

March 2018 Quarterly Activities Report

Baraka Energy & Resources Limited ("Baraka" or "The Company") (ASX:BKP) provides its quarterly activities report for the period ended 31 March 2018.

Baraka continues to pursue opportunities across all sectors, including diversification of activities. In the event a suitable project of sufficient size is secured, the Company will seek discussions with the ASX and inform the market accordingly. The Company has assessed numerous opportunities over the last few quarters, introduced by New York Securities Pty Ltd, including offers to participate in ventures, offers of cash injections simultaneously with asset acquisitions including discussions on a farm in on EP127; however nothing to date has been considered suitable or sufficiently advanced enough to be of great benefit to the shareholders based on the risk reward.

In April, the Company engaged GTT Venture Pty Ltd to act as lead manager to raise \$600,000 before costs with the issue of 300,000,000 fully paid shares to professional and sophisticated investors. This puts the Company in a more comfortable position to move forward to further evaluate and develop all of its projects, as well as meet other commitments and working capital requirements.

IRON SANDS

As mentioned in previous Quarterly reports, the Company entered into a Streaming Finance arrangement some years ago with an unlisted Australian company, who controlled an Iron Sands Project in the Philippines. It was previously announced that this unlisted Company was subject to Deed of Company Arrangement (DOCA), however the DOCA has now been finalised and the Administrator removed.

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

Magnetite Sands (Iron Sands) traditionally are made up of primarily Iron, Titanium and Vanadium, and this project does not appear to vary from those standards. The Vanadium content has now become more interesting in any future testing because of the rise of the new Vanadium Redox Flow Battery, and its influence on Battery Storage in competition with Lithium.

Shortly after entering into the agreement which was a secured, interest bearing loan agreement with a 75% profit distribution, Baraka was advised that litigation had commenced in the Philippines by the original vendors who were unhappy with the directors of the company Baraka was funding. Those directors were consequently removed from the Australian company and 2 directors of Baraka appointed to the Philippine company to add an additional layer of security for the streaming loan facility.

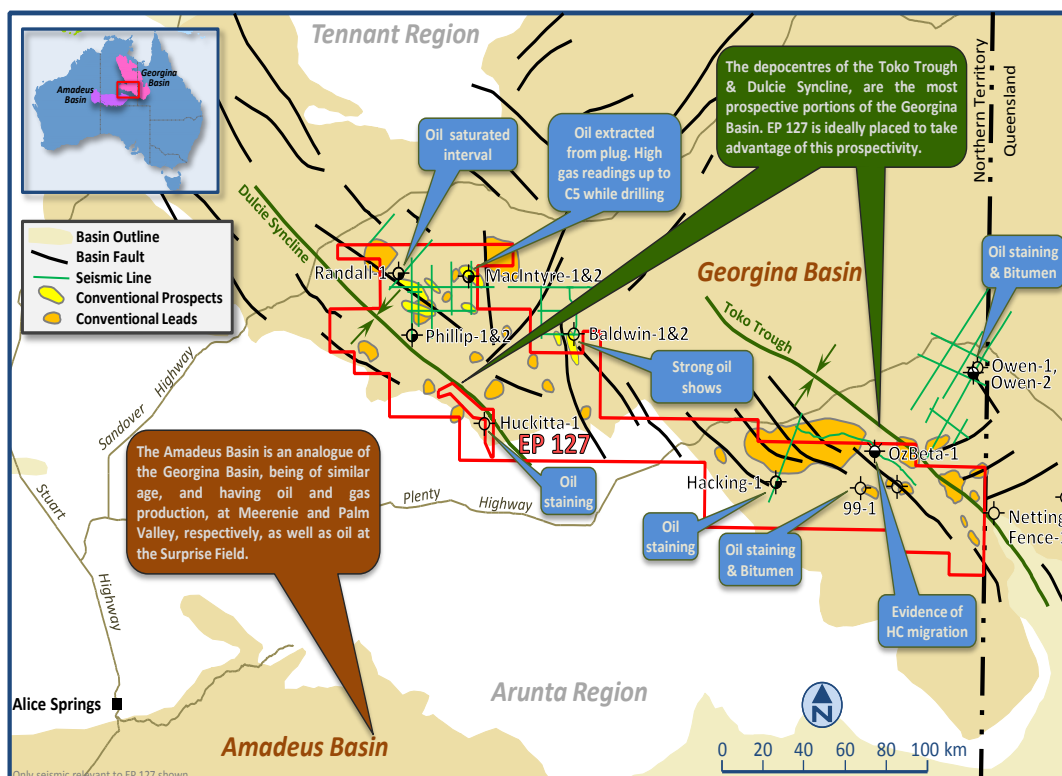


Baraka was informed at the end of 2017 that the defence of these legal actions was successful with the Supreme Court ruling in favour of the company being funded by Baraka, with no appeal process available. Baraka continues to work with the beneficial owners, who Baraka has funded, to renegotiate the original terms of the vendor agreement for more favourable terms. This process continues to be ongoing. The work done to date and including the success in the legal action, now make discussions with any potential farm in partners or other interested parties considerably more favourable.

The board noticed recently that two previously ASX listed Iron Sands companies were recently taken over for substantial sums, and also noticed an ASX listed company, Manhattan Corporation Ltd, is merging with an unlisted New Zealand Iron Sands company which placed a substantial valuation on the Iron Sands asset. Baraka would also be interested in pursuing a transaction along similar lines as the Philippine Iron Sands project has analogous characteristics of those ventures.

SOUTHERN GEORGINA BASIN

Baraka's 100% owned permit EP127 is in the Southern Georgina Basin, has been referred to as being one of the more attractive shale Oil & Gas basins in Australia.



Upon the fracking moratorium being placed on the Northern Territory, Baraka submitted a request to suspend and extend current work commitments, which was subsequently approved. However, on 17 April the Northern Territory Government lifted the moratorium on fracking with some limited exceptions. This has boosted the total enthusiasm and potential for all companies' with oil and gas assets in the NT, including Baraka.

The potential for gas in the Northern Territory is well publicised and the politically charged discussions on the potential shortages of gas and the high gas prices in the Eastern States just adds further interest in the Northern Territory potential. According to a report "Onshore Shale Gas in Australia and the Northern Territory" published on "The Scientific Inquiry into Hydraulic Fracturing in the Northern Territory" website (frackinginquiry.nt.gov.au), 'the Southern part of the Georgina Basin is considered to be among the most prospective onshore areas in the Northern Territory for oil and gas potential and to have world class shale source rocks, but the Basin is under explored'.

This is certainly of interest to Baraka with its approx 4 million acres (approx 16,000 square kilometres) at its EP127 in the southern part of the Georgina Basin, based on the results from the 2011 drilling campaign, has gas potential. However, all potential has been sitting idle until the Northern Territory fracking moratorium was lifted. The lifting of the moratorium will allow the Company to now pursue a potential farm-in partner for EP127 and to realise the potential of the area.

The previously planned Resource Imaging Technology (RIT) survey utilizing advance Seismo-Electric (SE) technology that was put on hold can now be revisited. Resource Imaging Technology (RIT) has only recently been introduced to Australia in order to better define the hydrocarbon presence within prospects and leads.

Whilst the last few years have been very trying for management and the shareholders, the board feels that this recent news together with recent capital raising is very positive for the Company. Hopefully this is a real shift of attitude returning to commodities and the junior end of the market in particular.

Appendix 5B

The Appendix 5B for the quarter ended 31 March 2018 is attached.

Forward-Looking Statements

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



Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

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

Name of entity

Baraka Energy & Resources Limited

ABN

80 112 893 491

Quarter ended ("current quarter")

31 March 2018

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (9 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation	(2)	(27)
(b) development	-	-
(c) production	-	-
(d) staff costs	(15)	(45)
(e) administration and corporate costs	(26)	(203)
1.3 Dividends received(see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	(1)
1.6 Income taxes paid	-	-
1.7 Research and development refunds	-	-
1.8 Other (provide details if material)	-	-
1.9 Net cash from / (used in) operating activities	(43)	(276)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	-	-
(b) tenements (see item 10)	-	-
(c) investments	(4)	(4)
(d) other non-current assets	-	-

+ See chapter 19 for defined terms.
1 September 2016

Mining exploration entity and oil and gas exploration entity quarterly report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) property, plant and equipment	-	-
	(b) tenements (see item 10)	-	-
	(c) investments	-	46
	(d) other non-current assets	-	-
2.3	Cash flows from loans to other entities	(40)	134
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(44)	176

3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	120
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	(50)
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	-	70

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	225	168
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(43)	(276)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(44)	176
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	70
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	138	138

+ See chapter 19 for defined terms.
1 September 2016

5. Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1 Bank balances	57	144
5.2 Call deposits	71	71
5.3 Bank overdrafts	-	-
5.4 Other (provide details)	10	10
5.5 Cash and cash equivalents at end of quarter (should equal item 4.6 above)	138	225

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

Directors fees

7. Payments to related entities of the entity and their associates	Current quarter \$A'000
7.1 Aggregate amount of payments to these parties included in item 1.2	22
7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3	-
7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2	

Serviced Offices and Bookkeeping provided by a Directors company, Consultants

Mining exploration entity and oil and gas exploration entity quarterly report

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

Baraka appointed GTT Ventures Pty Ltd in April 2018 to act as lead manager to place 300,000,000 fully paid shares to raise \$600,000 before costs.

9.	Estimated cash outflows for next quarter	\$A'000
9.1	Exploration and evaluation	60
9.2	Development	-
9.3	Production	-
9.4	Staff costs	15
9.5	Administration and corporate costs	25
9.6	Other (provide details if material)	-
9.7	Total estimated cash outflows	100

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

Compliance statement

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

Signed:



Date: 30 April 2018

Print name: Collin Vost
(Executive Chairman)

Notes

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

== == == == ==

Baraka Energy & Resources Ltd

Schedule of Tenements as at 31 March 2018

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