



K2 ENERGY LIMITED
ABN 99 106 609 143
ASX Preliminary final report – 30 June 2018

Lodged with the ASX under Listing Rule 4.3A

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K2 Energy Limited
Year ended 30 June 2018
Results for Announcement to the Market

| | | | | 2018 | 2017 |
|---|-----------------------|---------------------|----|-------------|-------------|
| Revenue from ordinary activities | Decreased by \$16,469 | Decreased by 84.43% | to | \$3,037 | \$19,506 |
| Loss from ordinary activities before tax attributable to members | Decreased by \$67,981 | Decreased by 19.88% | to | (\$273,960) | (\$341,941) |
| Loss from ordinary activities after tax attributable to members | Decreased by \$67,981 | Decreased by 19.88% | to | (\$273,960) | (\$341,941) |
| Net Loss for the period attributable to members | Decreased by \$67,981 | Decreased by 19.88% | to | (\$273,960) | (\$341,941) |

Additional dividend/distribution information

Details of dividends/distributions declared or paid during or subsequent to the year ended 30 June 2018 are as follows:

| Dividends/distributions | Amount per security | Franked amount per security |
|--------------------------------|---------------------|-----------------------------|
| Final dividend | Nil | Nil |
| Interim dividend | Nil | Nil |

The Board has resolved that no dividend will be paid for the year ended 30 June 2018.

| |
|-----|
| N/A |
|-----|

K2 Energy Limited

Preliminary consolidated financial statements

For the year ended 30 June 2018

DIRECTORS

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

| | |
|--------------|---|
| Sam Gazal | Chairman |
| Robert Mears | Non-executive Director – resigned 9 th October 2017 |
| Ken Gaunt | Non-executive Director |
| Ellie Phelan | Non-executive Director – appointed 9 th October 2017 |

COMMENTARY

K2 Energy had 3 major activities during the year ended 30th June 2018, being its oil and gas activities in the USA, its solar energy activities and its interest in Atomera, Inc.

ATOMERA INC.

K2 Energy has an investment in Atomera, Inc. (“Atomera”), which is listed on NASDAQ, with its stock code being ATOM and K2 owning 583,846 shares of common stock in Atomera, representing 4.7% of that company.

MST™ has been demonstrated to reduce gate leakage and increase drive current (performance) in CMOS semiconductors. It also has the benefit of reducing the increasing variability in key parameters, that is now one of the most significant problems facing the industry and which is limiting the yield, power and performance of leading products.

MEARS SOLAR

K2 Energy owns the exclusive worldwide rights to the MST™ Technology for all solar energy applications.

K2 Energy funded a research and development solar program conducted by Atomera with the aim being to develop more efficient silicon-based cells utilising MST™. Atomera and K2 Energy agreed that the solar activities have entered the commercialisation/collaboration phase. K2 Energy, together with the assistance of Atomera, is seeking a major international solar group to joint venture or collaborate with, in order to commercialise the MST™ Technology.

OIL AND GAS ACTIVITIES

K2 Energy owns 10.68% of Trey Resources I, LLC (“Trey Resources”) which is an oil and gas company that went into receivership. As a shareholder K2 Energy has no financial exposure to Trey Resources. The investment was fully impaired in previous years and a distribution was received in the current year on dissolution of Trey Resources.

K2 Energy has evaluated potential oil and gas drilling opportunities in the USA during the financial year.

SHARE ISSUE

On 31st January 2018 K2 Energy announced a Share Purchase Plan, offering shareholders of K2 Energy to purchase additional fully paid ordinary shares in K2 Energy Limited at a subscription price of \$0.01. Funds raised will be used to provide additional working capital for the Company and its activities.

On 6th March 2018 56,600,000 new shares were issued at \$0.01 per share as a result of this Share Purchase Plan.

K2 ENERGY LIMITED
PRELIMINARY CONSOLIDATED STATEMENT OF PROFIT OR LOSS
FOR THE YEAR ENDED 30 JUNE 2018

| | Note | 2018 \$ | 2017 \$ |
|---|------|------------------|------------------|
| Other revenue | | 3,037 | 19,506 |
| Administration and corporate expenses | 13 | (187,388) | (201,315) |
| Directors' fees, salaries and employee benefits | 13 | (115,000) | (90,000) |
| Distribution received | 5 | 24,593 | - |
| Unrealised foreign exchange gain/(loss) | | 798 | (70,132) |
| Loss before income tax expense | | (273,960) | (341,941) |
| Income tax benefit/(expense) | | - | - |
| Loss for the year | | (273,960) | (341,941) |
| | | | |
| Basic loss per share (cents) | 10 | (0.10) | (0.14) |

The accompanying notes form part of these financial statements

K2 ENERGY LIMITED
PRELIMINARY CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2018

| | 2018 | 2017 |
|--|------------------|--------------------|
| | \$ | \$ |
| Loss for the period | (273,960) | (341,941) |
| <i>Items that may be reclassified subsequently to the income statement</i> | | |
| Other comprehensive income: | | |
| Fair value increment/(decrement) on available-for-sale financial assets 5 | 1,588,284 | (708,604) |
| Total other comprehensive income for the year | 1,314,324 | (708,604) |
| Total comprehensive income attributable to members of the parent entity | 1,314,324 | (1,050,545) |

The accompanying notes form part of these financial statements

K2 ENERGY LIMITED
PRELIMINARY CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2018

| | <u>2018</u> | <u>2017</u> |
|----------------------------------|-------------------------|-------------------------|
| | \$ | \$ |
| Assets | | |
| Current Assets | | |
| Cash and cash equivalents | 594,569 | 66,575 |
| Trade and other receivables | <u>2,684</u> | <u>502</u> |
| Total Current Assets | <u>597,253</u> | <u>67,077</u> |
| Non-Current Assets | | |
| Trade and other receivables | - | - |
| Other financial assets | 5 <u>4,824,066</u> | <u>3,235,782</u> |
| Total Non-Current Assets | <u>4,824,066</u> | <u>3,235,782</u> |
| Total Assets | <u>5,421,319</u> | <u>3,302,859</u> |
| Liabilities | | |
| Current Liabilities | | |
| Trade and other payables | <u>986,617</u> | <u>732,947</u> |
| Total Current Liabilities | <u>986,617</u> | <u>732,947</u> |
| Total Liabilities | <u>986,617</u> | <u>732,947</u> |
| Net Assets | <u>4,434,702</u> | <u>2,569,912</u> |
| Equity | | |
| Issued capital | 48,208,668 | 47,658,202 |
| Reserves | 3,500,780 | 1,912,496 |
| Accumulated losses | <u>(47,274,746)</u> | <u>(47,000,786)</u> |
| Total Equity | <u>4,434,702</u> | <u>2,569,912</u> |

The accompanying notes form part of these financial statements

K2 ENERGY LIMITED
PRELIMINARY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2018

| | Option Reserve | Asset Revaluation Reserve | Issued Capital | Accumulated Losses | Total |
|---|-------------------|---------------------------------|-------------------|-----------------------|------------------|
| | \$ | \$ | \$ | \$ | \$ |
| Balance at 1 July 2016 | 2,621,100 | - | 47,658,202 | (46,658,845) | 3,620,457 |
| Other comprehensive income: | | | | | |
| Fair value decrement on available-or-sale financial assets | - | (708,604) | - | - | (708,604) |
| Loss attributable to members | - | - | - | (341,941) | (341,941) |
| Balance at 30 June 2017 | 2,621,100 | (708,604) | 47,658,202 | (47,000,786) | 2,569,912 |
| Other comprehensive income: | | | | | |
| Fair value increment on available-or-sale financial assets | - | 1,588,284 | - | - | 1,588,284 |
| Issue of shares | - | - | 550,466 | - | 550,466 |
| Loss attributable to members | - | - | - | (273,960) | (273,960) |
| Balance at 30 June 2018 | 2,621,100 | 879,680 | 48,208,668 | (47,274,746) | 4,434,702 |

The accompanying notes form part of these financial statements

K2 ENERGY LIMITED
PRELIMINARY CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2018

| | 2018 | 2017 |
|--|-----------------------|----------------------|
| | \$ | \$ |
| Cash flows from operating activities | | |
| Payments for operations and employees | (53,784) | (54,610) |
| Distribution received | 24,593 | - |
| Interest received | 985 | 891 |
| Net cash flows used in operating activities | <u>(28,206)</u> | <u>(53,719)</u> |
| Cash flows from investing activities | | |
| Net cash provided by investing activities | <u>-</u> | <u>-</u> |
| Cash flows from financing activities | | |
| Proceeds from issue of shares | 566,000 | - |
| Share issuance costs | <u>(15,534)</u> | <u>-</u> |
| Net cash provided by financing activities | <u>550,466</u> | <u>-</u> |
| Net decrease in cash and cash equivalents | 522,260 | (53,719) |
| Cash and cash equivalents at beginning of the year | 66,575 | 120,381 |
| Net foreign exchange difference | <u>5,734</u> | <u>(87)</u> |
| Cash and cash equivalents at end of year | <u>594,569</u> | <u>66,575</u> |

The cash balances at 30 June 2017 and 30 June 2018 are represented by cash at bank and money market securities.

The accompanying notes form part of these financial statements

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. REPORTING ENTITY

K2 Energy Limited is a company domiciled in Australia. The consolidated financial statements of the Company as at and for the year ended 30 June 2018 comprise the Company and its controlled entities (together referred to as the Consolidated Entity). The Consolidated Entity owns the worldwide rights to all intellectual property covering solar energy applications developed by Atomera, Inc. (formerly Mears Technologies Inc.), has an investment in Atomera, Inc. and has oil and gas interests in the USA, via its shareholding in Trey Resources 1 LLC.

2. BASIS OF PREPARATION

a. Statement of compliance

The preliminary financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards (AASBs) (including Australian Interpretations) adopted by the Australian Accounting Standards Board and the Corporations Act 2001. The preliminary financial report of the Consolidated Entity and the financial report of the Company comply with International Financial Reporting Standards and Interpretations adopted by the International Accounting Standards Board. The preliminary financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report should be read with the latest annual report for the year ended 30 June 2017 and any public announcement made by the Consolidated Entity during the year in accordance with the continuous disclosure requirement of the Corporations Act 2001.

b. Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis.

c. Functional and presentation currency

These consolidated financial statements are presented in Australian dollars, which is the Company's functional currency.

d. Use of judgments and estimates

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is described in the following areas: Impairment and Financial instruments.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements and have been applied consistently by all entities in the Consolidated Entity.

a. Basis of Consolidation

Controlled entities

Controlled entities are entities controlled by the Company. Control exists when the Company has power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account. The financial statements of controlled entities are included in the consolidated financial statements from the date that control commences until the date that control ceases. Investments in controlled entities are carried at their cost of acquisition in the Company's financial statements.

Transactions eliminated on consolidation

Intra-group balances and any unrealised gains and losses or income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

b. Revenue

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

The following specific recognition criteria must also be met before revenue is recognised:

Interest

Control of the right to receive the interest payment.

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

c. Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense. Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the relevant taxation authority is included as a current asset or liability in the balance sheet. Cash flows are included in the statement of cash flows on a gross basis. The GST components of cash flows arising from investing and financing activities, which are recoverable from, or payable to, the relevant taxation authority are classified as operating cash flows.

d. Foreign Currency

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of controlled entities at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary transactions denominated in foreign currencies that are stated at historical cost are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to the functional currency at the foreign exchange rates ruling at the date the fair value was determined. Foreign exchange differences arising on translation are recognised in the income statement.

Financial statements of foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, generally are translated to the functional currency at foreign exchange rates ruling at the reporting date. The revenues and expenses of foreign operations are translated to the functional currency at rates approximating the foreign exchange rates ruling at the dates of transactions. Foreign currency differences arising from translation of controlled entities with a different functional currency to that of the Consolidated Entity are recognised in the foreign currency translation reserve (FCTR). When a foreign operation is disposed of, in part or in full, the relevant amount of its FCTR is transferred to profit or loss.

Foreign exchange gains and losses arising from a monetary item receivable from or payable to a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of a net investment in a foreign operation and are recognised directly in equity in the FCTR.

e. Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits with an original maturity of three months or less.

f. Provisions

A provision is recognised in the balance sheet when the Consolidated Entity has a present legal or constructive obligation as a result of a past event that can be measured reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

g. Impairment

The carrying amounts of the Consolidated Entity's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated (see below). An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the income statement unless the asset has previously been revalued, in which case the impairment loss is recognised as a reversal to the extent of that previous revaluation with any excess recognised through the income statement. Impairment losses recognised in respect of cash generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash generating unit or a group of units and then, to reduce the carrying amount of the other assets in the unit or a group of units on a pro-rata basis.

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

g. Impairment (continued)

Calculation of recoverable amount - Receivables

The recoverable amount of the Consolidated Entity's investments in receivables carried at amortised cost is calculated as the present value of estimated future cash flows, discounted at the original effective interest rate (i.e. the effective interest rate computed at initial recognition of these financial assets). Receivables with a short duration are not discounted. Impairment of receivables is not recognised until objective evidence is available that a loss event has occurred. Significant receivables are individually assessed for impairment. Impairment testing of significant receivables that are not assessed as impaired individually is performed by placing them into portfolios of significant receivables with similar risk profiles and undertaking a collective assessment of impairment. Non-significant receivables are not individually assessed.

Instead, impairment testing is performed by placing non-significant receivables in portfolios of similar risk profiles, based on objective evidence from historical experience adjusted for any effects of conditions existing at each balance date. The allowance for impairment is calculated with reference to the profile of debtors in the Consolidated Entity's sales and marketing regions.

Other Assets

The recoverable amount of other assets is the greater of their fair value less costs to sell, and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generate cash flows from continuing use that are largely independent of the cash flows of other assets or groups of assets (cash generating units). The goodwill acquired in a business combination, for the purpose of impairment testing is allocated to the cash generating units that are expected to benefit from the synergies of the combination. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Reversals of Impairment

An impairment loss in respect of a receivable carried at amortised cost is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised. An impairment loss in respect of goodwill is not reversed. In respect of other assets, an impairment loss is reversed when there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

h. Property, Plant and Equipment

Owned assets

Items of property, plant and equipment are stated at cost less accumulated depreciation (see below) and impairment losses (see accounting policy (g)). An asset's cost is determined as the consideration provided plus incidental costs directly attributable to the acquisition. Subsequent costs in relation to replacing a part of property, plant and equipment are recognised in the carrying amount of the item if it is probable that future economic benefits embodied within the part will flow to the Consolidated Entity and its cost can be measured reliably. All other costs are recognised in the income statement as incurred.

Leased assets - Operating leases

Payments made under operating leases are expensed on a straight-line basis over the term of the lease, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased property. Minimum lease payments include fixed rate increases.

Depreciation

Depreciation is recognised in the income statement on a straight-line basis. Items of property, plant and equipment, including leasehold assets, are depreciated using the straight-line method over their estimated useful lives, taking into account estimated residual values. Assets are depreciated from the date of acquisition or, in respect of internally constructed assets, from the time an asset is completed and held ready for use. Depreciation rates and methods, useful lives and residual values are reviewed at each balance sheet date. When changes are made, adjustments are reflected prospectively in current and future financial periods only.

The estimated useful lives in the current and comparative periods are as follows:

| | |
|-------------------|--------------|
| Plant & equipment | 5 – 10 years |
|-------------------|--------------|

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

i. Exploration, Evaluation and Development Expenditure

Exploration, evaluation and development expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are carried forward only if they relate to an area of interest for which rights of tenure are current and in respect of which such costs are expected to be recouped through successful development and exploitation or from sale of the area; or exploration and evaluation activities in the area have not, at balance date, resulted in booking economically recoverable reserves, and active operations in, or relating to, this area are continuing.

Accumulated costs in respect of areas of interest which are abandoned are written off in full against profit in the year in which the decision to abandon the area is made.

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.

Amortisation is charged against individual wells currently based on a well life of 5 years as reserve estimates are not yet available. Amortisation is not charged on costs carried forward in respect of areas of interest in the development phase until production commences.

j. Restoration

Provisions for future environmental restoration are recognised where there is a present obligation as a result of exploration, development, production, transportation or storage activities having been undertaken, and it is probable that an outflow of economic benefits will be required to settle the obligation. The estimated future obligations include the costs of removing facilities, abandoning wells and restoring the affected areas.

The provision for future restoration costs is the best estimate of the present value of the expenditure required to settle the restoration obligation at the reporting date, based on current legal requirements and technology. Future restoration costs are reviewed annually and any changes in the estimate are reflected in the present value of the restoration provision at the end of the balance sheet date, with a corresponding change in the cost of the associated asset.

The amount of the provision for future restoration costs relating to exploration, development and production facilities is capitalized and depleted as a component of the cost of those activities. The unwinding of the effect of discounting on the provision is recognised as a finance cost.

k. Goodwill

Goodwill represents the excess of the cost of the acquisition over the Group's interest in the net fair value of the identifiable assets liabilities and contingent liabilities of the acquiree. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses. All goodwill on acquisition of controlled entities has been impaired.

l. Employee Benefits

Wages, salaries and annual leave

Liabilities for employee benefits for wages, salaries and annual leave expected to settle within 12 months of the year end represent present obligations resulting from employees' services provided up to reporting date, calculated at undiscounted amounts based on remuneration wage and salary rates that the Consolidated Entity expects to pay as at reporting date including related on-costs, such as workers' compensation insurance and payroll tax.

Share based payments

The Company has granted options to certain directors and employees. The fair value of options and shares granted is recognised as an expense with a corresponding increase in equity. The fair value is measured at the date the options or shares are granted taking into account market based criteria and expensed over the vesting period after which the employees become unconditionally entitled to the options and shares. The fair value of the options granted is measured using the Black-Scholes method, taking into account the terms and conditions attached to the options. The fair value of the performance shares granted is measured using the weighted average share price of ordinary shares in the Company, taking into account the terms and conditions attached to the shares. The amount recognised as an expense is adjusted to reflect the actual number of options and shares that vest except where forfeiture is due to market related conditions.

m. Receivables

Trade and other receivables are stated at amortised cost less impairment losses (see accounting policy (g)).

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

n. Taxation

Income tax expense in the income statement for the periods presented comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is calculated using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Temporary differences are not provided for the initial recognition of goodwill and other assets or liabilities in a transaction that affects neither accounting nor taxable profit, or differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based upon the laws that have been enacted at reporting date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised. Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend is recognised. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity or on a different tax entity but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

o. Payables

Trade and other payables are stated at amortised cost.

p. Finance income and expense

Interest income is recognised as it accrues in the income statement using the effective interest method.

q. Earnings per share

The Consolidated Entity presents basic and diluted earnings per share (EPS) for its ordinary shares. Basic EPS is calculated by dividing the net loss attributable to equity holders of the parent for the financial period, after excluding any costs of servicing equity (other than ordinary shares) by the weighted average number of ordinary shares of the Company, adjusted for any bonus issue.

Diluted EPS is calculated using the basic EPS earnings as the numerator. The weighted average number of shares used as the denominator is adjusted by the after-tax effect of financing costs associated with the dilutive potential ordinary shares and the effect on revenues and expenses of conversion to ordinary shares associated with dilutive potential ordinary shares adjusted for any bonus issue.

r. Segment Reporting

An operating segment is a component of The Consolidated Entity that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of The Consolidated Entity's other components if separately reported and monitored. An operating segment's operating results are reviewed regularly by the Board of Directors to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the Board of Directors include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate head office results.

s. Ordinary shares

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

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

t. New standards and interpretations not yet adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2018. The consolidated entity has assessed that none of the new or amended Accounting Standards and Interpretations will have a financial impact on the consolidated entity.

u. New, revised or amending Accounting Standards and Interpretations adopted

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

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

v. Other financial assets

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

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

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

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

(ii) Held-to-maturity investments

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

(iii) Loans and receivables

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

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

v. Other financial assets (continued)

(iv) Available-for-sale investments

Available-for-sale investments are those non-derivative financial assets that are designated as available-for-sale or are not classified as any of the three preceding categories. After initial recognition available-for-sale investments are measured at fair value with gains or losses being recognised as a separate component of equity until the investment is derecognised or until the investment is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is recognised in profit or loss. The fair value of investments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business on the balance sheet date. For investments with no active market, fair value is determined using valuation techniques. Such techniques include using recent arm's length market transactions; reference to the current market value of another instrument that is substantially the same; discounted cash flow analysis and option pricing models.

w. Research and Development

Expenditure during the research phase of a project is recognised as an expense when incurred. Development costs are capitalised only when technical feasibility studies identify that the project will deliver future economic benefits and these benefits can be measured reliably. Development costs have a finite life and are amortised on a systematic basis matched to the future economic benefits over the useful life of the project.

4. FINANCIAL RISK MANAGEMENT

Overview

The Company and Consolidated Entity have exposure to the following risks from the use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Company's and the Consolidated Entity's exposure to each of above risks, their objectives, policies and processes for measuring and managing risk, and the management of capital. Further quantitative disclosures are included throughout these consolidated financial statements. The Board of directors has overall responsibility for the establishment and oversight of the risk management and monitors operational and financial risk management throughout the Consolidated Entity. Monitoring risk management includes ensuring appropriate policies and procedures are published and adhered to. The Management reports to the Audit Committee.

The Board aims to manage the impact of short-term fluctuations on the Company's and the Consolidated Entity's earnings. Over the longer term, permanent changes in market rates will have an impact on earnings.

The Company and the Consolidated Entity are exposed to risks from movements in exchange rates, commodity prices and interest rates that affect revenues, expenses, assets, liabilities and forecast transactions. Financial risk management aims to limit these market risks through ongoing operational and finance activities.

Exposure to credit, commodity prices, foreign exchange and interest rate risks arises in the normal course of the Company's and the Consolidated Entity's business. Derivative financial instruments are not used to hedge exposure to fluctuations in foreign exchange rates, interest rates or commodity prices.

The Audit Committee oversees adequacy of the company's risk management framework in relation to the risks faced by the Company and the Consolidated Entity.

Credit Risk

Credit risk is the risk of financial loss to the Company or the Consolidated Entity if a customer, controlled entity or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's and the Consolidated Entity's receivables from customers.

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

4. FINANCIAL RISK MANAGEMENT (continued)

Overview (continued)

Trade and other receivables

The Company's and Consolidated Entity's exposure to credit risk is influenced mainly by the geographical location and characteristics of individual customers. The Consolidated Entity does not have a significant concentration of credit risk with a single customer.

Policies and procedures of credit management and administration of receivables are established and executed at a regional level.

In monitoring customer credit risk, the ageing profile of total receivables balances is reviewed by management by geographic region on a monthly basis.

The Company and the Consolidated Entity have established an allowance for impairment that represents their estimate of incurred losses in respect of trade and other receivables.

Liquidity Risk

Liquidity risk is the risk that the Consolidated Entity will not be able to meet its financial obligations as they fall due. The Consolidated Entity's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Consolidated Entity's reputation.

The Consolidated Entity monitors cash flow requirements and produces cash flow projections for the short and long term with a view to optimising return on investments. Typically, the Consolidated Entity ensures that it has sufficient cash on demand to meet expected operational net cash flows for a period of at least 30 days, including the servicing of financial obligations. This excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, commodity prices interest rates and equity prices will affect the Company's and the Consolidated Entity's net loss or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency Risk

The Consolidated Entity undertakes its exploration and production transactions denominated in US currency and is exposed to currency risk on the value of its exploration assets and sales and purchases that are denominated in United States dollars (USD). The Company has an investment in a US unlisted company and has provided a convertible note to that company denominated in US dollars and is exposed to currency risk on these assets.

None (2017-95%) of the Consolidated Entity's revenues and nil (2017-0%) of costs are denominated in currencies other than AUD. Risk resulting from the translation of assets and liabilities of foreign operations into the Consolidated Entity's reporting currency is not hedged.

Interest Rate Risk

The Consolidated Entity is exposed to interest rate risks in relation to the return earned its funds on deposit and invested. The Consolidated Entity does not have short or long term debt, and therefore risk is minimal.

Capital Management

The Consolidated Entity's objectives when managing capital are to safeguard its ability to continue as a going concern, to provide returns to shareholders, to provide benefits to other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Board aims to maintain and develop a capital base appropriate to the Consolidated Entity. In order to maintain or adjust the capital structure, the Consolidated Entity can issue new shares. The Board of directors undertakes periodic reviews of the Consolidated Entity's capital management position to assess whether the capital management structure is appropriate to meet the Consolidated Entity's medium and long-term strategic requirements. Neither the Company nor any of its subsidiaries is subject to externally imposed capital requirements. There were no significant changes in the Consolidated Entity's approach to capital management during the year.

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

5. OTHER FINANCIAL ASSETS

| | 2018 | 2017 |
|---|------------------|------------------|
| | \$ | \$ |
| Available for sale financial assets: | | |
| Shares in listed company* | 4,824,066 | 3,235,782 |
| Investment in Limited Liability Company** | - | - |
| | <u>4,824,066</u> | <u>3,235,782</u> |

* K2 Energy has an investment in Atomera, Inc. ("Atomera"), which is listed on NASDAQ, with its stock code being ATOM and K2 owning 583,846 shares of common stock in Atomera, representing 4.849% of that company.

As at 30th June 2018 the Board of Directors of K2 Energy Limited believe that there is no objective evidence indicating impairment of the above financial assets.

Atomera shares held by K2 were revalued to fair value using the quoted price of Atomera shares on NASDAQ on 30th June 2018, which was US\$6.12 per share. This revaluation to fair value resulted in a fair value increment of \$1,588,284.

** K2 Energy owns 10.68% of Trey Resources I, LLC ("Trey Resources") which is an oil and gas company that went into receivership. As a shareholder K2 Energy has no financial exposure to Trey Resources. The investment was fully impaired in previous years and a distribution was received in the current year on dissolution of Trey Resources.

6. SEGMENT REPORTING

An operating segment is a component of The Consolidated Entity that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of The Consolidated Entity's other components if separately reported and monitored. An operating segment's operating results are reviewed regularly by the Board of Directors to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the Board of Directors include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Information about reportable segments

| Geographical location: | Australia | USA | Total |
|----------------------------------|-----------|-----|------------------|
| 2018 | \$ | \$ | \$ |
| External sales revenue | - | - | - |
| Segment loss before tax | - | - | - |
| Unallocated expense items | | | (277,795) |
| Unrealised foreign exchange gain | | | 798 |
| Interest received/receivable | | | 3,037 |
| Loss before tax | | | (273,960) |
| Income tax expense | | | - |
| Loss after tax | | | (273,960) |

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

6. SEGMENT REPORTING (continued)

Information about reportable segments (continued)

| Geographical location: | Australia | USA | Total |
|----------------------------------|-----------|-----|------------------|
| 2017 | \$ | \$ | \$ |
| External sales revenue | - | - | - |
| Segment loss before tax | - | - | - |
| Unallocated expense items | | | (291,315) |
| Unrealised foreign exchange loss | | | (70,132) |
| Interest received/receivable | | | 19,506 |
| Loss before tax | | | (341,941) |
| Income tax expense | | | - |
| Loss after tax | | | (341,941) |

Information about reportable segments

| Operating Segment | Atomera, Inc. Solar | Atomera, Inc. (CMOS) | Oil & Gas | Total |
|----------------------------------|---------------------|----------------------|-----------|------------------|
| 2018 | \$ | \$ | \$ | \$ |
| Segment assets | - | 4,824,066 | - | 4,824,066 |
| External sales revenue | - | - | - | - |
| Segment loss before tax | - | - | - | - |
| Unallocated expense items | | | | (277,795) |
| Unrealised foreign exchange gain | | | | 798 |
| Interest received/receivable | | | | 3,037 |
| Loss after tax | | | | (273,960) |
| Income tax expense | | | | - |
| Loss after tax | | | | (273,960) |

| Operating Segment | Atomera, Inc. Solar | Atomera, Inc. (CMOS) | Oil & Gas | Total |
|----------------------------------|---------------------|----------------------|-----------|------------------|
| 2017 | \$ | \$ | \$ | \$ |
| Segment assets | - | 3,235,782 | - | 3,235,782 |
| External sales revenue | - | - | - | - |
| Segment loss before tax | - | - | - | - |
| Unallocated expense items | | | | (291,315) |
| Unrealised foreign exchange loss | | | | (70,132) |
| Interest received/receivable | | | | 19,506 |
| Loss after tax | | | | (341,941) |
| Income tax expense | | | | - |
| Loss after tax | | | | (341,941) |

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

7. FOREIGN ACCOUNTING STANDARDS

N/A

8. CONTINGENT LIABILITIES AND COMMITMENTS

At 30th June 2018 no contingent liabilities existed.

9. NTA BACKING

| | 2018 | 2017 |
|---|-------------|-------------|
| Net tangible asset backing per ordinary share | 1.48 cents | 1.05 cents |

10. LOSS PER SHARE

The following reflects the loss and share data used in the calculations of basic and diluted loss per share.

| | 2018 | 2017 |
|---|-------------|-------------|
| | \$ | \$ |
| Net loss used in calculating basic and diluted loss per share | (273,960) | (341,941) |
| Basic and diluted loss per share (cents per share) | (0.10) | (0.14) |
| Weighted average number of shares used in the calculation of basic and diluted loss per share | 262,045,096 | 244,057,151 |
| Shares on issue at year end | 300,657,151 | 244,057,151 |

11. AFTER BALANCE DATE EVENTS

The directors are not aware of any matter or circumstance that has arisen since the end of the period to the date of this report that has significantly affected or may affect:

- (i) The operations of the company and the entities that it controls
- (ii) The results of those operations
- (iii) The state of affairs of the company in subsequent years

12. TRADE AND OTHER PAYABLES

Included in the trade and other payables balance are amounts totalling \$971,660 (2017: \$709,995) accrued for company secretarial services, accounting and reporting functions and financial advisory services provided to the Company and Directors' fees, which have not been paid during the 2015, 2016, 2017 and 2018 financial years.

These amounts will only be paid should the financial position of the Company improve in the future.

13. ADMINISTRATION, CORPORATE EXPENSES AND DIRECTORS' FEES

Included in the loss for the year are amounts accrued and unpaid at year end for company secretarial services, accounting and reporting functions and financial advisory services provided to the Company (\$146,665 2017: \$146,665) and Directors' fees (\$115,000 2017: \$90,000).

These amounts, as in previous years, are not being paid and it is the present intention of the Board that they will only be paid if and when the Company is in a position to do so.

K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018

14. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

This note provides an update on the judgements and estimates made by the Company in determining the fair values of the financial instruments.

(a) Fair value hierarchy

To provide an indication about the reliability of the inputs used in determining fair value, the Company classifies its financial instruments into three levels prescribed under the accounting standards. An explanation of these levels is provided underneath the table.

At 30 June 2018

| | Level 1 | Level 2 | Level 3 | Total |
|----------------------------------|------------------|----------|----------|------------------|
| | \$ | \$ | \$ | |
| Investments – Available-for-sale | | | | |
| - listed investment | 4,824,066 | - | - | 4,824,066 |
| Total | 4,824,066 | - | - | 4,824,066 |

At 30 June 2017

| | Level 1 | Level 2 | Level 3 | Total |
|----------------------------------|------------------|----------|----------|------------------|
| | \$ | \$ | \$ | |
| Investments – Available-for-sale | | | | |
| - listed investment | 3,235,782 | - | - | 3,235,782 |
| Total | 3,235,782 | - | - | 3,235,782 |

Basis for determining fair values

The following summarises the significant methods and assumptions used in estimating the fair values of financial instruments reflected in the table above.

Non-derivative financial assets and liabilities

A revaluation increment to fair value of \$1,588,284 has been recorded in the Company's asset revaluation reserve as at 30th June 2018 (2017: \$708,604 decrement). The market value at 30th June 2018 for Atomera, Inc. shares on the NASDAQ exchange was US\$6.12 (2017: US\$4.26) and the AUD/USD exchange rate used was 1 AUD = 0.74069 USD.

Fair value hierarchy

There are no other financial instruments carried at fair value or valued using the following:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); or
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

**K2 ENERGY LIMITED
NOTES TO THE PRELIMINARY CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2018**

Audit

This report is based on accounts, which are in the process of being audited.

Description of likely dispute or qualification if the accounts have not yet been audited or subject to review or are in the process of being audited or subjected to review – Nil.

Description of dispute or qualification if the accounts have been audited or subjected to review – Nil.



Sign here: Date: 17th August 2018
(Secretary)

Print name: T. Flitcroft