company's diversity policy, including, where reasonably practicable, identification of additional suitably qualified external female candidates;
- To ensure that candidate lists for permanent employee positions are recognisably diverse by age, sex or ethnicity;
- To ensure that in the interview process for each executive position there is, where reasonably practicable, at least one appropriately qualified female candidate;
- To consider diversity when reviewing board succession plans with the aim to improve gender representation and diversity ;
- To increase the representation of women in senior management roles;
- To ensure the voluntary turnover in female employees is no greater than organisation turnover levels.



ETHICAL STANDARDS

The aim of the Company is to ensure that all Directors, managers and employees act with integrity and promote ethical and responsible behaviour which will enhance the reputation and performance of the Group. The Company has an approved Code of Conduct and Ethics and a Share Trading Policy. A copy of these Policies can be found in the Corporate Governance Section on the Company's website.



CODE OF CONDUCT AND ETHICS

The standard of behaviour required of Icon Energy's Directors and employees, as well as of contractors engaged to perform work on behalf of the Company requires:

- Compliance with all laws and regulations which govern the group and its operations;

- Avoidance and/or management of conflicts of interest;
- Them to act in the best interest of the company and create value for the company's shareholders and stakeholders;
- Them to act honestly and with integrity and fairness in all dealings with each other and third parties.

The Company has a process in place for Directors, employees and third parties to report potential breaches of the Code of Conduct and Ethics.

TRADING IN THE COMPANY'S SECURITIES BY DIRECTORS AND EMPLOYEES

The Board has a formal policy regarding trading in the securities of the Company by Directors and employees. The Company's Share Trading Policy provides for specified periods (known as "Trading Windows") in which share trading is permitted and blackout periods when trading is not permitted. All Icon Energy personnel not in possession of unpublished price-sensitive information may buy, sell or otherwise deal in Icon Energy's securities during Trading Windows which occur in the three week period commencing after:

- The announcement of the half yearly financial results;
- The announcement of the annual financial results;
- The holding of Icon Energy's annual general meeting;
- The company issues a prospectus or a cleansing statement; or
- As the Board otherwise determines.

Under the Policy Directors and Employees who wish to trade in the Company's securities must seek prior clearance in writing from the Chairman (in the case of Directors), the Managing Director (for the Chairman or Secretary) or the Secretary (for other employees). The provisions of the Corporations Act 2001 and the Listing Rules of the ASX require advice to the ASX of any transactions by the Directors in the securities of the Company.

PRINCIPLES OF CONDUCT

Further general principles of conduct under the Company's Code of Conduct and Ethics, include:

- Ethical and responsible business practices;
- Sustainable development considerations and principles integrated into Company decision making;

- Foster economic growth and business development, generate government revenue, provide commercial returns to the industry and contribute to the wealth generated by Australia's natural resource base;
- Health, safety, environmental and community risk management strategies that are based on sound science, transparency and effective communication;
- Continuously seek opportunities to improve health, safety and environmental performance in addressing risks posed by our operations to employees, contractors, the public and the environment;
- Contribute to the conservation of biodiversity and protection of the environment through responsible management of our operations and their impacts;
- Foster economic and social development of the communities in which we operate;
- Respect and protect human rights and dignity at our operations and deal fairly with employees and others;
- Open and effective engagement and reporting with our communities;
- Directors and Executives of the Company shall notify the Chairman or Managing Director before trading in the Company's shares and shall not trade in the shares other than in accordance with the Company's Share Trading Policy.

IDENTIFICATION OF SIGNIFICANT BUSINESS RISK

The Board meets at least every three months and receives comprehensive monthly management reports which enables the Board to identify emerging risk factors and monitor management's response to these risks.

MANAGEMENT OF ENTERPRISE AND OPERATIONAL RISK

The Board has the responsibility for setting the Company's risk management policy.

The Managing Director, in conjunction with senior executives, is responsible for the development, implementation and management of Icon Energy's risk management and internal control framework. The Managing Director reports to the Board on the management of these functions, including as to whether the Group's material operational and business risks are being effectively managed.

In 2013, the Company's Risk Management Policy, framework and procedures were revised following

a company-wide risk management review. Under its charter, the Audit and Risk Management Committee is responsible for:

- Monitoring the establishment and implementation by management of the Company's risk management system;
- Monitoring the effectiveness of the systems of financial risk management, governance and internal control;
- Endorsing a risk management policy which describes the manner in which both risk and the opportunity are identified, assessed, monitored and managed, including how:
 - Significant decisions affecting and changes to, the business are subject to risk assessment;
 - Operational incidents are to be analysed in order to learn from them and successes reviewed in order to repeat them;
 - All acquisitions and divestments of assets are subject to assessment and management;
 - Risks and associated control systems are regularly reviewed; and
 - Performance against risk management plans is monitored and reported upon to the Board.

The Managing Director regularly reports to the Board on the effectiveness of the Company's management of material operational and business risks.

The Board has also received assurance from the Managing Director and the Chief Financial Officer that:

- The declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control; and
- The system is operating effectively in all material aspects in relation to financial reporting risks.

The Company's Enterprise-wide Risk Management Policy and Crisis Management and Business Continuity Policy which encapsulate the Company's management of material business risks can be found in the Corporate Governance section of the Company's website.

CONTINUOUS DISCLOSURE

The Board has in place a Disclosure and Communications Policy that defines the legal and regulatory obligations, materiality guidelines and reporting process, and is designed to ensure compliance with the continuous and periodic disclosure obligations under the *Corporations Act 2001* and ASX Listing Rules and to ensure accountability at a senior executive level for that compliance. Responsibility for meeting ASX disclosure requirements rests primarily with the Company Secretary.

The Company conducts regular briefings with all staff to ensure they understand the Company's continuous disclosure obligations, and their role in fulfilling them. The Board reviews continuous disclosure matters, if any, at each Board meeting. Copies of Icon Energy Limited's releases to the ASX, investor presentations and Annual Reports are available on the Company's website.

SHAREHOLDER COMMUNICATION

The Disclosure and Communications Policy sets out the manner in which Icon Energy promotes communication with shareholders and other key stakeholders. The Board of Directors ensures that shareholders are fully informed as to any significant Group developments which are generally communicated through:

- Annual reports to shareholders;
- Half-yearly accounts lodged with the ASX;
- Quarterly reports;
- Continuous disclosure to the ASX;
- Notices of shareholder meetings and explanatory notes.

Copies of the above documents are published on the Company's website: www.iconenergy.com.

Shareholders are encouraged to contact the Company's officers and participate in the Annual General Meeting by asking questions as to the performance of the Company.

A copy of the Disclosure and Communications Policy can be found in the Corporate Governance Section of the Company's website.

ASX CORPORATE GOVERNANCE COUNCIL PRINCIPLES AND RECOMMENDATIONS

The ASX Corporate Governance Council has recognised that its corporate governance principles and recommendations do not represent a "one size fits all" solution. Icon Energy has considered and, where appropriate, applied the ASX Corporate Governance Recommendations. The following table shows that Icon Energy has adopted all of the ASX Corporate Governance Recommendations with the exception of Recommendation 8.2 which recommends that Remuneration Committees comprise at least three members. The Board of Directors has formed the view that it is more practical for a Company the size of Icon Energy to have a Committee of at least two independent Directors than three Directors.

ASX Corporate Governance Principles and Recommendations		Page Reference	Adopt
Principle 1: Lay solid foundations for management and oversight			
1.1	Companies should establish the functions reserved to the Board and those delegated to senior executives and disclose those functions.	p 17	✓
1.2	Companies should disclose the process for evaluating the performance of senior executives.	p 19	✓
1.3	Companies should provide the information indicated in the Guide to reporting on Principle 1.	p 17 - 19	✓
Principle 2: Structure the Board to add value			
2.1	A majority of the Board should be independent Directors.	p 18	✓
2.2	The chair should be an independent Director.	p 18	✓
2.3	The roles of chair and chief executive officer should not be exercised by the same individual.	p 17-18	✓
2.4	The Board should establish a nomination committee.	p 18-19	✓
2.5	Companies should disclose the process for evaluating the performance of the Board, its committees and individual Directors.	p 19	✓
2.6	Companies should provide the information indicated in the Guide to reporting on Principle 2.	p 17-19	✓
Principle 3: Promote ethical and responsible decision-making			
3.1	Companies should establish a code of conduct and disclose the code or a summary of the code as to:		
3.1.1	the practices necessary to maintain confidence in the Company's integrity.	p 20-21	✓
3.1.2	the practices necessary to take into account their legal obligations and the reasonable expectations of their stakeholders.	p 20-21	✓
3.1.3	the responsibility and accountability of individuals for reporting and investigating reports of unethical practices.	p 20-21	✓
3.2	Companies should establish a policy concerning diversity and disclose the policy or summary of that policy. The policy should include requirements for the Board to establish measurable objectives for achieving gender diversity and for the Board to assess annually both the objectives and progress in achieving them.	p 19-20	✓
3.3	Companies should disclose in each annual report the measurable objectives for achieving gender diversity set by the Board in accordance with the diversity policy and progress towards achieving them.	p 20	✓
3.4	Companies should disclose in each annual report the proportion of women employees in the whole organisation, women in senior executive positions and women on the Board.	p 20	✓
3.5	Companies should provide the information indicated in the Guide to reporting on Principle 3.	p 20	✓
Principle 4: Safeguard integrity in financial reporting			
4.1	The Board should establish an audit committee.	p 18-19	✓
4.2	The audit committee should be structured so that it consists of:		
	- only non-executive Directors	p 18-19	✓
	- a majority of independent Directors	p 18-19	✓
	- an independent chair, who is not chair of the Board	p 18-19	✓
	- at least three members.	p 18-19	✓
4.3	The audit committee should have a formal charter.	p 18-19	✓
4.4	Companies should provide the information indicated in the Guide to reporting on Principle 4.	p 18-19	✓
Principle 5: Make timely and balanced disclosure			
5.1	Companies should establish written policies designed to ensure compliance with ASX Listing Rule disclosure requirements and to ensure accountability at a senior executive level for that compliance and disclose those policies or a summary of those policies.	p 22	✓
5.2	Companies should provide the information indicated in the Guide to reporting on Principle 5.	p 22	✓
Principle 6: Respect the rights of shareholders			
6.1	Companies should design a communications policy for promoting effective communication with shareholders and encouraging their participation at general meetings and disclose their policy or a summary of that policy.	p 22	✓
6.2	Companies should provide the information indicated in the Guide to reporting on Principle 6.	p 22	✓
Principle 7: Recognise and manage risk			
7.1	Companies should establish policies for the oversight and management of material business risks and disclose a summary of those policies.	p 21-22	✓
7.2	The Board should require management to design and implement the risk management and internal control system to manage the Company's material business risks and report to it on whether those risks are being managed effectively. The Board should disclose that management has reported to it as to the effectiveness of the Company's management of its material business risks.	p 21-22	✓
7.3	The Board should disclose whether it has received assurance from the chief executive officer (or equivalent) and the chief financial officer (or equivalent) that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.	p 22	✓
7.4	Companies should provide the information indicated in the Guide to reporting on Principle 7.	p 21-22	✓
Principle 8: Remunerate fairly and responsibly			
8.1	The Board should establish a remuneration committee.	p 19	✓
8.2	The remuneration committee should be structured so that it:		
	- consists of a majority of independent directors;	p 19	✓
	- is chaired by an independent director;	p 19	✓
	- has at least three members.	p 19 & 22	X
8.3	Companies should clearly distinguish the structure of non-executive directors' remuneration from that of executive directors and senior executives.	p 19	✓
8.4	Companies should provide the information indicated in the Guide to reporting on Principle 8.	p 19	✓

BOARD OF DIRECTORS



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MR HOWARD LU NON-EXECUTIVE DIRECTOR

Experience:

Howard Lu was appointed to the Board on 7 January 2011 as a Non-Executive Director of Icon Energy Limited. Howard is currently the Executive Chairman of a number of Chinese based companies, including Shin Zu Shing Precision Electronic (Suzhou) Co., Ltd, Ningbo Chang Shing Precision Electronic Co. Ltd and Zhi Qun Precision Electronic (Suzhou) Co. Ltd and the Vice Chairman of Qingyuan China Datang Real Estate Development Co., Ltd. He has previously also been the Senior Executive of Shin Zu Shing Co., Ltd.

As Senior Executive of Shin Zu Shing Co.,Ltd (SZS) manufacturer of precision wire and planar springs for medical apparatus, mechanical equipment and electronic products, Howard expanded SZS's business in China and has established four factories in Suzhou, Shenzhen and Ningbo. He has managed all SZS business operations in China since 2002 and now SZS has a market capital of approximately AUD 373,824,000.

Howard has extensive business interests in China and elsewhere overseas. He is extremely well connected with Chinese energy and resources companies, including LNG importers. He also maintains a residence in Brisbane, Queensland, and is an Australian citizen. Howard Lu is Icon Energy's third largest shareholder, holding 16,068,181 fully paid ordinary shares in the Company.

Director Since: 7 January 2011

DEREK MURPHY NON-EXECUTIVE DIRECTOR

Qualifications:

BA, LLB (UQ), LLM (Lond), FAIM, FAICD, FHKIoD, SF Fin

Experience:

Derek Murphy was appointed to the Board on 20 March 2009 as a Non-Executive Director of Icon Energy Limited. Derek is a member of the Board's Remuneration, Nominations and Succession Committee and a member of its Audit and Risk Management Committee. He is a Fellow of the Australian Institute of Management, a Fellow of the Australian Institute of Company Directors, a Fellow of the Hong Kong Institute of Directors and a Senior Fellow of the Financial Services Institute of Australasia.

He was admitted as a Barrister of the Supreme Court of Queensland and the Federal and High Courts of Australia. Before practicing as a Barrister in Brisbane for some years, he was the Queensland partner of ABS White and Company, a Sydney based stock broking firm. During a career spanning 20 years in Hong Kong, he was a Crown Counsel, Deputy Commissioner for Securities and Commodities Trading, Managing Director of what is now HSBC Asset Management, and Group Vice President, Corporate Communications, of First Pacific Company Limited, a publicly listed conglomerate.

Derek is a Non-Executive Director of Hayco Manufacturing Limited, a large manufacturing Company in Hong Kong and China. He is Chairman of the Clem Jones Research Centre for Stem Cell and Tissue Regenerative Therapies at Bond University, and a Member of the Gold Coast Advisory Council at Griffith University. He retired as Chairman of the School Council of The Southport School (TSS) at the end of 2009 after 12 years on Council.

Director Since: 20 March 2009

STEPHEN BARRY NON-EXECUTIVE CHAIRMAN

Qualifications:

LLB University of Sydney, FAICD

Experience:

Stephen Barry has been a Director of Icon Energy Limited since 1993 and was appointed as the Chairman of the Board on 18 December 2008. He is also a member of the Board's Audit and Risk Management Committee. He is a member and Chairman of the Board's Remuneration Nominations and Succession Committee.

Stephen has been a key player in the development of the strategic direction of the Company. As a practicing solicitor he has extensive experience in joint venture and farmin agreements together with a wealth of knowledge on commercial law and corporate litigation. Stephen has held no other Australian listed company directorships during the past three financial years.

Director Since: 5 January 1993



RAYMOND JAMES MANAGING DIRECTOR

Qualifications:

BSc Physics (Geology, Maths) University of NSW, T.C. University of Sydney, FAIM, FAICD

Experience:

Ray James has been the Managing Director of Icon Energy Limited and its subsidiaries since 1993. Ray has over 40 years experience in the petroleum industry in Australia, USA, Indonesia, South East Asia, Middle East and Russia. He worked with Chevron in Perth and Houston from 1969-74 and with Gulf Oil from 1974-80. He was the Managing Director of Australian Hydrocarbons from 1980-81 and the Managing Director of Omega Oil from 1987-91.

Ray was a Director of Australian Petroleum Production & Exploration Association Ltd (APPEA) from 1999-2007 and Vice Chairman of APPEA from 2003-2005.

Ray is a Fellow of the Australian Institute of Management. He is a Fellow of the Australian Institute of Company Directors and Vice Chairman of the Gold Coast Committee. Ray is a member of the Advisory Council of the Griffiths School of Business and Board member of the Gold Coast Waterways Authority.

Director Since: 1 February 1993

KEITH HILLESS AM NON-EXECUTIVE DIRECTOR

Qualifications:

AM, BE (Elec) Qld, DUniv QUT, FIE Aust, FAIM, FAICD

Experience:

Keith Hillless was appointed to the Board on 3 April 2009 as a Non-Executive Director of Icon Energy Limited. Keith is the Chairman of the Board's Audit and Risk Management Committee. Keith was Electricity Commissioner of the Queensland Electricity Commission (QEC) for a time, CEO of the Queensland Transmission and Supply Corporation (QTSC), responsible for high voltage supply throughout Queensland and for forecasting changes in electricity demand and expanding Queensland's electricity network.

In addition to his corporate experience, Keith is a Doctor of the University QUT. He was also Deputy Chancellor of Queensland University of Technology for a time, is a Member in the General Division - Order of Australia, and is a Fellow of the Institution of Engineers Australia, The Australian Institute of Management and the Australian Institute of Company Directors.

Director Since: 3 April 2009

KEVIN JIH CHIEF FINANCIAL OFFICER AND EXECUTIVE DIRECTOR

Qualifications:

BA, MBA, MAcc, PhD (Bond), CPA

Experience:

Kevin Jih joined Icon Energy Limited as Deputy Chief Financial Officer in November 2008, was promoted to Chief Financial Officer in July 2010 and elected a Director of Icon Energy and its subsidiaries in November 2011. Kevin is a Certified Practising Accountant and has wide experience in the private and public sectors specialising in management accounting, financial accounting and corporate governance.

Kevin has held numerous key positions as the Faculty Manager of Finance and HR, Faculty of Humanities and Social Sciences at Bond University, Australia; Vice President of Hong Yang Lease Finance Co Ltd in Taipei and Business Consultant of Hualien Business Bank in Taiwan.

Director Since: 30 November 2011

OPERATIONAL MANAGEMENT

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MARTIN BERRY EXPLORATION MANAGER

Qualifications:

BSc Hons (Geology) University of London, FGS, AAPG

Experience:

Martin joined Icon Energy Limited as Exploration Manager in August 2013. Martin is a Geologist with over 30 years' experience in the Petroleum Industry including Australia, North America, Europe and the Middle East. After graduating in 1975 from the University of London, Martin began working in the British and Norwegian sectors of the North Sea. Following a move to Australia in 1983, Martin continued his career in the industry working as a contractor, Senior Geologist for Magellan Petroleum and Consultant Geologist working for numerous active exploration companies. Most recently, Martin was employed as Chief Geologist for Celtique Energie Holdings Limited, based in London and working on exploration projects in the United Kingdom, France, Switzerland, Germany, Poland, Italy and Romania.

Martin brings a broad range of technical experience to the team at Icon, having worked on exploration and development projects in a variety of sedimentary basins, gaining extensive experience in the evaluation and exploitation of clastic and carbonate reservoirs as well as CSG, fractured reservoirs and unconventional resource plays. He also has considerable experience in field operations and drilling, including the use of under-balanced drilling technology.

Martin has been a Fellow of the Geological Society of London for over 35 years and has been an active member of the American Association of Petroleum Geologists for over 25 years.

RAYMOND JAMES MANAGING DIRECTOR

Qualifications:

BSc Physics (Geology, Maths) University of NSW,
T.C. University of Sydney, FAIM, FAICD

Experience:

Ray James has been the Managing Director of Icon Energy Limited and its subsidiaries since 1993. He is also the President of Icon Oil US LLC a position held since 1999. Ray has over 40 years experience in the petroleum industry in Australia, USA, Indonesia, South East Asia, Middle East and Russia. He worked with Chevron in Perth and Houston from 1969-74 and with Gulf Oil from 1974-80. He was the Managing Director of Australian Hydrocarbons from 1980-81 and the Managing Director of Omega Oil from 1987-91.

Ray was a Director of Australian Petroleum Production & Exploration Association Ltd (APPEA) from 1999-2007 and Vice Chairman of APPEA from 2003-2005.

Ray is a Fellow of the Australian Institute of Management. He is a Fellow of the Australian Institute of Company Directors and Vice Chairman of the Gold Coast Committee. Ray is a member of the Advisory Council of the Griffiths School of Business and Board member of the Gold Coast Waterways Authority.

KEVIN JIH CHIEF FINANCIAL OFFICER AND EXECUTIVE DIRECTOR

Qualifications:

BA, MBA, MAcc, PhD (Bond), CPA

Experience:

Kevin Jih joined Icon Energy Limited as Deputy Chief Financial Officer in November 2008, was promoted to Chief Financial Officer in July 2010 and elected a Director of Icon Energy and its subsidiaries in November 2011. Kevin is a Certified Practising Accountant and has wide experience in the private and public sectors specialising in management accounting, financial accounting and corporate governance.

Kevin has held numerous key positions as the Faculty Manager of Finance and HR, Faculty of Humanities and Social Sciences at Bond University, Australia; Vice President of Hong Yang Lease Finance Co Ltd in Taipei and Business Consultant of Hualien Business Bank in Taiwan.



RICHARD HOLLIDAY

COMMERCIAL MANAGER

Experience:

Richard Holliday joined Icon Energy Limited as Commercial Manager in 2011.

Richard has held Executive positions with the Queensland Government, Gold Coast City Council, Queensland Rail and was the Chief Executive Officer, Surfers Paradise Alliance.

Prior to joining Icon Energy as Commercial Manager, Richard was the Manager Media and Communications for Santos QLD where he was heavily involved in the early days of Coal Seam Gas (CSG) working on the Santos GLNG project. Richard was instrumental in developing Santos' strategic marketing and advertising campaign focusing on delivering a "social licence to operate" and the coexistence of agribusiness and the CSG industry.

Working with Ministers across state and federal boundaries and Government legislators and regulators to deliver workable policy outcomes is an area that Richard excels in, having been involved in many of the CSG policy outcomes that underpin the industry today.

Richard understands the impact of Government legislation and regulations and the commercial outcomes on the CSG/LNG industry.

ROSS MALLET

LEGAL COUNSEL AND COMPANY SECRETARY

Qualifications:

JD (Monash), BBus (Deakin), GDLP, FCIS, FCPA, MAICD

Experience:

Ross Mallett joined Icon Energy Limited as Legal Counsel and Company Secretary on 13 March 2012. Ross has acted as a Company Secretary and Governance Advisor for a number of large listed companies, mainly in the resources sector, for over 30 years.

Most recently Ross was Principal of Governance Solutions Pty Ltd, a corporate governance consultancy business. Prior to that Ross held a number of senior corporate governance roles including Company Secretary of Elders Limited and Deputy Company Secretary of BHP Billiton Ltd, WMC Limited and Rio Tinto Ltd.

Ross is a Fellow and former Director and National President of Chartered Secretaries Australia, a Fellow of CPA Australia and a member of the Australian Institute of Company Directors.



FINANCIAL STATEMENTS & REPORTS

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Rehabilitation Program underway in ATP 626

ICON ENERGY LIMITED and Controlled Entities

Icon Energy Limited

ABN 61 058 454 569

Full Year Accounts

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DIRECTORS' REPORT

The Directors of Icon Energy Limited ("Icon Energy" or "Company") present their report together with the financial statements of the Company and its controlled entities ("the Group" or "the Consolidated Entity") for the financial year ended 30 June 2013. In order to comply with the provisions of the Corporations Act 2001, the Directors of Icon Energy report as follows:

PRINCIPAL ACTIVITIES

The principal activities of Icon Energy during the year included the exploration, appraisal and development of oil and gas properties. There were no significant changes in the nature of these activities during the year.

DIRECTORS

The Directors of the Company who held office during or since the end of the year are set out below:

Name	Position	First Appointed
Stephen Michael Barry	Non-executive Chairman	Director since 05/01/1993
Derek James Murtagh Murphy	Non-executive Director	Director since 20/03/2009
Keith Hillless	Non-executive Director	Director since 03/04/2009
Howard Lu	Non-executive Director	Director since 07/01/2011
Raymond Swinburn James	Managing Director	Director since 01/02/1993
Kevin Jih	Chief Financial Officer & Executive Director	Director since 30/11/2011

Details of the qualifications and experience, other directorships of listed entities and special responsibilities of Directors are set out on pages 24 and 25 of this Annual Report.

REVIEW OF OPERATIONS AND RESULTS

A review of operations of the consolidated entity during the financial year and the results of those operations is included in the Review of Operations contained in this Annual Report.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

- Icon Energy and Beach Energy drilled three shale gas exploration wells within the Queensland Permit ATP 855 in the Cooper Basin with the objective of proving up this prospective shale gas resource. The first of these three wells, Halifax-1 commenced drilling on 4 August 2012 and was then fracture stimulated from late December 2012 and then flow tested. On 27 May 2013, the Hervey-1 well was spudded and drilling commenced on the Keppel-1 well on 3 June 2013. More detailed information on the results of the Halifax-1, Hervey-1 and Keppel-1 wells in ATP 855 can be found in the Review of Operations contained in this Annual Report.
- In late 2012, the Company and Goondi Energy engaged AWT International to undertake a reservoir feasibility study to determine the best path forward to prove up gas reserves in ATP626 in the Surat Basin of Queensland. The study was completed in December 2012 and the results were reviewed and discussed by joint venture parties.
- On 24 August 2012, the Victorian Government announced a suspension on the use of hydraulic fracturing in coal seam and conventional gas exploration projects in Victoria until national harmonisation framework guidelines have been agreed upon. The company has deferred its exploration program in Victoria until the suspension has been lifted.
- On 13 November 2012, the Company announced;
 - That Macquarie Capital (Australia) had completed a \$10.0 million Placement to further fund the Company's Exploration Program primarily focused within ATP 855. This Placement resulted in approximately 45.5 million new ordinary shares they issued to institutional, sophisticated and professional investors at a price of \$0.22 per share.
 - The launch of a Share Purchase Plan. On 5 December the SPP closed with applications for 18.6 million shares, at a price of \$0.22 per share, raising \$4.1 million which will be allocated to exploration primarily focused within ATP 855. Further detail on the Company's capital raising can be found in Note 15 in the Financial Statements and in the Chairman's and Managing Director's Report.

- On 25 February 2013 Beach Energy Ltd farmed-out part of its interest in the PEL 218 and ATP 855 permits to Chevron Australia. Under the farm-out Beach Energy will assign up to 60% of its interest in PEL 218 and ATP 855 to Chevron Australia over two stages. Icon Energy consented to and waived its pre-emptive rights in relation to each stage of the farm-out transaction while maintaining its 40% interest in ATP 855. At the same time Icon was granted a Put Option by Beach Energy, exercisable by Icon up to 30 June 2013, where Icon could require Beach Energy to acquire a 4.9% interest in ATP 855 from Icon on payment by Beach Energy of US\$18 million. Further information regarding the Chevron Farmin into ATP 855 can be found in the Review of Operations contained in this Annual Report.
- On 17 June 2013, Icon exercised the Put Option. Following the completion of the Put Option transaction, US\$18 million was transferred to Icon Energy and the Company will allocate these funds towards the 2013 Joint Venture Exploration Program in ATP 855. The joint venture interests in ATP 855, after the exercise of the Put Option, were: Icon Energy 35.1%; Beach Energy 46.9%; and Chevron Australia 18%. Further information regarding the exercise of the Put Option with Beach Energy can be found in the Review of Operations contained in this Annual Report.

EVENTS AFTER THE BALANCE DATE

- On 3 July 2013, Icon Energy acquired Goondi Energy's (this interest was formerly held by Stanwell) equity interest in ATP 626 following Goondi's exit from the ATP 626 Joint Venture. Icon now holds 100% interest and is the Operator of ATP 626. The Company is committed to the ongoing development of this tenement and is planning a new seismic and drilling program for ATP 626.

Other than the above transactions there has not arisen in the interval between 30 June 2013 and the date of this report, any item, transaction or event of a material or unusual nature likely in the opinion of the Directors, to affect substantially the operations or state of affairs of the consolidated entity in subsequent financial years unless otherwise noted in the Annual Report.

CORPORATE STRATEGIES AND FUTURE DEVELOPMENTS

Reference to corporate strategies and future development is included in the Chairman's and Managing Director's Report. Other than matters included in this Report or elsewhere in the Annual Report, likely developments in the operations of the consolidated entity and expected results of those operations have not been disclosed as Directors believe that the inclusion would most likely result in unreasonable prejudice to the Company (in accordance with Section 299A(3) of the Corporations Act 2001).

FINANCIAL POSITION

The net profit after tax for the Company and its controlled entities for the financial year ended 30 June 2013 was \$3,720,392 (30 June 2012: a loss of \$4,618,666). Further information on the Company's financial position is included in the Chairman's and Managing Director's Report.

DIVIDENDS

The Directors recommend that no dividend be paid by the Company. No dividends have been declared or paid by the Company since the end of the previous financial year (30 June 2012: Nil).

REMUNERATION REPORT

The Remuneration Report for the financial period which forms part of the Directors' Report can be found on page 33 of this Annual Report.

COMPANY SECRETARY

The Company Secretary is Ross Mallett. He was appointed Legal Counsel and Company Secretary on 13 March 2012. Details of Mr Mallett's qualifications and experience are set out on page 27 of this Annual Report.

MEETINGS OF DIRECTORS

During the financial period, sixteen meetings of Directors (including committees) were held. Attendances at these meetings by each director were as follows:

	Directors Meetings		Audit and Risk Management Committee Meetings		Remuneration Nominations and Succession Committee Meetings	
	Held	Attended	Held	Attended	Held	Attended
R S James	9	9	-	-	-	-
S M Barry	9	9	3	3	4	4
D Murphy	9	9	3	3	4	4
K Hillless	9	9	3	3	-	-
H Lu	9	8	-	-	-	-
K Jih	9	9	-	-	-	-

ENVIRONMENTAL REGULATION

The consolidated entity's operations are subject to various environmental regulations. The Company has a policy of at least complying, but in most cases exceeding environmental performance obligations. Further information on the Company's environmental performance can be found in the Sustainability section of this Annual Report.

The Directors are not aware of any environmental breaches nor has the Company been notified of any breaches by any Government Agency during the financial period.

PROCEEDINGS ON BEHALF OF THE COMPANY

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

DIRECTORS AND AUDITORS INDEMNIFICATION

The Directors and Company Secretary are indemnified by the Company against any liability incurred in their capacity as an officer of the Company or a related body corporate to the maximum extent permitted by law. The Company has not paid any premiums in respect of any contract insuring the Directors of the Company against a liability for legal costs.

The Company has not paid any premiums in respect of any contract insuring the auditor against a liability incurred in the role as an auditor of the Company. In respect of non-audit services, Crowe Howarth, the Company's auditor, has the benefit of indemnity to the extent Crowe Howarth reasonably relies on information provided by the Company which is false, misleading or incomplete. No amount has been paid under this indemnity during the period ended 30 June 2013 or to the date of this Report.

Details of the nature of the liabilities covered in respect of Directors' and Officers' insurance policies are not disclosed as such disclosure is prohibited under the terms of the contracts.

The total premium expense for the year was \$25,135.54 (30 June 2012: \$28,693).

NON-AUDIT SERVICES

Consultancy Services \$600

The Board of Directors has considered the position and, in accordance with advice received from the Audit and Risk Management Committee, is satisfied that the provision of non-audit services is compatible with the general standard on independence imposed for auditors by the Corporations Act 2001.

The Directors are satisfied that the provision of non-audit services by the auditors, as set out above, did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- All non-audit services have been reviewed by the Audit and Risk Management Committee to ensure they do not impact the impartiality and objectivity of the auditor, and
- None of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants.

ASSURANCE OF SECTION 295A DECLARATION

The Board of Directors has received assurance from the Managing Director and the Chief Financial Officer that the declaration provided in accordance with Section 295A of the Corporations Act 2001 is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.

LEAD AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

The lead auditor's independence declaration is set out on page 42 and forms part of the Directors' Report for the period ended 30 June 2013. Crowe Horwath continues in office in accordance with Section 327 of the Corporations Act 2001.

Signed in accordance with a resolution of the Board of Directors of Icon Energy Limited.



S M Barry
Chairman
27 August 2013



R S James
Managing Director
27 August 2013

REMUNERATION REPORT - AUDITED

KEY POINTS

- * Remuneration framework structured to reward executives for achievement of goals that add shareholder value
- * Short and long term incentives only vest on achievement of corporate and individual goals
- * Long term incentives will not vest unless the share price exceeds 40 cents for at least 30 days and the Company's share price growth performs well when benchmarked against other energy companies
- * Company achieves profit after tax result of \$3,720,392
- * Executive and employee salary increases for 2012-2013 restricted to CPI increases
- * Non-executive Directors have not had a fee increase since 2009

The Directors of Icon Energy Limited present this Remuneration Report for the consolidated entity for the year ended 30 June 2013. The information provided in this report has been audited as required by the Corporations Act 2001 (Cth) and forms part of the Directors' Report. This Remuneration Report sets out remuneration information for Icon Energy's Key Management Personnel (KMPs) including the following persons who were non-executive directors and senior executives during the financial year:

Table 1: Icon Energy's Key Management Personnel

Name	Position Held
Non-Executive Directors	
Stephen Barry	Chairman
Keith Hilless	Director
Howard Lu	Director
Derek Murphy	Director
Executive Directors	
Ray James	Managing Director
Kevin Jih	Chief Financial Officer & Executive Director
Senior Executives	
Ross Mallett	Company Secretary & Legal Counsel
Richard Holliday(i)	Commercial Manager
James Carr (ii)	Operations Manager

(i) Appointed 1 July 2012

(ii) Resigned 21 June 2013. Engaged to perform ad hoc consulting work post year end

REMUNERATION FRAMEWORK

The Company's Remuneration framework is designed to ensure that:

- Executive Directors and Senior Executives receive competitive and reasonable market based levels of base remuneration;
- Employees and Senior Executives who perform well have the opportunity to be rewarded through an annual short term incentive plan;
- Long term incentives are aligned to the achievement of strategic objectives and creation of value for shareholders.

ROLE OF THE REMUNERATION, NOMINATIONS AND SUCCESSION COMMITTEE

The Remuneration, Nominations and Succession Committee is responsible for making recommendations to the Board on remuneration policies. The Committee, where necessary, obtains independent advice on the remuneration packages offered to potential employees. The Company's broad remuneration policy ensures that each remuneration package is properly aligned to the person's duties and responsibilities and that remuneration is competitive in attracting, retaining and motivating people of the highest quality. The Company has structured an executive remuneration framework that is competitive and complementary to the reward strategy of the organisation.

The Remuneration, Nominations and Succession Committee Charter sets out the Board's policy for the nomination and appointment of directors and the process for the evaluation of the performance of senior executives. The performance of the Managing Director is evaluated by the Committee on an annual basis in July/August in accordance with the procedures set out in the Committee's Charter. The Corporate Governance Statement provides further information on the role of the Committee. The Committee also reviews and approves the plans and outcomes for the Managing Director's direct reports on the recommendation of the Managing Director and reviews incentive programs and employment terms offered to the wider group.

METHODOLOGY USED TO DETERMINE THE NATURE AND AMOUNT OF REMUNERATION

Non-executive Directors

Fees paid to Non-executive directors reflect the demands made on, and responsibilities of, such directors. Non-executive Directors' fees are reviewed by the Board on an annual basis. The maximum total amount available for payment of all Non-executive Director fees is \$500,000 per annum which was approved by shareholders at the 2010 Annual General Meeting. The total amount of fees actually paid to Non-executive Directors during the financial year was \$327,000. Non-executive Directors do not receive performance based remuneration.

Executive Directors and Senior Executives

Executive Directors and Senior Executives are remunerated through a combination of:

- Fixed Remuneration (FR);
- Short-term Incentive (STI) – an annual cash and/or equity based incentive awarded at the discretion of the Board on achievement of specified company and individual performance goals;
- Long-term Incentive (LTI) – equity grants which may be granted on an annual basis, at the discretion of the Board, and have the potential to vest following achievement of specified company objectives measured over a 3 year period.

STI and LTI represent the 'at-risk' portions of remuneration.

Consistent with market practice, the proportion of remuneration attributable to each component of the Icon Energy Remuneration Policy is dependent on the level of seniority of the employee.

Generally, the LTI will only be available to the Executive Directors and senior executives; whereas STI may be made available to employees throughout the Company.

Table 2: Relative Proportions of Remuneration Packages

Position	Fixed	At Risk	
		STI% of FR	LTI% of FR
	FR%		
Managing Director	100	50	50
Executive Managers	100	40	40
Senior Management	100	30	20
Other Employees	100	10	-

The Icon Energy Limited Performance Rights Plan ("Plan") was presented and approved by shareholders at the Annual General Meeting held on 22 April 2010, under which the Company is able to grant appropriately structured short and long-term incentives to employees (including Executive Directors) in addition to their fixed remuneration. The structure of the STI and LTI plans and achievement of predefined STI and LTI targets is reviewed by the Board, and modified where appropriate, on an annual basis.

FIXED REMUNERATION

Fixed remuneration consists of the base remuneration calculated on a total cost basis and including FBT charges on employee benefits, as well as contributions to superannuation funds. Remuneration levels are reviewed annually. Senior executives were restricted to CPI increases over the financial year.

SHORT-TERM INCENTIVES

The only Short-term Incentive (STI) plan awards issued or in operation during the year were the 2012-13 STIs. Set out below are some of the key features of the Company's 2012-13 STI plan.

What is the STI?	STI is an annual cash (30%) and equity (70%) based incentive awarded at the discretion of the Board on achievement of specified company and individual performance goals established on an annual basis between management and their direct reports, which includes the Group's financial performance and individual performance.
How does STI contribute to Company Performance?	The STI rewards company executives and staff for meeting or exceeding corporate and individual performance goals. The STI aligns the interests of company executives with shareholders by incentivising executives to meet company goals that add value to the company and contributes to share price growth.
What is the value of STI that can be earned?	The STI that can be earned is based on a percentage of the executive's Fixed Remuneration (FR) ranging from 50% of FR for the Managing Director to 10% of FR for employees (refer to table 2 for further details).
What are the performance conditions?	<p>Performance conditions are set by the Board and reflect the financial and operational goals of Icon Energy and individual performance objectives over a 12 month period. Corporate key performance indicators include a focus on the following areas:</p> <ul style="list-style-type: none"> • Exploration success; • Health, Safety & Environment performance targets; • Growth in the Company's market capitalisation; • New project development.
Performance Period, Grant Date & Issue Price	Performance Rights issued under the 2012-13 STI were granted with effect from 14 December 2012. Performance Rights were granted at no cost to the participants. The Performance Period is between 1 July 2012 and 30 June 2013.
How is performance assessed?	Following the conclusion of the Performance Period (30 June 2013) the Board made an assessment as to the extent to which the STI corporate performance conditions have been met and the number of Performance Rights that will vest. Financial and operational performance is assessed against targets set at the start of the year. The performance of the Managing Director (MD) is assessed by the Board through the Remuneration, Nomination and Succession Committee and the performance of individual executives (other than the MD) is reviewed by the Committee based on the recommendation of the MD following executive performance appraisals.
When do the STI benefits vest?	The STI benefits will vest effective 30 June 2013 following the assessment of performance carried out by the Board after the end of the financial period. In the case of the cash component the benefit will be paid to employees following the assessment process. Where the Performance Rights vest, they may be exercised by the executive at any time up to the 'STI Last Exercise Date', which is 30 June 2015 for the 2012-13 STI grant. Any unexercised Performance Rights will lapse following the STI Last Exercise Date.
STI Performance Right Expiry/Lapse	<p>STI Performance Rights lapse if vesting does not occur on testing of the performance conditions. Where Performance Rights vest they may be exercised at any time up to the STI Last Exercise Date being 30 June 2015. Any Performance Rights not exercised by the STI Last Exercise Date will lapse.</p> <p>The Expiry Date for 2012-13 STI Performance Rights is 30 June 2015.</p>
What happens on exercise of rights?	When an executive exercises a Performance Right following vesting they will be issued with one ordinary share for every Performance Right exercised. No exercise price is paid on vesting as Performance Rights are issued at no cost.

LONG-TERM INCENTIVES

The only Long-term Incentive (LTI) plan awards issued or in operation during the year were the 2012-13 LTIs. Set out below are some of the key features of the Company's 2012-13 LTI plan.

What is the LTI?	Long-term incentives are delivered to executives in the form of equity awards (Performance Rights) which may vest as Icon shares upon the satisfaction of performance conditions/key performance drivers which underpin long term sustainable growth for the Company.										
How does LTI contribute to Company Performance?	The LTI provides an incentive to company executives to achieve company goals that add value to the company and contribute to long term share price growth. The LTI benefits only pass to executives following a sustained increase in the share price and the level of benefits paid to executives is dependent on the relative performance of the company when benchmarked against other listed energy companies incentivising executives to outperform.										
What is the value of LTI that can be earned?	The LTI that can be earned is based on a percentage of the executive's Fixed Remuneration (FR) ranging from 50% of FR for the Managing Director to 20% of FR for senior managers (refer to table 2 for further details)										
What are the performance conditions?	<p>In order for Performance Rights under the LTI to vest the following two sets of performance criteria must be met:</p> <p>(1) The average daily Icon Energy share price must achieve and maintain a level of at least 40 cents per share for at least 30 consecutive days over the 3 years commencing 1 July 2012; and</p> <p>(2) The growth of the Icon Energy share price relative to the share price of a comparator group of Australian oil and gas exploration and production companies and other companies appearing in the S&P/ASX 300 Energy list as determined by the Board (expressed as a percentile ranking) over the 3 years commencing 1 July 2012 must achieve the 40th percentile in order for rights to begin vesting.</p>										
Performance Period, Grant Date & Issue Price	Performance Rights issued under the 2012-13 LTI were granted with effect from 14 December 2012. Performance Rights were granted at no cost to the participants. The Performance Period is between 1 July 2012 to 30 June 2015.										
How is performance assessed?	<p>Following the conclusion of the Performance Period (30 June 2015) the Board will make an assessment as to the extent to which the LTI performance conditions have been met and the number of Performance Rights that will vest based on meeting the above conditions and the following table:</p> <table border="1" data-bbox="533 1406 1366 1715"> <thead> <tr> <th data-bbox="533 1406 971 1518">Movement in Share Price as Relative Percentile Ranking Against Comparator Group</th> <th data-bbox="971 1406 1366 1518">Percentage of performance rights to vest</th> </tr> </thead> <tbody> <tr> <td data-bbox="533 1518 971 1570">Below 40th percentile</td> <td data-bbox="971 1518 1366 1570">0%</td> </tr> <tr> <td data-bbox="533 1570 971 1621">40th percentile</td> <td data-bbox="971 1570 1366 1621">40%</td> </tr> <tr> <td data-bbox="533 1621 971 1673">Between 40th and 75th percentile</td> <td data-bbox="971 1621 1366 1673">Pro-rata</td> </tr> <tr> <td data-bbox="533 1673 971 1715">75th percentile or above</td> <td data-bbox="971 1673 1366 1715">100%</td> </tr> </tbody> </table>	Movement in Share Price as Relative Percentile Ranking Against Comparator Group	Percentage of performance rights to vest	Below 40th percentile	0%	40th percentile	40%	Between 40th and 75th percentile	Pro-rata	75th percentile or above	100%
Movement in Share Price as Relative Percentile Ranking Against Comparator Group	Percentage of performance rights to vest										
Below 40th percentile	0%										
40th percentile	40%										
Between 40th and 75th percentile	Pro-rata										
75th percentile or above	100%										
LTI Performance Right Expiry/Lapse	<p>LTI Performance Rights lapse if vesting does not occur on testing of the performance conditions. Where Performance Rights vest they may be exercised at any time up to the LTI Last Exercise Date being 30 June 2017. Any Rights not exercised by the LTI Last Exercise Date will lapse on that date.</p> <p>The Expiry Date for 2012 LTI Performance Rights is 30 June 2017.</p>										
What happens on exercise of rights?	When an executive exercises a Performance Right following vesting they will be issued with one ordinary share for every Performance Right exercised. No exercise price is paid on vesting as Performance Rights are issued at no cost.										

Allotment of STI and LTI Performance Rights to Executive Directors is subject to approval by shareholders. The 2012-13 STI and LTI allotments were approved by shareholders at the 2012 Annual General Meeting.

Table 3: Details of STI Performance Rights on Issue

Name	Rights Granted on 14 Dec 2012 (number)	Fair Value at Grant Date \$ (i)	Exercise Price \$	Vested during the year (number)	Lapsed during the year (number)	Date Rights First Vest & Can Be Exercised
Ray James	834,860	192,018	-	754,881	79,979	30 Jun 2013
Kevin Jih	482,826	111,050	-	436,571	46,255	30 Jun 2013
Ross Mallett	395,817	91,038	-	334,742	61,075	30 Jun 2013
Richard Holliday	270,518	62,219	-	228,777	41,741	30 Jun 2013
Total	1,984,021	456,325	-	1,754,971	229,050	

Table 4: Details of LTI Performance Rights on Issue

Name	Rights Granted on 14 Dec 2012 (number)	Fair Value at Grant Date \$ (ii)	Exercise Price \$	Vested during the year (number)	Lapsed during the year (number)	Date Rights First Vest & Can Be Exercised
Ray James	1,192,658	226,605	-	-	-	30 Jun 2015
Kevin Jih	689,751	131,053	-	-	-	30 Jun 2015
Ross Mallett	565,452	107,436	-	-	-	30 Jun 2015
Richard Holliday	257,636	48,951	-	-	-	30 Jun 2015
Total	2,705,497	514,045	-	-	-	

NOTES ON 2012 STI and LTI Performance Rights

(i) The aggregate fair value of rights granted with effect from 14 December 2012 (at the date of their grant) was \$456,325 of which \$403,644 was expensed in the 2012/13 financial year, with the remainder lapsing. In accordance with the requirements of the Australian Accounting Standards, remuneration includes the fair value of equity compensation granted or outstanding during the year. The fair value of equity instruments granted during the reporting period is determined as at the grant date and is progressively allocated over the vesting period. The amount included as remuneration is not related to or indicative of the benefit (if any) that individuals may ultimately realise should the rights vest. The value of the rights as at the grant date of has been determined in accordance with AASB 2 Share Based Payments. The calculations are performed using various approved rights valuation methodologies. See Note 16 to the Financial Report.

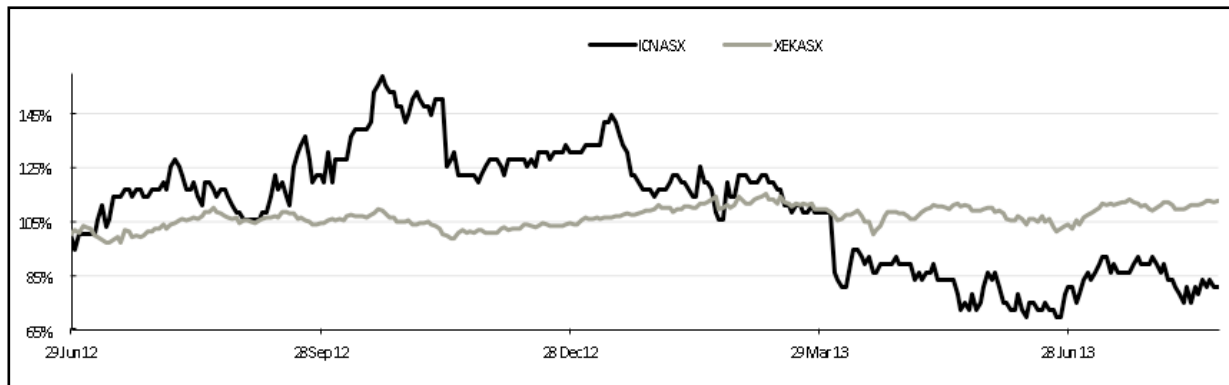
(ii) At 30 June 2013, the total fair value of the LTI rights granted during the year was \$514,044 of which \$171,348 was expensed in the 2012/13 financial year, with the remainder to be expensed in subsequent two years.

RELATIONSHIP BETWEEN REMUNERATION POLICY AND PERFORMANCE

Icon Energy's remuneration policy seeks to encourage an alignment between the performance of the Company and remuneration of its executive KMPs. It does this by including short-term and long-term 'at risk' incentives that only vest when executives achieve pre-determined key corporate performance objectives. The long-term incentive plan in particular links vesting of LTI plan rights to achievement of long-term company objectives such as growth in share price and market capitalisation and exploration performance which contributes to long-term shareholder value.

The following table shows the Company's Profit/Loss (after tax) for the last four years as well as the share price and market capitalisation over those years. The graph below the table shows the relative performance of the Company's share price against the S&P ASX 300 Energy Index during the financial year.

	30.6.2011	30.6.2012	30.6.2013
Closing Share Price	0.14	0.18	0.145
Number of Shares	469,301,394	469,301,394	533,391,210
Market Cap	\$65,702,195	\$84,474,251	\$77,341,725
Profit (Loss) after tax	(\$6,000,512)	(\$4,618,666)	\$3,720,392



During the year the Company achieved a number of positive milestones. These included:

- The Company maintained its excellent safety record with no Lost Time Injuries experienced during the year;
- The Company achieved a substantial profit;
- The Company successfully drilled, fracture stimulated and flow tested the Halifax-1 well in ATP855 and spudded the Hervey-1 and Keppel-1 vertical wells;
- The Company drilled 2 exploration wells in ATP626 and conducted a feasibility study to determine future exploration options. On 3 July 2013 the Company announced that it had regained the 100% equity interest in ATP626 previously held by JV partner Goondi Energy;
- During the year the Company secured the necessary capital to progress its exploration campaign in the Cooper Basin. The Company raised \$10,000,000 via a corporate placement and \$4,099,760 via Share Purchase Plan in November 2012. A further \$18,837,000 was raised by farming down a 4.9% interest in ATP855 to JV partner Beach Energy.

The Company issued a total of 2,334,736 Performance Rights to senior executives and staff under the Company's Short-term (STI) and 2,705,497 Performance Rights to senior executives under the Long-term (LTI) incentive plan effective 14 December 2012. The benefits available under these plans will only vest to the extent that the Company and its executives can achieve rigorous performance objectives that will add shareholder value.

Short Term Incentive

In August 2013 the Remuneration Committee assessed the extent to which senior executives and staff had achieved corporate and individual objectives during the year to 30 June 2013. Based on that assessment the Committee determined that on average 88% of STI performance rights issued on 14 December 2012 would vest. 12% of STI did not vest due to not all vesting conditions being met. The Committee stated that it had been many years since the Company had issued equity based incentives under the Performance Rights Plan and the efforts of Company management and staff in planning, funding and implementing a successful exploration program deserved to be commended and recognised.

Long Term Incentive

In August 2015 the Remuneration Committee will assess the extent to which senior executives have achieved corporate objectives during the 3 years to 30 June 2015. LTI incentives will not vest unless the share price exceeds 40 cents for a continuous period of at least 30 days and the Company's share price growth performs well when benchmarked against that of other energy companies.

SERVICE AGREEMENTS

The Company has a policy that service agreements with senior executives are limited in term and include termination clauses of between one and twelve months.

Service agreements are in place for the Managing Director (Mr Raymond James), the Chief Financial Officer (Dr Kevin Jih), the Legal Counsel & Company Secretary (Mr Ross Mallett), and Commercial Manager (Mr Richard Holliday).

The service agreements with the Company run for a period of five years, from the date of engagement or renewal and set out the duties and obligations of the respective senior executives.

The contracts provide that the agreements may be terminated by either party providing up to twelve months' notice as shown in the table below. The Company may make a payment in lieu of notice equal to the base amount prescribed in the service agreement for a specified period. In addition, accrued statutory benefits and superannuation benefits are payable. Should the Company be taken over and the contract terminated, an amount equal to one year's base salary is payable.

Name of Executive	Date of Contract	Termination by Icon (without cause)	Termination by employee	Termination Payments (where terminated by Company)	STI & LTI Entitlements
R James	1 January 12	12 months	6 months	Payment in lieu of notice based on FR Discretion of Board to pay portion of STI & LTI	STI: May earn up to 50% of FR LTI: May earn up to 50% of FR
K Jih	11 August 10	12 months	6 months	Payment in lieu of notice based on FR Discretion of Board to pay portion of STI & LTI	STI: May earn up to 40% of FR LTI: May earn up to 40% of FR
R Mallett	13 March 12	6 months	6 months	Payment in lieu of notice based on FR Discretion of Board to pay portion of STI & LTI	STI: May earn up to 40% of FR LTI: May earn up to 40% of FR
R Holliday	1 July 12	2 months	2 months	Payment in lieu of notice based on FR Discretion of Board to pay portion of STI & LTI	STI: May earn up to 30% of FR LTI: May earn up to 20% of FR

DIRECTORS AND KEY MANAGEMENT PERSONNEL REMUNERATION

	Year ended	Salaries & Fees (i)	Cash Bonus	Non-monetary Benefits	Other Benefits (ii)	Post employment			Share-based Payment	Total	Portion of Remuneration Based on Performance
						Superannuation	Long-term Employee Benefits (iii)	Termination Benefits	Shares and Units		
		\$	\$		\$	\$	\$	\$	\$	%	
Directors											
Stephen Barry	2013	90,000	-	-	-	8,100	-	-	-	98,100	-
	2012	90,000	-	-	-	8,100	-	-	-	98,100	-
Keith Hillless	2013	26,300	-	-	-	50,000	-	-	-	76,300	-
	2012	20,000	-	-	-	56,300	-	-	-	76,300	-
Derek Murphy	2013	70,000	-	-	-	6,300	-	-	-	76,300	-
	2012	70,000	-	-	-	6,300	-	-	-	76,300	-
Howard Lu	2013	70,000	-	-	-	6,300	-	-	-	76,300	-
	2012	70,000	-	-	-	6,300	-	-	-	76,300	-
Ray James	2013	483,223	71,174	-	101,569	47,648	13,524	-	249,158	966,296	33%
	2012	477,285	-	-	40,000	42,498	10,476	-	-	570,259	-
Kevin Jih	2013	347,923	41,162	17,962	31,457	33,723	3,653	-	144,095	619,975	30%
	2012(iv)	338,173	-	17,987	69,459	36,081	3,473	-	-	465,173	-
Senior Management											
Ross Mallett	2013	287,439	31,561	-	-	25,670	352	-	112,803	457,825	32%
	2012	79,692	-	-	-	7,172	111	-	-	86,975	-
James Carr (v)	2013	290,026	-	-	-	25,670	367	-	-	316,063	-
	2012	134,840	-	6,168	-	12,051	174	-	-	153,233	-
Richard Holliday	2013	256,033	21,570	-	-	22,980	333	-	68,936	369,852	25%
Larry Brown (v)	2012	84,452	-	5,517	-	25,979	-	187,584	-	303,532	-
Robert King (v)	2012	183,117	5,000	30,818	-	50,039	-	-	-	268,974	2%
Total	2013	1,920,944	165,467	17,962	133,026	226,391	18,229	-	547,992	3,057,012	-
	2012	1,547,559	5,000	60,490	109,459	250,820	14,234	187,584	-	2,175,146	-

(i) Salaries & Fees include annual leave paid during the year.

(ii) Other Benefits represent car allowance received during the year for Ray James of \$45,000 (30 June 2012: \$40,000). Ray James and Dr Jih received a payout of accrued annual leave amounting to \$56,569 and \$31,457 (30 June 2012:Nil) during the year.

(iii) Long-term employee benefits represent only the long service leave accrued during the year.

(iv) Salaries & Fees include annual leave paid during the year. The Company's CFO, Dr Jih was appointed to the Board as an Executive Director on 30/11/2011. Dr Jih received a salary increase of \$20,000 plus CPI effective 1 July 2011. Dr Jih received a payout of accrued annual leave amounting to \$69,459 during the 2012 year.

(v) J Carr resigned effective 21 June 2013. L Brown resigned effective 13 September 2011. R King resigned effective 11 April 2012.

DIRECTORS' AND SENIOR MANAGERMENTS' INTERESTS

As at 30 June 2013, the interests of the Directors and senior management or entities associated with them in shares and options of Icon Energy Limited were:

Personnel	Ordinary Shares No.	2012 STI Performance Rights (vested)	2012 LTI Performance Rights (unvested)	Options No.
Directors				
SM Barry	1,623,593	-	-	-
RS James	21,345,517	754,881	1,192,658	-
DJM Murphy	288,181	-	-	-
K Hilless	46,727	-	-	-
H Lu	16,068,181	-	-	-
K Jih	201,766	436,571	689,751	-
Senior Management				
R Mallett	593,872	334,742	565,452	-
R Holliday	907,517	228,777	257,636	-

Movements in the Directors' shareholdings during the year are detailed in Note 5(c) to the accounts.

No options were exercised by Directors or Senior Management during the year.

SHARE OPTIONS

Options Granted to Directors and Key Management Personnel of the Company

No options were issued or granted to Directors and Key Management Personnel of the Company during the year.

Options Held by Key Management Personnel

There were no options outstanding at 30 June 2013 or as at 30 June 2012.

Auditor's Independence Declaration

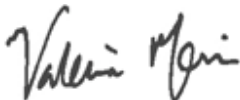
As auditor of Icon Energy Limited for the year ended 30 June 2013, I declare that, to the best of my knowledge and belief, there have been:

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

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



CROWE HORWATH BRISBANE



VALERIE MAIN

Partner

Signed at Brisbane, 27 August 2013

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Independent Auditor's Report

To the members of Icon Energy Limited

Report on the Financial Statements

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

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB101 *Presentation of Financial Statements* that the financial statements comply with International Financial Reporting Standards.

Auditor's Responsibility

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

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

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

Independence

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

Crowe Horwath Brisbane is a member of Crowe Horwath International, a Swiss Verein. Each member of Crowe Horwath is a separate and independent legal entity. Liability limited by a scheme approved under Professional Standards Legislation other than for the acts or omissions of financial services licensees.

Opinion

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

Report on Remuneration Report

We have audited the Remuneration Report included in pages 33 to 41 of the directors' report for the year ended 30 June 2013. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion, the Remuneration Report of Icon Energy Limited for the year ended 30 June 2013, complies with section 300A of the *Corporations Act 2001*.



CROWE HORWATH BRISBANE



VALERIE MAIN

Partner

Signed at Brisbane, 27 August 2013

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PO Box 2004
Broadbeach Waters
Queensland 4218 AUSTRALIA

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Fax: 61+ 07 5554 7100
Email: info@iconenergy.com
Web: www.iconenergy.com

DIRECTORS' DECLARATION

The Directors of the Company declare that:

- 1 The financial statements and notes, as set out on pages 46 to 71, are in accordance with the *Corporations Act 2001* and:
 - (a) comply with Accounting Standards; and
 - (b) give a true and fair view of the financial position as at 30 June 2013 and of the performance for the year ended on that date of the consolidated entity;
- 2 The Managing Director and Chief Financial Officer have each declared that:
 - (a) the financial records of the Company for the financial period have been properly maintained in accordance with section 286 of the *Corporations Act 2001* ;
 - (b) the financial statements and notes for the financial period comply with the Accounting Standards; and
 - (c) the financial statements and notes for the financial period give a true and fair view.
- 3 In the directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they come due and payable;
- 4 The attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 1 to the financial statements.

Signed in accordance with a resolution of the Board of Directors.



Stephen Barry
Chairman
27 August 2013

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2013

	NOTES	30 June 2013 \$	30 June 2012 \$
Revenue		-	-
Less: Cost of sales		-	-
Gross Profit/(Loss)		-	-
Other income	2a	590,724	1,329,823
Administration expenses		(3,284,173)	(3,528,842)
Depreciation and amortisation expense		(259,419)	(314,988)
Employee benefits and expenses		(2,939,212)	(2,707,052)
Occupancy expenses		(37,856)	4,722
Profit/(Loss) on sale of non-current assets	2b	17,982,143	(69,425)
Impairment expense	2c	(11,297,963)	-
Finance costs		(53,533)	(48,997)
Profit/(Loss) before income tax	3	700,711	(5,334,761)
Income tax benefit	4	3,019,681	716,095
Profit/(Loss) for the year		3,720,392	(4,618,666)
Other comprehensive income			
Exchange differences arising on translation of foreign operations		880	687
Other comprehensive income/(loss) for the year		880	687
Total comprehensive income/(loss) for the year		3,721,272	(4,617,979)
Profit/(Loss) for the year attributable to:			
Owners of the parent entity		3,720,392	(4,618,666)
Non-controlling interests		-	-
Profit/(Loss) for the year		3,720,392	(4,618,666)
Total comprehensive income/(loss) for the year attributable to:			
Owners of the parent entity		3,721,272	(4,617,979)
Non-controlling interests		-	-
Total comprehensive income/(loss) for the year		3,721,272	(4,617,979)
Earnings per share			
Basic earnings/(loss) per share (cents per share)	18	0.73	(0.98)
Diluted earnings/(loss) per share (cents per share)	18	0.73	(0.98)

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2013

	NOTES	30 June 2013 \$	30 June 2012 \$
CURRENT ASSETS			
Cash and cash equivalents	6	21,840,575	9,410,733
Trade and other receivables	7	432,519	280,104
Other financial assets	8	11,362,339	-
TOTAL CURRENT ASSETS		33,635,433	9,690,837
NON-CURRENT ASSETS			
Property, plant, and equipment	9	5,490,764	5,749,059
Financial assets	8	1	572,500
Exploration and Evaluation Expenditure	10	13,789,095	18,260,046
Other non-current assets	11	218,011	218,011
TOTAL NON-CURRENT ASSETS		19,497,871	24,799,616
TOTAL ASSETS		53,133,304	34,490,453
CURRENT LIABILITIES			
Trade and other payables	12	465,733	1,114,718
Short-term borrowings	13	3,429,500	83,773
Short-term provisions	14	415,862	405,636
TOTAL CURRENT LIABILITIES		4,311,095	1,604,126
NON-CURRENT LIABILITIES			
Long-term borrowings	13	-	3,429,500
Long-term provisions	14	1,832,369	213,639
TOTAL NON-CURRENT LIABILITIES		1,832,369	3,643,139
TOTAL LIABILITIES		6,143,464	5,247,265
NET ASSETS		46,989,840	29,243,186
EQUITY			
Issued capital	15	83,842,452	70,463,292
Reserves	17	(1,595,243)	(2,242,345)
Accumulated losses		(35,257,369)	(38,977,761)
TOTAL EQUITY		46,989,840	29,243,186

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2013

	Ordinary Share Capital (Note 15) \$	Reserves (Note 16, 17) \$	Accumulated Losses \$	Total \$
Balance 1 July 2011	70,463,292	(2,243,032)	(34,359,095)	33,861,165
Total comprehensive income:				
Loss for the year	-	-	(4,618,666)	(4,618,666)
Other comprehensive income	-	687	-	687
Total Comprehensive Income for the year	-	687	(4,618,666)	(4,617,979)
Transactions with owners in their capacity as owners:				
Shares issued	-	-	-	-
Share issue costs	-	-	-	-
Increase in share based payments reserve	-	-	-	-
Total transactions with owners	-	-	-	-
Balance at 30 June 2012 - attributable to owners of parent entity	70,463,292	(2,242,345)	(38,977,761)	29,243,186
Balance 1 July 2012	70,463,292	(2,242,345)	(38,977,761)	29,243,186
Total comprehensive income:				
Loss for the year	-	-	3,720,392	3,720,392
Other comprehensive income	-	880	-	880
Total Comprehensive Income for the year	-	880	3,720,392	3,721,272
Transactions with owners in their capacity as owners:				
Shares issued	14,099,760	-	-	14,099,760
Share issue costs	(720,600)	-	-	(720,600)
Increase in share based payments reserve	-	646,222	-	646,222
Total transactions with owners	13,379,160	646,222	-	14,025,382
Balance at 30 June 2013 - attributable to owners of parent entity	83,842,452	(1,595,243)	(35,257,369)	46,989,840

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2013

	NOTES	30 June 2013	30 June 2012
		\$	\$
		Inflows (Outflows)	Inflows (Outflows)
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash receipts from customers		89,977	1,468,706
Cash payments to suppliers and employees		(4,658,758)	(8,206,997)
Interest received		380,746	546,242
Finance costs		(53,533)	(48,997)
Income tax benefit		3,019,681	-
Net Cash used in operating activities	19	(1,221,887)	(6,241,045)
CASH FLOWS FROM INVESTMENT ACTIVITIES			
Investment in financial assets		(11,362,338)	2,000,000
Payments for property, plant & equipment		(19,586)	(67,625)
Payments for deferred exploration and evaluation expenditure		(7,652,659)	(6,294,604)
Proceeds from sale of non-current assets		18,850,636	22,045
Proceeds from joint venture contributions		540,289	3,764,426
Net Cash from/(used in) investment activities		356,342	(575,758)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of share capital		14,099,760	-
Capital raising costs		(720,600)	-
Repayment of borrowings		(83,773)	(151,372)
Net cash from/(used in) financing activities		13,295,387	(151,372)
Net increase/(decrease) in cash and cash equivalents held		12,429,842	(6,968,176)
Cash and cash equivalents at beginning of the financial year		9,410,733	16,378,909
Cash and cash equivalents at the end of the financial year	6	21,840,575	9,410,733

The accompanying notes form part of these financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 1 - STATEMENT OF ACCOUNTING POLICIES

The financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards (including Australian Accounting Interpretations) and other authoritative pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001*.

The financial statements cover Icon Energy Limited and controlled entities as a consolidated entity. Icon Energy Limited is a listed public company, incorporated and domiciled in Australia.

The financial statements have been prepared on an accruals basis and are based on historical costs modified by the revaluation of selected non-current assets and financial assets and financial liabilities for which the fair value basis of accounting is applied. All amounts are presented in Australian dollars, unless otherwise noted. This is also the functional currency of the parent.

The financial statements of Icon Energy Limited and its controlled entities comply with all International Financial Reporting Standards (IFRS) in their entirety.

The financial report was authorised for issue by the Board of Directors on 27 August 2013.

The following is a summary of the material accounting policies adopted by the consolidated entity in the preparation of the financial statements. The accounting policies have been consistently applied unless otherwise stated.

(a) Changes in Accounting Policies

Standards and Interpretations adopted

The new and revised accounting standards that are mandatory for the first time for the year ended 30 June 2013 had no impact on the entity's reported position and performance in the current or prior period.

Standards and Interpretations affecting presentation and disclosure

- Amendments to *AASB 101 Presentation of Financial Statements* (effective 1 July 2012) introduced new terminology for the statement of comprehensive income. Under the amended AASB 101, the statement of comprehensive income is renamed as a statement of profit or loss and other comprehensive income. Amended AASB 101 also requires the statement of comprehensive income to be grouped into two categories in the other comprehensive income section: (1) items that will not be reclassified subsequently to profit or loss and (2) items that may be reclassified subsequently to profit or loss when specific conditions are met. Because the new title is not mandatory, Icon Energy Limited has chosen to retain the name of "consolidated statement of comprehensive income".

Standards and Interpretations issued but not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2013 reporting periods. They are available for early adoption at 30 June 2013, but have not been applied in preparing this financial report. The consolidated entity's assessment of the impact of these new standards and interpretations is set out below:

- *AASB 9 Financial Instruments* includes requirements for the classification and measurement of financial assets resulting from the first part of Phase 1 of the project to replace *AASB 139 Financial Instruments: Recognition and Measurement*. AASB 9 is applicable to annual reporting periods beginning on or after 1 January 2015. The entity has not yet determined the potential effect of the standard.
- *AASB 10 Consolidated Financial Statements* changes the guidance on control and consolidation in *AASB 127 Consolidated and Separate Financial Statements*. *AASB 10* introduces a single definition of control that applies to all entities. This standard is applicable to annual reporting periods beginning on or after 1 January 2013. The entity has not yet determined the potential effect of the standard.
- *AASB 11 Joint Arrangements* deals with the classification of joint arrangements with two or more parties having joint control. This standard also deals with the joint arrangements where parties do not share joint control. AASB 11 replaces *AASB 131 Interests in Joint Ventures*. Under AASB 11 joint ventures are accounted for using equity method. This standard is effective from 1 January 2013. The entity has not yet determined the potential effect of the standard.
- *AASB 12 Disclosure of Interest in Other Entities* is a disclosure standard and therefore will not affect any of the amounts recognised in the financial statements. This standard is applicable to the entities with interests in subsidiaries, joint arrangements, associates and/or unconsolidated structured entities. It is effective from 1 January 2013.
- *AASB 13 Fair Value Measurement* and *AASB 2001-8 Amendments to Australian Accounting Standards* arising from *AASB 13*. It is effective from 1 January 2013 and explains how to measure fair value and aims to enhance fair value disclosures. The entity has not yet determined the potential effect of the standard.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 1 - STATEMENT OF ACCOUNTING POLICIES (Continued)

(b) Principles of Consolidation

A controlled entity is any entity controlled by Icon Energy Limited. Control exists where Icon Energy Limited has the power to dominate the decision-making in relation to the financial and operating policies of another entity so that the other entity operates with Icon Energy Limited to achieve the objectives of Icon Energy Limited. A list of controlled entities is contained in Note 22 to the accounts. All controlled entities have a June financial year end.

All inter-company balances and transactions between entities in the consolidated entity, including any unrealised profits or losses, have been eliminated on consolidation.

Where controlled entities have entered or left the consolidated entity during the year, their operating results have been included from the date control was obtained or until the date control ceased.

(c) Income Tax

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

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantively enacted, as 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 income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the period as well as unused tax losses.

Current and deferred income tax expense/(income) is charged or credited directly 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 assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of 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.

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

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

Tax Consolidation

Icon Energy Limited ("Head entity") and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under tax consolidation legislation. Each entity in the Group recognises its own current and deferred tax assets and liabilities. Such taxes are measured using the 'stand-alone taxpayer' approach to allocation. Current tax liabilities/(assets) and deferred tax assets arising from unused tax losses and tax credits in the subsidiaries are immediately transferred to the head entity. The Group notified the Tax Office that it had formed an income tax consolidated group to apply from 1 July 2008.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 1 - STATEMENT OF ACCOUNTING POLICIES (Continued)

(d) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred by a purchaser is not recoverable from the taxation authority. Under these circumstances, the GST is recognised as part of the cost of acquisition of an asset or as part of an item of expense.

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

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

(e) Property, Plant, and Equipment

Property, plant and equipment are brought to account at cost or at independent valuation, less, where applicable, any accumulated depreciation or amortisation. The carrying amount of property, plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows which will be received from the assets employment and subsequent disposal.

The depreciable amount of all fixed assets including capitalised leased assets, but excluding freehold land, are depreciated over their useful lives using the diminishing method commencing from the time the asset is held ready for use. Leasehold improvements are amortised over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements. Depreciation rates and methods are reviewed annually and, if necessary, adjustments are made.

The depreciation rates used for each class of depreciable asset are:

Class of Asset	Depreciation Rate
Plant and Equipment	20 – 40%
Buildings	2.50%
Fixtures and Fittings	3 - 20%

The gain or loss on disposal of all fixed assets, including re-valued assets, is determined as the difference between the carrying amount of the asset at the time of disposal and the proceeds of disposal, and is included in operating profit before income tax in the year of disposal. Any realised revaluation increment relating to the disposed asset, which is included in the asset revaluation reserve, is transferred to retained earnings at the time of disposal.

(f) Leases

Leases of plant and equipment, under which the Company or its controlled entities assume substantially all the risks and benefits of ownership, but not the legal ownership, are classified as finance leases. Other leases are classified as operating leases.

Finance leases are capitalised. A lease asset and a lease liability equal to the present value of the minimum lease payments is recorded at the inception of the lease. Contingent rentals are written off as an expense of the accounting period in which they are incurred. Capitalised leased assets are amortised on a straight line basis over the term of the relevant lease, or where it is likely the consolidated entity will obtain ownership of the asset, the life of the asset. Lease liabilities are reduced by repayments of principal. The interest component of the lease payments is charged to Statement of Comprehensive Income.

Lease payments for operating leases, where substantially all risks and benefits remain with the lessor, are charged as an expense on a straight-line basis over the lease term.

(g) Exploration, Evaluation and Development Expenditure

Exploration, evaluation and development expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that they are expected to be recouped through the successful development of an area or sale of the respective area of interest or where activities in the area have not yet reached a stage which permits reasonable assessment of the existence of economically recoverable reserves.

Accumulated costs in relation to an abandoned area are written off in full against profit/(loss) in the year in which the decision to abandon the area is made.

When commercial production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves. Any costs of site restoration are provided for during the relevant production stages and included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal, and rehabilitation of the site in accordance with clauses of the mining permits. Such costs have been determined using estimates of future costs, current legal requirements and technology.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 1 - STATEMENT OF ACCOUNTING POLICIES (Continued)

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

Any changes in the estimates for the costs are accounted on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly, the costs have been determined on the basis that the restoration will be completed within one year of abandoning the site.

(h) Interests in Joint Ventures

The consolidated entity has interests in joint ventures that are jointly controlled operations. The consolidated entity's share of the assets, liabilities, revenue and expenses of joint venture operations are included in the respective items of the consolidated Statement of Financial Position and Statement of Comprehensive Income.

(i) Trade Creditors

A liability is recorded for the goods and services received prior to balance date, whether invoiced to the company or not. Trade creditors are normally settled within 30 days.

(j) Cash and Cash Equivalents

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

For the purpose of the Statements of Cash Flows, cash and cash equivalents include cash and cash equivalents as above, net of outstanding bank overdrafts.

(k) Provisions

A provision is made for dividends payable when dividends are declared by the company.

Other provisions for make good obligations are recognised when the group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

(l) Employee Benefits

Provision is made for the company's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

Share based payments

Share based payment benefits are provided to employees through the Icon's Employee Performance Rights Plan. Information relating to this scheme is set out in note 16. The fair value of performance rights granted under the Icon's Employee Performance Rights Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the rights granted, which includes any market performance conditions and the impact of any non-vesting conditions but excludes the impact of any service and non-market performance vesting conditions.

Non-market vesting conditions are included in assumptions about the number of rights that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of rights that are expected to vest based on the non-market vesting conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

(m) Revenue

Revenue is recognised and measured at the fair value of consideration received or receivable.

Revenue from sale of goods is recognised upon the delivery of goods to customers.

Interest and royalty revenue is recognised as earned.

Revenue from rendering of a service is recognised upon the delivery of the service to the customers.

All revenue is stated net of the amount of goods and services tax (GST).

(n) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. The Chief Operating Decision Maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director.

(o) Comparative Figures

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 1 - STATEMENT OF ACCOUNTING POLICIES (Continued)

(p) Financial Instruments Recognition

Financial instruments are initially measured at fair value at settlement date, which includes transaction costs, when the related contractual rights or obligations exist. Subsequent to initial recognition these instruments are measured as set out below.

Financial assets at fair value through profit or loss

A financial asset is classified in this category if acquired principally for the purpose of selling in the short term or if so designated by management and within the requirements of AASB 139: Recognition and Measurement of Financial Instruments. Derivatives are classified as held for trading unless they are designated as hedges. Realised and unrealised gains and losses arising from changes in the fair value of these assets are included in the Statement of Comprehensive Income in the period in which they arise. Assets in this category are classified as current assets if they are expected to be settled within 12 months; otherwise they are classified as non-current.

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 stated at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired. Loans and receivables are classified as current assets, except for those with maturities greater than 12 months after the reporting period which are classified as non-current assets.

Held-to-maturity investments

These investments have fixed or determinable payments and fixed maturities, and it is the group's intention to hold these investments to maturity. Any held-to-maturity investments held by the group are stated at amortised cost using the effective interest rate method. Gains or losses are recognised in profit or loss when the investments are derecognised or impaired, as well as through the amortisation process. These assets are included in non-current assets, except for those with maturities less than 12 months from the end of the reporting period, which would be classified as current assets.

Available-for-sale financial assets

Available-for-sale financial assets include any financial assets not included in the above categories. Available-for-sale financial assets are reflected at fair value. Unrealised gains and losses arising from changes in fair value are taken directly to equity until the investment is derecognised or determined to be impaired, at which time the cumulative gain or loss previously reported in equity is recognised in profit or loss. These assets are classified as non-current assets unless the investment matures or management intends to dispose of investment within 12 months of the end of the reporting period.

Financial liabilities

Non-derivative financial liabilities are recognised at amortised cost, comprising original debt less principal payments and amortisation.

Fair value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models. The net fair value of financial assets and liabilities approximates their carrying value.

Impairment

At each reporting date, the consolidated entity assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether an impairment has arisen. Impairment losses are recognised in profit or loss.

(q) Impairment of Assets

At each reporting date, the directors review the carrying values of its tangible and intangible assets which include exploration, evaluation and development expenditures, to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed and included in profit or loss.

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 1 - STATEMENT OF ACCOUNTING POLICIES (Continued)

(r) Foreign Currency Transactions and Balances

Functional and presentation currency

The functional currency of each of the controlled entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the profit or loss, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity, otherwise the exchange difference is recognised in profit or loss.

Group

The financial results and position of foreign operations whose functional currency is different from the group's presentation currency are translated as follows:

- assets and liabilities are translated at year-end exchange rates prevailing at that reporting date;
- income and expenses are translated at average exchange rates for the period; and
- retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign operations are transferred directly to the group's foreign currency translation reserve in the Statement of Financial Position and are recognised as other comprehensive income.

(s) Critical accounting estimates and judgments

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

The resulting accounting estimates may not equal the related actual results. The estimates, assumptions and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Impairment

The directors assess impairment at each reporting date by evaluating conditions specific to the entity that may lead to impairment of assets including exploration and evaluation expenditure. Where an impairment trigger exists, the recoverable amount of the asset is determined. Any excess of asset's carrying value over recoverable amount is expensed and included in profit and loss.

Long service leave provision

The liability for long service leave is recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

Mineral interest valuation

The mineral interest in West Baton Rouge Parish, Louisiana (Note 8) is carried at fair value. Estimates are used when determining fair value in relation to future production.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 2 - REVENUE

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
2a. OTHER INCOME		
Administration fees	31,173	564,664
Recovery of drilling supervision costs	-	120,463
Interest received:		
- Financial Institutions	380,746	546,242
Royalties	57,488	76,510
Other Income	121,317	21,943
TOTAL OTHER INCOME	590,724	1,329,823
2b. PROFIT/(LOSS) ON SALE OF NON-CURRENT ASSETS		
Proceeds on disposal of non-current assets	18,850,636	116,749
Written down value of non-current assets sold	(868,494)	(186,174)
	17,982,143	(69,425)
2c. IMPAIRMENT EXPENSE		
Exploration impairment expense	10,723,548	-
Impairment of investment - US Mineral Interest	572,499	-
Impairment Property, Plant & Equipment	1,915	-
	11,297,963	-

NOTE 3 - PROFIT/(LOSS) BEFORE INCOME TAX

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
Profit/(Loss) before income tax has been determined after:		
Amounts received or due and receivable by the parent entity auditor:		
• Audit or review of financial report	49,615	60,886
• Taxation and consultancy fees	600	9,200
	50,215	70,086
Amounts set aside for provision for:		
• Employee entitlements	233,651	(65,076)
Litigation settlement relating to the Lake Oil NL dispute	(120,000)	-
Foreign exchange (gains)/losses	(257,275)	(22,677)
Superannuation Expense	167,901	225,878

NOTE 4 - INCOME TAX EXPENSE

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
Profit/(Loss) before tax expense	700,711	(5,334,761)
Prima facie tax payable on Profit/(Loss) before income tax at 30% (2012: 30%)	210,213	(1,600,428)
Increase/(decrease) in income tax expense due to:		
Non Deductible Expenses	3,258	4,004
STI and LTI expenses	252,267	-
R&D Offset refund	(3,019,681)	716,095
Deferred tax benefits not brought to account	(465,738)	164,235
Income Tax Attributable to Profit/(loss) before tax	(3,019,681)	(716,095)

Deferred Tax Assets not brought to account, the benefits of which will only be realised if the conditions for deductibility of tax losses set out in Note 1 occur based on corporate tax rate of 30% (2012: 30%) for Australian companies.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 4 - INCOME TAX EXPENSE (Continued)

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
Tax losses	38,852,013	46,290,436
Potential tax benefit	11,655,604	13,887,131
Temporary differences		
Other	956,797	747,148
Provisions	836,588	435,275
Potential tax benefit	538,016	354,727
Total deferred tax benefits not brought to account	12,193,620	14,241,858
Deferred Tax Liabilities		
Mining and exploration costs	12,801,047	18,076,046
Total deferred tax liabilities not brought to account	3,840,314	5,422,814
Total deferred tax assets not brought to account - net	8,353,306	8,819,044

NOTE 5 - KEY MANAGEMENT PERSONNEL REMUNERATION

(a) Key management personnel compensation		
• Short term employee benefits	2,237,399	1,722,508
• Long term benefits	18,229	14,234
• Post employment benefits	226,391	250,820
• Termination benefits*	-	187,584
• Share-based payments	574,992	-
	3,057,011	2,175,146

Apart from the details disclosed in this note, no Director has entered into a material contract with the Company or consolidated entity since 1 July 2012 and there were no material contracts involving Directors' interests existing at year end.

*Termination benefits were reported only within the Remuneration report during the period ended 30 June 2012.

(b) Performance rights provided as remuneration

Details of performance rights granted as remuneration, together with their terms and conditions, can be found in the remuneration report.

Performance rights holdings

The numbers of performance rights granted under the executive short-term and long-term incentive scheme that were held during the financial year by each director of Icon and other key management personnel of the group are set out below.

2013	Balance	Granted as	Lapsed rights	Balance	Vested and	Unvested
	1.07.2012	compen- sation		30.06.2013	exercisable	
	No	No	No	No	No	No
Directors						
Stephen Barry	-	-	-	-	-	-
Derek Murphy	-	-	-	-	-	-
Keith Hillless	-	-	-	-	-	-
Howard Lu	-	-	-	-	-	-
Raymond						
James	-	2,027,518	(79,979)	1,947,539	754,881	1,192,658
Kevin Jih	-	1,172,577	(46,255)	1,126,322	436,571	689,751
Senior Management						
Ross Mallett	-	961,269	(61,075)	900,194	334,742	565,452
Richard						
Holliday						
(Appointed						
01/07/2013)	-	528,154	(41,741)	486,413	228,777	257,636
	-	4,689,518	(229,050)	4,460,468	1,754,971	2,705,497

There were no options held by Key Management Personnel during the period ended 30 June 2013 (30 June 2012: Nil).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 5 - KEY MANAGEMENT PERSONNEL REMUNERATION (Continued)

(c) Shareholdings

The movement during the year in the number of ordinary shares in Icon Energy Limited held directly, indirectly or beneficially, by each Key Management Personnel, including their related parties, is as follows:

2013	Balance	Employee	Purchases	Options	Sold/Other*	Balance
	1.07.2012	Share				30.06.2013
	No	Ownership	No	Exercised	No	No
		Plan		No		
		No				
Directors						
Stephen Barry**	1,600,866	-	22,727	-	-	1,623,593
Derek Murphy**	150,000	-	138,181	-	-	288,181
Keith Hillless	24,000	-	22,727	-	-	46,727
Howard Lu	16,000,000	-	68,181	-	-	16,068,181
Raymond James**	21,277,336	-	68,181	-	-	21,345,517
Kevin Jih	133,585	-	68,181	-	-	201,766
Senior Management						
Ross Mallett**	-	-	593,872	-	-	593,872
Richard Holliday** (Appointed 01/07/2012)	623,760	-	283,757	-	-	907,517
James Carr (Resigned 21/06/2013)	-	-	-	-	-	-
	39,809,547	-	1,265,807	-	-	41,075,354

* Sold/Other shares include shares removed as a result of no longer being a KMP.

** These KMP's shareholdings include indirect shareholdings held by their spouse and/or related corporations.

2012	Balance	Employee	Purchases	Options	Sold/Other*	Balance
	1.07.2011	Share				30.06.2012
	No	Ownership	No	Exercised	No	No
		Plan		No		
		No				
Directors						
Stephen Barry	1,600,866	-	-	-	-	1,600,866
Derek Murphy	100,000	-	50,000	-	-	150,000
Keith Hillless	24,000	-	-	-	-	24,000
Howard Lu	16,000,000	-	-	-	-	16,000,000
Raymond James	21,143,925	-	133,411	-	-	21,277,336
Kevin Jih (Appointed 30/11/2011)	133,585	-	-	-	-	133,585
Senior Management						
Ross Mallett (Appointed 13/3/2012)	-	-	-	-	-	-
James Carr	-	-	-	-	-	-
Lawrence Brown	222,641	-	-	-	(222,641)	-
Robert King (Resigned 11/04/2012)	-	-	-	-	-	-
	39,225,017	-	183,411	-	(222,641)	39,185,787

* Sold/Other shares include shares removed as a result of no longer being a KMP.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 5 - KEY MANAGEMENT PERSONNEL REMUNERATION (Continued)

(d) Transactions with Directors and Director Related Entities

Legal fees paid in the ordinary course of business to CKB Partners, a firm with which Mr. S Barry is associated.

All services provided by the director-related entities were at normal commercial terms and conditions.

CONSOLIDATED ENTITY	
30 June 2013	30 June 2012
\$	\$
3,744	-

NOTE 6 - CASH AND CASH EQUIVALENTS

Cash on hand
Cash at Bank

Reconciliation of

Cash at the end of the financial year as shown in the Statement of Cash Flows is reconciled to items in the Statement of Financial Position as follows:

Cash and cash equivalents

Balance as per Statement of Cash Flows

CONSOLIDATED ENTITY	
30 June 2013	30 June 2012
\$	\$
305	706
21,840,269	9,410,026
21,840,575	9,410,733

21,840,575	9,410,733
21,840,575	9,410,733

NOTE 7 - TRADE AND OTHER RECEIVABLES - CURRENT

Other receivables

432,519	280,104
432,519	280,104

Other receivables are not past due and are not impaired at 30 June 2013. All amounts are expected to be received in less than 12 months.

NOTE 8 - FINANCIAL ASSETS

Current

Investment - Term Deposit

Term Deposit - Security for the bank loan

Note

13

CONSOLIDATED ENTITY	
30 June 2013	30 June 2012
\$	\$
11,000,000	-
362,339	-
11,362,339	-

Non Current

Mineral Interest in West Baton Rouge Parish, Louisiana, USA, at fair value

Less: Impairment

572,500	572,500
(572,499)	-
1	572,500

NOTE 9 - PROPERTY, PLANT, AND EQUIPMENT

Plant and Equipment - at cost
less: accumulated depreciation

Building - at cost
less: accumulated depreciation

Fixtures and Fittings - at cost
less: accumulated depreciation

Land at cost

Plant and Equipment - under lease
less: accumulated amortisation

Total property, plant and equipment at written down value

CONSOLIDATED ENTITY	
30 June 2013	30 June 2012
\$	\$
1,163,450	1,264,142
(801,618)	(765,981)
361,832	498,161
2,172,934	2,172,934
(187,192)	(136,276)
1,985,742	2,036,658
1,000,862	998,612
(297,671)	(224,372)
703,191	774,240
2,440,000	2,440,000
5,490,764	5,749,059
154,571	154,571
(154,571)	(154,571)
-	-
5,490,764	5,749,059

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 9 - PROPERTY, PLANT, AND EQUIPMENT (Continued)

Movements in carrying amounts

Movements in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

Consolidated Entity	Plant & Equipment	Building	Fixture and Fittings	Land	Total
	\$	\$	\$	\$	\$
Balance at 1 July 2011	644,951	2,088,880	854,535	2,440,000	6,028,366
Additions	65,257	-	2,368	-	67,625
Disposals	(31,944)	-	-	-	(31,944)
Depreciation	(180,103)	(52,222)	(82,663)	-	(314,988)
Balance at 30 June 2012	498,161	2,036,658	774,240	2,440,000	5,749,059
Balance at 1 July 2012	498,161	2,036,658	774,240	2,440,000	5,749,058
Additions	17,336	-	2,250	-	19,586
Disposals	(18,461)	-	-	-	(18,461)
Depreciation	(135,204)	(50,916)	(73,299)	-	(259,419)
Balance at 30 June 2013	361,832	1,985,742	703,191	2,440,000	5,490,765

A charge exists over four items of plant and equipment as part of a hire purchase finance arrangements. The written down value of these assets was \$40,323 as at 30 June 2013 (30 June 2012: \$124,302). A commercial property comprising land and buildings is subject to a registered security over the bank loan referred to in Note 13. The book value of the property was \$4,425,742 as at 30 June 2013 (30 June 2012: \$4,476,658).

NOTE 10 - EXPLORATION AND EVALUATION EXPENDITURE

	Note	CONSOLIDATED ENTITY	
		30 June 2013	30 June 2012
		\$	\$
Exploration and Evaluation Expenditure at cost		42,232,747	35,439,861
Less: Impairment	2c	(10,723,548)	-
Less: Joint Venture Contributions Applied		(17,720,104)	(17,179,815)
		13,789,095	18,260,046

Exploration and evaluation expenditure incurred is carried forward for each area of interest. This expenditure is only carried forward if it is expected to be recovered through the successful development, commercial exploitation or alternatively sale of respective areas of interest or where the activities in the area of interest have not reached a stage which permits a reasonable assessment of economically recoverable reserves and operations in the area of interest are continuing. In assessing the recoverability of exploration and evaluation expenditure in the financial report, the directors have considered the impacts of relationships with joint venture operators, future funding arrangements and planned future expenditure in relation to mining leases held.

Based on an independent feasibility study, it was recommended that all CSG wells in the ATP 626 area be plugged and abandoned. Therefore, twenty-one wells were plugged and abandoned in ATP 626.

NOTE 11 - OTHER NON-CURRENT ASSETS

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
Performance guarantee bonds	218,011	218,011
	218,011	218,011

NOTE 12 - TRADE AND OTHER PAYABLES

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
Current		
Trade and sundry payables	465,733	1,114,718
	465,733	1,114,718

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 13 - BORROWINGS

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
Secured		
Current		
Hire purchase liabilities	29,500	83,773
Bank loan	3,400,000	-
	3,429,500	83,773
Non Current		
Hire purchase liabilities	-	29,500
Bank loan	-	3,400,000
	-	3,429,500
	3,429,500	3,513,273

The hire purchase liabilities are secured by motor vehicle with a written down value of \$40,323 as at 30 June 2013 (30 June 2012: \$124,302) and are subject to interest rate of 8.14% (30 June 2012: 8.14%) and are repayable in monthly instalments of \$2,028 including finance charges.

The bank loan is secured by commercial property with a written down value of \$4,425,742 as at 30 June 2013 (30 June 2012: \$4,476,658) and is subject to interest rate of 4.80% (30 June 2012: 5.96%). The existing loan term expires in 2015. The balance was repaid on 1 July 2013. The loan is a redraw facility.

NOTE 14 - PROVISIONS

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
Current		
Employee entitlements	415,862	405,636
	415,862	405,636
Non Current		
Employee entitlements	58,396	29,639
Restoration provision	1,773,973	184,000
	1,832,369	213,639
	2,248,231	619,275
Number of employees at year end	15	15

NOTE 15 - ISSUED CAPITAL

Authorised and Issued Share Capital

Issued share capital 533,391,210 (30 June 2012: 469,301,394) fully paid, no par value ordinary shares.

	30 JUNE 2013		30 JUNE 2012	
	Number of shares	\$	Number of shares	\$
Fully Paid Shares				
Balance at beginning of the year	469,301,394	70,463,292	469,301,394	70,463,292
Shares issued:				
• November 2012 - Shares issued for cash	45,454,546	10,000,000	-	-
• December 2012 - Shares issued for cash	18,635,270	4,099,760	-	-
• Capital Raising Costs	-	(720,600)	-	-
Balance at the end of the year	533,391,210	83,842,452	469,301,394	70,463,292

The holders of ordinary shares are entitled to receive dividends as declared and are entitled to one vote per share at shareholders' meetings. In the event of winding up the company, all shareholders participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 16 - SHARE BASED PAYMENTS

The establishment of the Icon's Performance Rights Plan was approved by shareholders at the 2010 AGM and the allotments were approved by shareholders at the 2012 AGM.

The STI rewards company executives and staff for meeting or exceeding corporate and individual performance goals. The STI aligns the interests of company executives with shareholders by incentivising executives to meet company goals that add value to the company and contributes to share price growth. Performance conditions are set by the Board and reflect the financial and operational goals of Icon Energy and individual performance objectives over a 12 month period commencing 1 July 2012. Corporate key performance indicators include a focus on the following areas:

- Exploration success;
- Health, Safety & Environment performance targets;
- Growth in the Company's market capitalisation;
- New project development.

In order for Performance Rights under the LTI to vest the following two sets of performance criteria must be met:

- (1) The average daily Icon Energy share price must achieve and maintain a level of at least 40 cents per share for at least 30 consecutive days over the 3 years commencing 1 July 2012; and
- (2) The growth of the Icon Energy share price relative to the share price of a comparator group of Australian oil and gas exploration and production companies and other companies appearing in the S&P/ASX 300 Energy list as determined by the Board (expressed as a percentile ranking) over the 3 years commencing 1 July 2012 must achieve the 25th percentile in order for rights to begin vesting.

Under the plan, participants are granted rights which only vest if certain performance standards are met. Participation in the plan is at the board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

The amount of rights that will vest depends on the extent the performance criteria are met and are granted under the plan for no consideration. Rights granted under the plan carry no dividend or voting rights. When exercisable, each right is convertible into one ordinary share. The exercise price is nil.

Set out below is a summary of performance rights granted under the plan:

Short-term Incentives

Grant date	Expiry date	Balance at start of the year	Granted during the year	Exercised during the year	Lapsed during the year	Balance at the end of the year	Vested and exercisable at the end of the year
		No	No	No	No	No	No
14 Dec 2012	30 June 2015	-	2,334,735	-	(269,987)	2,064,748	2,064,748
Total:		-	2,334,735	-	(269,987)	2,064,748	2,064,748

Long-term incentives

Grant date	Expiry date	Balance at start of the year	Granted during the year	Exercised during the year	Lapsed during the year	Balance at the end of the year	Vested and exercisable at the end of the year
		No	No	No	No	No	No
14 Dec 2012	30 June 2017	-	2,705,497	-	-	2,705,497	-
Total:		-	2,705,497	-	-	2,705,497	-

Expenses arising from share-based payment transactions

Total expenses arising from share-based payment transactions recognised during the year as part of employee benefit expense were as follows:

	30 June 2013	30 June 2012
	\$	\$
Rights issued under Performance Rights Plan - STI	474,874	-
Rights issued under Performance Rights Plan - LTI	171,348	-
Total	646,222	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 16 - SHARE BASED PAYMENTS (Continued)

Share Based Payments Reserve

	30 June 2013	30 June 2012
	\$	\$
Opening Balance	-	-
Fair value of shares/rights granted*	646,222	-
Closing balance	646,222	-

* The fair value of shares/rights granted on 14 December 2012.

Performance Rights on Issue

During the financial year ended 30 June 2013, the STI and LTI performance rights were granted at nil consideration in accordance with the approval of shareholders at the 2010 AGM. The fair value of these rights has been calculated using the Black-Scholes Option Pricing Model for STI and EOS5 Model for LTI. The assessed fair value at grant date of performance rights granted during the year ended 30 June 2013 was 23 cents per right for STI and 19 cents per right for LTI.

The model inputs for the year included:

	STI Granted 14 December 2012	LTI Granted 14 December 2012
Exercise price	Nil	Nil
Expiry date	30 June 2015	30 June 2017
Total fair value at grant date	\$ 536,989	\$ 514,044
Number of rights granted	2,334,735	2,705,496
Share price at grant date	\$0.23	\$0.23
The expected price volatility	50%	50%
Risk free interest rate	2.69%	2.69%
Dividend yield	0.00%	0.00%

The expected price volatility is based on the historic volatility (based on the remaining life of the rights), adjusted for any expected changes to future volatility due to publicly available information.

A summary of services and performance criteria to be met before beneficial interests vest to individuals is provided in the Remuneration Report.

There were no performance rights granted or issued during the year ended 30 June 2012.

NOTE 17 - RESERVES

	Note	30 June 2013	30 June 2012
		\$	\$
Share based payments reserve *	16	646,222	-
Foreign currency translation reserve **		(2,241,465)	(2,242,345)
Total reserves		(1,595,243)	(2,242,345)

* Share based payments reserve is used to recognise the fair value of shares and rights issued to employees of the company.

** The foreign currency translation reserve records exchange differences arising on translation of a foreign controlled subsidiary.

NOTE 18 - EARNINGS PER SHARE

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
(a) Reconciliation of Earnings to Net Profit/(Loss)		
Net Profit/(Loss) for the year	3,720,392	(4,618,666)
Earnings used in the calculation of basic EPS	3,720,392	(4,618,666)
Earnings used in the calculation of diluted EPS	3,720,392	(4,618,666)
(b) Weighted average number of ordinary shares outstanding during the year used in the calculation of basic EPS.	508,461,425	469,301,394
Adjustment for calculation of diluted earnings per share	2,600,721	-
Weighted average number of ordinary shares outstanding during the year used in the calculation of diluted EPS.	511,062,145	469,301,394

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 19 - CASH FLOW INFORMATION

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
Reconciliation of net cash used in operating activities to Profit/(loss) after income tax:		
Profit/(loss) after income tax	3,720,392	(4,618,666)
Add/(less) non-cash items:		
Depreciation and amortisation	259,419	314,988
Loss/(Gain) on sale of non-current assets	(17,982,143)	9,898
Impairment of non-current assets	11,297,963	-
Movement in share based payments reserve	646,222	-
Adjustment for changes in assets and liabilities		
Other non-current assets*	-	2,726
Trade and other receivables	(152,416)	(69,218)
Trade and other payables**	(640,280)	(1,581,914)
Employee provisions	38,983	(65,076)
Lease provisions	-	(233,783)
Restoration provision	1,589,973	-
Net cash used in operating activities	(1,221,887)	(6,241,045)

* Other non-current assets amount is exclusive of deferred exploration expenditure movement.

** Trade and other payables amount is exclusive of the movement in payables attributable to deferred exploration expenditure, which has been incorporated into Cash Flows from Investment Activities.

NOTE 20 - CAPITAL AND LEASING COMMITMENTS

Hire-Purchase Commitments

Hire- Purchase commitments payable:

- not later than one year
- later than one year but not later than five years

Minimum hire-purchase payments

Less: future finance charges

- not later than one year
- later than one year but not later than five years

Total Hire-Purchase Liabilities

Present value of minimum lease and loan payments

- not more than one year
- later than one year but not later than five years

Current borrowings

Non-current borrowings

NOTES

	CONSOLIDATED ENTITY	
	30 June 2013	30 June 2012
	\$	\$
29,555	86,226	
-	29,555	
29,555	115,781	
(55)	(2,453)	
-	(55)	
29,500	113,273	
3,429,500	83,773	
-	29,500	
3,429,500	113,273	
13	3,429,500	83,773
13	-	29,500
	3,429,500	113,273

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 20 - CAPITAL AND LEASING COMMITMENTS (Continued)

Work Programme Commitments

The total commitments for work programmes for ATP849P, ATP549, ATP855P* and PEP170 are as follows:

Exploration expenditure commitments

- not later than 1 year
- later than one year but not later than five years

CONSOLIDATED ENTITY	
30 June 2013	30 June 2012
\$	\$
6,454,225	6,512,983
8,997,800	15,674,158
15,452,025	22,187,141

If any of the above expenditures are not met then the Department of Mines and Energy (QLD) / the Department of Primary Industries (VIC) will require the permit to be forfeited without liability.

* This is based on a 35.1% interest, for further details refer to note 21.

NOTE 21 - JOINT VENTURES

The following is a list of active mining tenements held by Icon Energy and its subsidiaries.

Oil and Gas	Basin	Interest % 30 June 2013	Interest % 30 June 2012
ATP 549P West	Cooper Eromanga	33.33%	33.33%
ATP 594P	Cooper Eromanga	50.00%	50.00%
ATP 794P Regleigh & Springfield	Cooper Eromanga	60.00%	60.00%
ATP 794P Brightspot	Cooper Eromanga	75.00%	75.00%
ATP 626P*	Surat	99.00%	99.00%
ATP 849P	Surat	80.00%	80.00%
ATP 855P**	Cooper Eromanga	35.10%	40.00%
PEL 218 Post Permian	Cooper Eromanga	33.33%	33.33%
ATP 560 Ueleven	Cooper Eromanga	50.50%	50.50%
EPG 49	Cooper Eromanga	100.00%	100.00%
EPG 51	Cooper Eromanga	100.00%	100.00%
PEP 170	Gippsland	100.00%	100.00%

* Goondi Energy's 1% legal interest was transferred to Icon on 2 July 2013 subject to government approval.

** On 25 June 2013 Icon transferred a 4.9% interest in ATP 855 to Beach Energy Limited on payment by Beach Energy Limited of US\$18 million. The transfer of the interest is subject to government approval.

The consolidated entity's interest in assets employed in the above joint ventures are included in the Statement of Financial Position under the following classifications:

NON CURRENT ASSETS

Exploration and evaluation expenditure at cost

Total Non Current Assets

Share of total assets in joint venture***

CONSOLIDATED ENTITY	
30 June 2013	30 June 2012
\$	\$
12,035,254	14,205,548
12,035,254	14,205,548
12,035,254	14,205,548

*** Icon Energy Limited acquired Goondi Energy Pty Ltd's equity interest in ATP 626. Goondi exercised its right to exit the joint venture on 2 July 2013. After the transfer Icon Energy holds 100% in ATP 626. The transfer of interest is subject to government approval.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 22 - CONTROLLED ENTITIES

Parent entity:

Icon Energy Limited

Australia

Subsidiaries of Icon Energy Limited:

	Country of Incorporation	Date of Incorporation	% Owned	
			30 June 2013	30 June 2012
Jakabar Pty Ltd	Australia	18 December 1992	100	100
Icon Drilling Pty Ltd	Australia	18 November 1994	100	100
Icon Gas Productions Pty Ltd	Australia	16 December 2008	100	100
Icon Domestic LNG Pty Ltd	Australia	19 July 2010	100	100
Icon Geothermal Pty Ltd	Australia	19 July 2010	100	100
Icon LNG (China) Pty Ltd	Australia	19 July 2010	100	100
Icon Cooper Pty Ltd	Australia	19 July 2010	100	100
Icon Oil US (LLC)	USA	5 January 1993	100	100

NOTE 23 - SEGMENT INFORMATION

The consolidated entity operates in the oil exploration and petroleum sector, predominantly within Queensland. The majority of its exploration activities are conducted in the Cooper/Eromanga and Surat Basins in Australia. Icon's Board of Directors reviews internal management reports on at least a monthly basis.

INFORMATION ABOUT GEOGRAPHICAL AREAS

In presenting the information on the basis of geographical areas, the Australian geographical areas include a majority of corporate head office expenses on the basis that all resources within the corporate head office are applied to these exploration activities. Information by geographical areas are as follows:

	Australia		USA		Consolidated Entity	
	30 June 2013	30 June 2012	30 June 2013	30 June 2012	30 June 2013	30 June 2012
	\$	\$	\$	\$	\$	\$
REVENUE						
External Sales	-	-	-	-	-	-
Royalty income	57,488	76,510	-	-	57,488	76,510
Total segment revenues	57,488	76,510	-	-	57,488	76,510
Interest Revenue	380,746	546,242	-	-	380,746	546,242
Other Income	152,491	707,071	-	-	152,491	707,071
Total revenue	590,724	1,329,823	-	-	590,724	1,329,823
RESULT						
Segment net operating profit after tax	3,721,116	(4,616,180)	(724)	(2,486)	3,720,392	(4,618,666)
Interest expense	53,533	48,997	-	-	53,533	48,997
Impairment of Assets	11,297,963	-	-	-	11,297,963	-
Gain/(loss) on sale of non-current assets	17,982,143	(69,425)	-	-	17,982,143	(69,425)
Segment Assets	53,117,457	34,474,532	15,847	15,920	53,133,304	34,490,453
Segment Liabilities	6,143,083	5,247,265	381	-	6,143,464	5,247,265
OTHER						
Acquisition of non-current segment assets	19,586	67,625	-	-	19,586	67,625
Depreciation and amortisation of segment assets	259,419	314,988	-	-	259,419	314,988

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 23 - SEGMENT INFORMATION (Continued)

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. The Chief Operating Decision Maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director.

NOTE 24 - FINANCIAL INSTRUMENTS

The consolidated entity's financial instruments consist mainly of deposits with banks, short-term investments, accounts receivable and payable, loans to and from subsidiaries, bank loans and hire-purchase liabilities. No financial assets are pledged as collateral for liabilities.

The main purpose of non-derivative financial instruments is to raise finance for the consolidated entity operations.

The consolidated entity does not have any derivative instruments at 30 June 2013 (30 June 2012: Nil).

Significant accounting policies

Details of significant accounting policies and methods adopted, including the criteria for recognition, the basis for measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 1 to the financial statements.

Capital risk management

The consolidated entity manages its capital to ensure that it will be able to continue as a going concern and provide optimal return to shareholders through the optimisation of the debt and equity balance.

The capital structure of the consolidated entity consists of cash and cash equivalents, hire-purchase liabilities, bank loans and equity comprising issued capital, net of reserves and accumulated losses as disclosed in notes 6, 13 and 15 respectively.

The board of directors review the capital structure on a regular basis. As a part of the review the board considers the cost of capital and the risks associated with each class of capital.

The consolidated entity's overall strategy remains unchanged from 2012.

Financial Risk Management

The main risks the consolidated entity is exposed to through its financial assets and liabilities are interest rate risk, liquidity risk and credit risk. The consolidated entity's risk management program focuses on the unpredictability of the financial markets and seeks to minimise the potential adverse effects of the financial performance of the consolidated entity, by way of various measures detailed below.

The board of directors analyse currency and interest rate exposure and evaluate treasury management strategies in the context of the most recent economic conditions and forecasts.

Risk management is carried out by the board of directors, the audit and risk management committee, and key management personnel.

a Market Risk

Interest rate risk

The consolidated entity's interest rate risk arises mainly from the bank loan as funds are borrowed at a variable interest rate. The bank loan was used to finance the purchase of commercial property.

The consolidated entity does not use long-term debt to finance its exploration activities. Long-term fixed interest debt is used to finance vehicles only. The company has a policy that when production operations commence in Australia, the interest rate risk will be managed with a mixture of fixed and floating rate debt.

The consolidated entity's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on those financial assets and financial liabilities, is as follows:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 24 - FINANCIAL RISK MANAGEMENT (CONTINUED)

Consolidated Entity		Weighted Average Interest Rate %	Floating Interest \$	Fixed Interest Rate Maturing		Non interest bearing \$	Total \$
				Within 1 year \$	1 to 5 years \$		
30 June 2013 NOTES							
Financial assets							
Cash and cash equivalents	6	1.46%	21,840,269	-	-	306	21,840,575
Other financial assets	8	4.24%	11,362,339	-	-	-	11,362,339
Other receivables	7		-	-	-	432,519	432,519
Total Financial Assets			33,202,607	-	-	432,825	33,635,432
Financial liabilities							
Trade and sundry payables	12		-	-	-	465,733	465,733
Hire purchase liabilities	13	8.14%	-	29,500	-	-	29,500
Bank loan	13	4.80%	3,400,000	-	-	-	3,400,000
Total Financial Liabilities			3,400,000	29,500	-	465,733	3,895,233
30 June 2012 NOTES							
Financial assets							
Cash and cash equivalents	6	3.07%	9,410,026	-	-	707	9,410,733
Other receivables	7		-	-	-	280,104	280,104
Total Financial Assets			9,410,026	-	-	280,811	9,690,837
Financial liabilities							
Trade and sundry payables	12		-	-	-	1,114,718	1,114,718
Hire purchase liabilities	13	9.36%	-	83,773	29,501	-	113,274
Bank Loan	13	5.96%	3,400,000	-	-	-	3,400,000
Total Financial Liabilities			3,400,000	83,773	29,501	1,114,718	4,627,992

Cash flow sensitivity analysis for variable rate instruments

The sensitivity analyses have been determined based on the exposure of the consolidated entity to variable interest rates for non-derivative financial instruments at the reporting date at the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period. A 0.5% increase or decrease is used when reporting interest rates internally to the board of directors and represents management's assessment of the possible change in interest rates.

At 30 June 2013, if the interest rates had increased / decreased by 0.5% from the period-end rates with all other variables held constant, post-tax profit for the year for the consolidated entity would have been \$30,294 higher / \$30,836 lower (30 June 2012: \$30,346/\$29,258), mainly as a result of the consolidated entity's exposure to interest rates on its variable rate cash and cash equivalents.

There has been no change to the consolidated entity's exposure to interest rate risk or the manner in which it manages and measures the risk from the prior year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 24 - FINANCIAL RISK MANAGEMENT (CONTINUED)

		Carrying amount 30/06/2013 \$	Carrying amount 30/06/2012 \$	-0.5% Profit \$	Equity \$	+0.5% Profit \$	Equity \$
Financial assets	NOTES						
Cash and cash equivalents	6	21,840,575	9,410,733	(31,441)	(31,441)	30,900	30,900
Investment - Term Deposit		11,362,339	-	-	-	-	-
Other receivables	7	432,519	280,104	-	-	-	-
Financial liabilities							
Trade and sundry payables	12	465,733	1,114,718	-	-	-	-
Hire purchase liabilities	13	29,500	113,274	-	-	-	-
Bank loan	13	3,400,000	3,400,000	605	605	(605)	(605)
Total increase / (decrease)				(30,836)	(30,836)	30,294	30,294

Price risk

The consolidated entity is not exposed to any material price risk.

Foreign currency risk

The consolidated entity had exposure to foreign currency risk on sale that was denominated in a currency other than the respective functional currency of the consolidated entity which is the Australian dollar.

In respect of monetary assets denominated in foreign currency, the consolidated entity's policy is to ensure that its exposure is kept to an acceptable level by selling foreign currency at spot rates when necessary to address short-term imbalances.

At 30 June 2013, if the US dollar had increased/decreased by 10% against the Australian dollar with all other variables held constant, post-tax profit for the year for the consolidated entity would have been \$915,086 higher / \$915,086 lower (30 June 2012: Nil), mainly as a result of foreign exchange gains/losses on translation of US dollar denominated financial instruments as detailed in the table below. The US dollar account balance is included within cash and cash equivalents in Note 6.

		Carrying amount 30/06/2013 US\$	Carrying amount 30/06/2012 US\$	-10.0% Profit AU\$	Equity AU\$	+10.0% Profit AU\$	Equity AU\$
Financial assets							
US dollar account		9,150,860	-	(915,086)	(915,086)	915,086	915,086
Total increase / (decrease)				(915,086)	(915,086)	915,086	915,086

b. Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity enters into legally binding contracts and management monitors the progress of these contracts in accordance with contract values, as a means of mitigating the risk from financial loss.

The consolidated entity does not have any significant credit risk exposure to any single counterparty of any group of counterparties having similar characteristics. The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 24 - FINANCIAL RISK MANAGEMENT (CONTINUED)

c. Liquidity risk

Liquidity risk arises from the financial liabilities of the consolidated entity and its subsequent ability to meet its obligations to repay their financial liabilities as and when they fall due.

Ultimate responsibility for liquidity risk rests with the board of directors, who have an appropriate liquidity risk management framework for the management of the consolidated entity's short, medium and long-term funding and liquidity requirements.

The consolidated entity manages liquidity risk by monitoring forecast and actual cash flows, matching the maturity profiles of the financial assets and liabilities and entering into contracts in accordance with an approved Authority for Expenditure.

The following are contractual maturities of financial liabilities:

		Carrying Amount	Contractual Cashflows	<1Year	1-5 Years
		\$	\$	\$	\$
30 June 2013	NOTES				
Trade and other Payables	12	465,733	465,733	465,733	-
Hire purchase liabilities	13	29,500	29,555	29,555	-
Bank Loan	13	3,400,000	3,966,765	234,524	3,732,242
		3,895,233	4,462,054	729,812	3,732,242
30 June 2012					
Trade and other Payables	12	1,114,718	1,114,718	1,114,718	-
Hire purchase liabilities	13	113,274	115,781	86,226	29,555
Bank Loan	13	3,400,000	4,201,289	234,524	3,966,765
		4,627,992	5,431,788	1,435,468	3,996,320

The consolidated entity's liquidity risk relating to financial liabilities at 30 June 2013 is limited to the repayment of the hire-purchase commitments amounting to \$29,500 (30 June 2012: \$113,273), bank loan commitments amounting to \$3,400,000 (30 June 2012: \$3,400,000) and trade payables. Trade payables are short-term in nature. The consolidated entity does not finance exploration activities through debt.

Fair value estimation

The carrying values less provision for impairment of financial assets and financial liabilities of the consolidated entity, as stated in the Statement of Financial Position and accompanying explanatory notes at 30 June 2013, are a reasonable approximation of their fair values due to the short-term nature of the instruments.

No financial assets and financial liabilities are traded in active markets.

NOTE 25 - RELATED PARTY TRANSACTIONS

- Interests in subsidiaries are disclosed in note 22.
- Transactions with Directors and Director Related Entities are disclosed in note 5.
- There were no other related party transactions during the year ended 30 June 2013 or 30 June 2012.

NOTE 26 - CONTINGENT LIABILITIES

There are no contingent assets or liabilities at the date of this report that require disclosure.

NOTE 27 - EVENTS AFTER BALANCE DATE

Icon Energy Limited acquired Goondi Energy Pty Ltd's 1% equity interest in ATP 626. Goondi has exercised its right to exit the joint venture on 2 July 2013. After the transfer Icon Energy holds 100% in ATP 626. The transfer of interest is subject to government approval.

Victorian tenements PEP 172 and 173 will be granted once an Indigenous Land Use Agreement (ILUA) has been finalised with the traditional owners. The ILUA is expected to be completed in August 2013.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

NOTE 28 - PARENT ENTITY INFORMATION

The accounting policies of the parent entity, which have been applied in determining the financial information shown below, are the same as those applied in the consolidated financial statements. Refer to Note 1 for a summary of the significant accounting policies relating to the Group.

Financial position

	30 June 2013	30 June 2012
	\$	\$
Assets		
Current assets	32,995,219	8,168,221
Non-current assets	26,849,205	24,373,930
Total assets	59,844,424	32,542,151
Liabilities		
Current liabilities	4,261,951	845,426
Non-current liabilities	46,990	3,454,757
Total liabilities	4,308,941	4,300,183
Net Assets	55,535,483	28,241,968
Equity		
Issued capital	83,842,451	70,463,292
Reserves	646,222	-
Accumulated losses	(28,953,190)	(42,221,324)
Total equity	55,535,483	28,241,968

Financial performance

	30 June 2013	30 June 2012
	\$	\$
Profit/(Loss) for the year	13,268,134	(5,732,861)
Other comprehensive income	-	-
Total comprehensive income/(loss)	13,268,134	(5,732,861)

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

	30 June 2013	30 June 2012
	\$	\$
Carrying amount included in current liabilities	-	-

Contingent liabilities of the parent entity

There are no contingent assets or liabilities at the date of this report that require disclosure.

Contractual commitments for the acquisition of property, plant and equipment by the parent entity

The parent entity did not have any contractual commitments for the acquisition of property, plant or equipment as at 30 June 2013 or 30 June 2012.

ADDITIONAL SHAREHOLDER INFORMATION

On-market buy back

There is no current on-market buy-back.

Distribution of Shareholdings

The distribution of ordinary shareholders ranked according to size as at 18 September 2013 was as follows:

Range	Total Holders	Units	% of Issued Capital
1 - 1,000	420	64,767	0.01
1,001 - 5,000	1,589	5,318,448	0.99
5,001 - 10,000	1,367	11,705,441	2.19
10,001 - 100,000	3,505	130,600,749	24.39
100,001 - 9,999,999,999	786	387,766,553	72.42
TOTAL	7,668	535,455,958	100.00

Unmarketable Parcels as at 18 September 2013	Minimum Parcel size	Holders	Units
Minimum \$500.00 parcel at \$0.15 per unit	3,334	1,260	2,023,798

Voting Rights

All ordinary shares carry one vote per share without restriction.



Ray James and Kevin Jih

ICON ENERGY'S TOP 20 LARGEST ORDINARY SHAREHOLDERS

The names of the twenty largest holders as at 18 September 2013

Rank	Name	Shares Held	% of Issued Capital
1	MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	43,607,234	8.14
2	RAY JAMES	22,016,987	4.11
3	HOWARD LU	16,068,181	3.00
4	TAIWAN FRUCTOSE CO LTD	9,000,000	1.68
5	MRS DIANNE BETH BALDWIN	6,809,600	1.27
6	CITICORP NOMINEES PTY LIMITED	6,083,346	1.14
7	MR TIMOTHY ALLEN KENNEDY + MRS GLENDA KAY KENNEDY <TA & GK S/F NO2 A/C>	5,025,825	0.94
8	CABLEX INDUSTRIES PTY LTD	4,991,332	0.93
9	MR CHIEN HUA LEE	4,500,000	0.84
10	J P MORGAN NOMINEES AUSTRALIA LIMITED	4,358,323	0.81
11	ALPHA GEM PTY LTD	4,304,581	0.80
12	MR CHRISTOPHER JOHN MARTIN	4,000,000	0.75
13	JOHN E GILL TRADING PTY LTD	3,837,448	0.72
14	J P MORGAN NOMINEES AUSTRALIA LIMITED <CASH INCOME A/C>	3,680,293	0.69
15	MOROHI PTY LTD	3,620,058	0.68
16	SAMBOUR NOMINEES PTY LTD <SUSANNE & MONIAL SAMBOUR A/C>	3,500,000	0.65
17	LINK ORANGE PTY LTD	3,393,181	0.63
18	ZONEX CAPITAL PTY LTD	3,077,829	0.57
19	WILLIAM DOUGLAS GOODFELLOW	2,750,000	0.51
20	MR DANIEL JOSEPH RAYMOND O'SULLIVAN	2,733,530	0.51
Totals: Top 20 holders of FULLY PAID ORDINARY SHARES (TOTAL)		157,357,748	29.39
Total Remaining Holders Balance		378,098,210	70.61

Substantial Holder

Substantial Holder	Shares Held	% of Issued Capital
Mr Ching - Tang Li	27,653,008	5.16



CORPORATE DIRECTORY

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ATP 626 Workover Rig



Icon Energy Staff and Management Team

CORPORATE DIRECTORY

ICON ENERGY LIMITED

ABN 61 058 454 569

DIRECTORS

Stephen Barry (Chairman)
 Raymond James (Managing Director)
 Kevin Jih (Executive Director)
 Derek Murphy (Non-Executive Director)
 Keith Hillless (Non-Executive Director)
 Howard Lu (Non-Executive Director)

COMPANY SECRETARY

Ross Mallett

CHIEF FINANCIAL OFFICER

Kevin Jih

REGISTERED OFFICE

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