Firestone ENERGY

ABN 71 058 436 794

ANNUAL REPORT

For the year ended 30 June 2012

CORPORATE DIRECTORY

DIRECTORS

Mr Tim Tebeila
Chairman

Mr David Perkins
Deputy Chairman

Dr Pius Kasolo
Non-Executive Director

Mr Morore Benjamin Mphahlele
Non-Executive Director

Mr Kobus Terblanche
Non-Executive Director

SHARE REGISTRY

Computershare Investor Services
Level 2, Reserve Bank Building
45 St Georges Terrace
PERTH WA, 6000
Ph 08 9323 2000
Fax 08 9323 2033

SOLICITORS TO THE COMPANY

Steinepreis Paganin
Level 4, 16 Milligan Street
PERTH WA 6000

COMPANY SECRETARY

Mr Jerry Monzu

AUDITORS

BDO Audit (WA) Pty Ltd
38 Station Street
SUBIACO WA 6008

REGISTERED OFFICE

Suite B9, 431 Roberts Road
SUBIACO, WA 6008

Telephone: (08) 9287 4600
Facsimile: (08) 9287 4655

STOCK EXCHANGE LISTING

Securities of Firestone Energy Limited are dual listed on the Australian Securities Exchange and the Johannesburg Securities Exchange.

ASX & JSE CODE

FSE

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MANAGEMENT DISCLOSURE REPORT

OVERVIEW

The operational highlights of the year ending 30 June 2012 were:

- On 7 May 2012 the Board of Firestone Energy Limited announced that it had entered into a conditional Term Sheet for the provision of A$40.7million of funding by Ariona Company SA under a secured convertible note facility replacing the current convertible notes;
- A revised off-take MOU with Eskom was signed in February 2012 to supply a minimum of 10 million tonnes per annum of thermal coal. The production of coal is estimated to start in 2014;
- Consultants were appointed to complete the Feasibility Study to Bankable Standards on the revised ESKOM MOU;
- A further short-term funding facility of A$2.2m was provided by the current noteholders;
- Mining Right approval and execution by DMR giving the project a 30 year license to mine four properties, being Smitspan, Minnasvlakte, Hooikraal and Massenberg; and
- The Company completed its Share Purchase Plan and also additionally raised approximately $1.8 million via the placement of equity (ordinary shares) with LINC Energy Ltd which together with on market purchases gives LINC a 9.1% equity stake in Firestone.

The highlights post year-end are:

- The due diligence on the Waterberg project and Firestone was satisfactorily completed by Ariona; and
- Financial restructuring of Firestone is progressing, a shareholders meeting has been called for 5 October 2012 to complete the transaction.

REGULATORY APPROVALS

Mining Right

The Mining Right has been granted by the South African Dept of Mineral Resources in terms of section 23(1) of the Mineral and Petroleum Resources Development Act (2002) during August 2011 to Sekoko Coal (Pty) Ltd. It has been registered at the Mining and Petroleum Titles Registration Office in South Africa. Mining will be subject to Environmental Authorisations, Water Use Licenses and compliance to other legislation on an ongoing basis.

Environmental Authorisation

Firestone's Joint Venture Partner , Sekoko Coal (Pty) Limited, has received an Environmental Authorisation from the Limpopo Department of Economic Development, Environment and Tourism (LEDET) under the National Environmental Management Act ("NEMA") for the proposed mining activities at its Waterberg Coal Project. The approval enables the Company to construct the mine and associated infrastructure for 525mtpa. In terms of the current Feasibility Structure in progress for 10mtpa, an amended NEMA application will be lodged.

Integrated Water Use Licence

The integrated water use licence application (IWULA) for the Company`s Waterberg Coal Project was lodged on 1 November 2009 with the South African Department of Water Affairs (DWA) February 2011, and Sekoko Coal has since been in constant interaction with Government officials in order to progress its approval. The Company has undergone an intensive application process, including public participation meetings, to meet all the legislative requirements pursuant to the South African National Environmental Management Amendment Act, 1998 (Act No. 107 of 1998).

Communication has been maintained with the Department of Water Affairs (DWA) regarding progress with the IWULA. Additional information requested during March 2012 has been submitted as and when required and available.

MARKETING & LOGISTICS

Coal Off-take

The Coal Supply Agreement with ESKOM will be finalised once the conditions precedent in the signed MoU have been completed and accepted by ESKOM. The Joint Venture commissioned SRK Consulting as the lead consultant to undertake the bankable feasibility study.

MANAGEMENT DISCLOSURE REPORT

The BFS Project delivery schedule incorporates timelines from all specialist studies, including rock engineering studies, hydrogeology study, hydrology study, surface geotechnical study, environmental and socio-economic impact studies, infrastructure studies and the logistics study. The project schedule also takes into account an additional geological and geotechnical drilling program at the project site.

Rail Siding Infrastructure

The Rail Siding Feasibility Study is continuing to assess the economic and operational viability of supplying coal from the Waterberg Coal Project mining site to ESKOM's Majuba Power Station and Tutuka Power Stations in Mpumalanga Province. MRTP Consortium has been commissioned as part of the current bankable feasibility activities to perform the necessary engineering required to cost the schemes and ramp up plans in line with the Transnet and ESKOM plans.

The Company has undergone an intensive NEMA and IWULA application processes, including public participation meetings, to meet all the legislative requirements pursuant to the South African National Environmental Management Amendment Act, 1998 (Act No. 107 of 1998) relating to the proposed rail siding.

Outlook

The Waterberg Coal project is well-positioned to benefit from the Government's recently adopted Infrastructure Plan that is intended to transform the economic landscape of South Africa, which is aimed at creating a significant numbers of new jobs, strengthening the delivery of basic services to the people of South Africa and support the integration of African economies.

The new Waterberg rail lines would run over 560 km and would include a new single line between Thabazimbi and Ermelo. TFR planned to add 23 million tons a year to the capacity of the line running from Lephalale to Ermelo by 2020. Transnet was also planning further investment to ramp up coal supply to State-owned power utility ESKOM to 32 million tons a year.

The South African Department of Water Affairs had commissioned the proposed MCWAP-2 infrastructure to transfer water from Vlieepoort, near Thabazimbi, on the Crocodile river (west), to the Steenbokpan and Lephalale areas, where the new developments were envisaged.

DIRECTORS' REPORT

Your Directors submit the annual financial report of the consolidated entity for the financial year ended 30 June 2012. In order to comply with the provisions of the Corporations Act, the Directors report as follows:

DIRECTORS

The names of Directors who held office during or since the end of the year and until the date of this report are as detailed below. Directors were in office for this entire period unless otherwise stated. The Board has no sub-committees.

MR TIM TEBEILA
Non-Executive Chairman *– Appointed as Non-Executive Director on 30 November 2011, and Non-Executive Chairman on 15 December 2011*

Tim Tebeila is the founder and chairman of Sekoko Resources (Pty) Ltd, a South African-based black-owned energy and minerals company developing coal, magnetite iron ore and platinum group metals. He has been responsible for driving the company's business strategy attracting multinational companies and strategic investors within the energy and mining sectors expressing interest in his projects. During the past three years, Mr Tebeila has not served as a director of any other listed entity.

MR DAVID PERKINS
Non-Executive Director *– Non-Executive Chairman until 15 December 2011*

David Perkins has a Bachelor of Jurisprudence and Bachelor of Law degrees from the University of New South Wales, a post graduate Diploma of Corporate Administration and is a Fellow of both the Australian Institute of Company Directors and Chartered Secretaries of Australia. He is also a member of the Law Society of New South Wales.

Mr Perkins brings a broad and practical experience to Firestone's business, including corporate governance and regulation, as well as the financial and operational goals of the Company.

Mr Perkins is the principal of Perkins Solicitors and is a Non-Executive Director of Australian Stockbroking firm, BBY Limited. He was previously General Counsel and Company Secretary for the JP Morgan Chase and Company (formerly the Chase Manhattan Bank) for Australia, New Zealand and Oceania.

During the past three years, Mr Perkins has not served as a director of any other listed entity.

DR PIUS KASOLO
Non-Executive Director

Dr Pius Kasolo is a highly credentialed geologist and has extensive experience in the evaluation and management of mining projects, the formulation of company strategy, resource optimisation and business process analysis. Dr Kasolo sits on several boards in South Africa and has published many papers in his field of geology. During the past three years, Dr Kasolo has not served as a director of any other listed entity.

MR BEN MPHAHLELE
Non-Executive Director *– Appointed 6 October 2011*

Morore (Ben) Mphahlele is a strategy and project management consultant as well as director of various companies. He has had a long career in banking and public sector administration in South Africa. His current memberships and directorships include Regotje Investments, South African Statistics Council and Hlabirwa School of Commerce. He has also co-authored a number of articles published in the South African Journal of Economics. During the past three years, Mr Mphahlele has not served as a director of any other listed entity.

MR KOBUS TERBLANCHE
Non-Executive Director *– Appointed 6 October 2011*

Kobus Terblanche is currently President at Linc Energy Operations Australia and Africa, prior to which he managed a refining, storage and logistics business for Glencore in the Democratic Republic of Congo. He commenced his career at Sasol Limited. He then participated in the establishment of Mossgas in the project, production, technical and business development areas. He was also involved in the formation of PetroSA as general manager of corporate strategy and new ventures. During the past three years, Mr Terblanche has not served as a director of any other listed entity.

DIRECTORS' REPORT

MR SIZWE NKOSI
Executive Director *until 6 October 2011*
Non-Executive Director *from 6 October 2011, resigned 25 November 2011*

Mr Nkosi is a registered South African Chartered Accountant and has an MBA degree from the University of Cape Town's Graduate School of Business.

Mr Nkosi has significant experience with the operations of Firestone Energy, including marketing, logistics and rail, downstream projects and financial modelling. He negotiated the Joint Venture agreements between Sekoko Resources and Firestone Energy and was a key person in the negotiation of potential off-take agreements and cornerstone investors.

Prior to joining Firestone, his major prior experience was with South African merchant and investment bank, Investec Bank Limited, with a role focused in mergers and acquisitions. Prior to his position with Investec, Mr Nkosi was employed by Foskor as a financial manager, and De Beers as the Senior Management Accountant. He was not a director of any other listed entity during the last three years.

MR COLIN MCINTYRE
Non-Executive Director *– Resigned 23 January 2012*

Colin McIntyre is an experienced and credentialed mining engineer, mining manager and company director, with 35 years of experience in the mining industry, including fourteen years with Western Mining Corporation.

Mr McIntyre previously held executive management positions with Western Mining Corporation, National Mine Management Pty Ltd and Macmahon Contractors (WA). He was previously Non-Executive Chairman of Tectonic Resources NL and Perilya Limited for 12 years and 2 years respectively.

He has had extensive operational experience in open pit and underground mining spread amongst several commodities. He was not a director of any other listed entity during the last three years.

COMPANY SECRETARY

MR JERRY MONZU

Mr Monzu has over 20 years of experience in publicly listed multinational corporations predominantly in the resources and mining sectors. He has previously held senior management positions in companies such as Woodside Energy and Normandy Mining.

Mr Monzu graduated with a Bachelor of Business (Accounting and Finance) from Curtin University and is a qualified member of CPA Australia and Chartered Secretaries Australia.

DIRECTORS' MEETINGS

The number of Directors meetings held and the number of meetings attended by each of the Directors of the Company during the year to 30 June 2012 are:

	Meetings attended	Meetings held during time as Director
Tim Tebeila	14	14
David Perkins	21	24
Pius Kasolo	18	24
Ben Mphahlele	15	16
Kobus Terblanche	16	16
Colin McIntyre	9	12
Sizwe Nkosi	10	10

There are no Board sub-committees, therefore no sub-committee meetings were held during the period.

DIRECTORS' REPORT

PRINCIPAL ACTIVITIES AND SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

The principal activities of the entities within the consolidated group during the year were to continue to identify, evaluate and develop potential mineral exploration and mining projects located in Africa.

Other than for the matters referred to in the Management Disclosure Report there have been no significant changes in the state of affairs within the consolidated entity.

OPERATING AND FINANCIAL REVIEW

An operating review of the consolidated entity for the financial year ended 30 June 2012 is set out in the Management Discussion Analysis.

Shareholder returns	**2012**	**2011**
Net loss for the year	(4,530,596)	(4,762,294)
Basic EPS (loss) – cents	(0.15) cps	(0.19) cps
Share price as at 30 June	0.7 cps	1.6 cps

During the year, a total of 332,564,280 shares were issued, relating to a $1.8m share placement to Linc Energy Limited, conversions of the convertible notes issued pursuant to the A$25 million Convertible Note Facility arranged and fully underwritten by BBY Nominees Pty Limited, shares issued in payment of interest on the convertible notes, and a Share Purchase Plan offered to its South African shareholders raising $0.2m. Refer to Note 13 for further details of shares issued during the year.

At 30 June 2012, Firestone Energy had the following unissued shares under option on issue:

Number Under Option	**Expiry**	**Exercise Price**
30,000,000	30 Nov 2012	$0.05
110,000,000	30 May 2013	$0.06
96,904,767	30 June 2013	$0.06
25,875,000	30 June 2014	$0.06
48,395,000*	31 May 2014	$0.04
311,174,767		

*These options were issued during the year in regards to the Share Purchase Plan conducted in June 2011 and finalised in July 2012, whereby one free-attaching option was issued for every 2 shares purchased. Free attaching options were not given to Directors or Key Management Personnel who participated in the Share Purchase Plan.

DIVIDENDS

There have been no dividends declared or paid during the period.

DIRECTORS' REPORT

REMUNERATION REPORT (AUDITED)

This report outlines the remuneration arrangements in place for Directors and Executives of Firestone Energy Limited. The information provided in this remuneration report has been audited as required by section 308(3C) of the Corporations Act 2001. For the purposes of this report, Key Management Personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group, including any Director of the parent company.

Key Management Personnel

i) Directors

Mr Tim Tebeila	Chairman	- appointed 30 November 2011
Mr David Perkins	Deputy Chairman	
Dr Pius Kasolo	Non-Executive Director	
Mr Morore Benjamin Mphahlele	Non-Executive Director	- appointed 6 October 2011
Mr Kobus Terblanche	Non-Executive Director	- appointed 6 October 2011
Mr Colin McIntyre	Non-Executive Director	- resigned 23 January 2012

ii) Executive Directors

Mr Sizwe Nkosi	Executive Director	- resigned 25 November 2011

iii) Other Executives

Mr David Knox	Chief Executive Officer	- appointed 20 September 2011
Mr Jerry Monzu	Company Secretary	

Ms Amanda Matthee was appointed Chief Financial Officer on 23 August 2012. There were no other changes to Key Management Personnel after the reporting date and before the date the financial report was authorised for issue.

Policy for determining remuneration

The objective of Firestone's broad remuneration policy is to ensure that the remuneration package provided to Directors and Executives of the Group properly reflects the relevant person's duties and responsibilities and that remuneration is competitive in attracting, retaining and motivating people of the highest quality.

The Board is responsible for determining the remuneration policy for all Directors and Key Management Personnel based upon Firestone's nature, scale and scope of operating requirements and any other factors which the Board determines to be appropriate in determining the Group's remuneration policy.

Non-Executive Directors' fees are determined within an aggregate directors' fee pool limit. The maximum currently stands at $250,000 per annum and was approved by Firestone's shareholders.

The Group does not currently have policies around Executive Director remuneration.

Short Term Cash Incentives

No short term cash incentives were provided to Directors or Key Management Personnel during the year.

Other Payments

No other payments are due to Directors or Key Management Personnel.

Long Term Benefits

Directors or Key Management Personnel currently have no right to long term leave payments.

Service Contracts

The contract duration, period of notice and termination conditions for Key Management Personnel as at 30 June 2012 are as follows:

Mr David Knox, the Chief Executive Officer, is employed on a 12 month rolling contract. Termination by the Company is with three months' notice with the Company obliged to pay out the remaining portion of the CEO's term.

DIRECTORS' REPORT

REMUNERATION REPORT (AUDITED) (Continued)

Service Contracts (continued)

Mr Jerry Monzu, the Company Secretary, is engaged through a Consultancy Agreement with Monzu Corporate Consulting, with no fixed date of expiry. Termination by the Company is with three months' notice or payment in lieu thereof. Termination by the consultant is with three months' notice. Consulting fees are on an hourly rate of $150 (GST exclusive).

There were no formal service agreements with Non-Executive Directors. On appointment to the Board, all Non-Executive Directors enter into a service agreement with Firestone, in the form of a letter of appointment. The letter summarises the Board policies and terms which mirror those set out within the Corporations Act 2001, including compensation, relevant to the office of Director.

Post-employment Benefits

No members of Key Management Personnel are entitled to post-employment benefits, with exception of superannuation where applicable.

Performance-related Benefits

The company provides incentive and performance based payments/benefits, typically in the way of equity options. There were no performance-related benefits during the year. In considering Firestone Energy's performance and benefits for shareholder wealth, the Board takes regard of the following indices in respect of the current and previous four financial years.

Financial Performance of the Group

There is no relationship between Firestone's current remuneration policy for Key Management Personnel and the company's performance or shareholder wealth. However, the Board takes note of the following indices in respect of the current and previous four financial years.

	2012	2011	2010	2009	2008
Net profit/(loss)	(4,530,596)	(4,762,294)	(3,436,308)	(1,316,064)	(2,186,998)
Working capital	(22,203,524)	(2,808,322)	(938,914)	(113,731)	1,825,423
$ Change in share price	(0.009)	0.002	(0.020)	(0.016)	(0.030)
% Change in share price	(0.01)%	0.00%	(0.02)%	(0.02)%	(0.03)%

DIRECTORS' REPORT

REMUNERATION REPORT (AUDITED) (Continued)

Directors' and Key Management Personnel Remuneration

Details of the nature and amount of each element of remuneration of each Key Management Personnel of Firestone Energy Limited are set out in the following tables; each Key Management Personnel was in office for the full year unless otherwise specified:

		Short term employee benefits	Post employment benefits	Share-based payments	Termination payments	
Directors		**Salary/Fees**	**Super**			**Total**
Specified Directors Non-Executive						
T. Tebeila [1]	**2012**	**35,000**	**-**	**-**	**-**	**35,000**
	2011	25,000	-	-	-	25,000
D. Perkins [2]	**2012**	**54,167**	**-**	**-**	**-**	**54,167**
	2011	27,419	-	-	-	27,419
P. Kasolo [3]	**2012**	**50,002**	**-**	**-**	**-**	**50,002**
	2011	20,834	-	-	-	20,834
B. Mphahlele [4]	**2012**	**37,501**	**-**	**-**	**-**	**37,501**
	2011	-	-	-	-	-
K. Terblanche [5]	**2012**	**37,500**	**-**	**-**	**-**	**37,500**
	2011	-	-	-	-	-
C. McIntyre [6]	**2012**	**25,771**	**2,319**	**-**	**-**	**28,090**
	2011	45,872	4,128	-	-	50,000
S. Nkosi [7]	**2012**	**20,835**	**-**	**-**	**-**	**20,835**
	2011	203,051	-	-	-	203,051
M.P. Tshisevhe [8]	**2012**	**-**	**-**	**-**	**-**	**-**
	2011	20,834	-	-	-	20,834
J. Dreyer [9]	**2012**	**-**	**-**	**-**	**-**	**-**
	2011	46,674	825	-	-	47,499
A. Matthee [10]	**2012**	**-**	**-**	**-**	**-**	**-**
	2011	103,571	-	-	-	103,571
J. Wallington [11]	**2012**	**-**	**-**	**-**	**-**	**-**
	2011	25,000	-	-	-	25,000
Total Specified Directors	**2012**	**260,776**	**2,319**	**-**	**-**	**263,095**
	2011	518,255	4,953	-	-	523,208
Executives						
D. Knox [12]	**2012**	**236,250**	**-**	**-**	**-**	**236,250**
	2011	-	-	-	-	-
J. Monzu	**2012**	**139,283**	**-**	**-**	**-**	**139,283**
	2011	128,987	-	-	-	128,987
Total Key Management Personnel	**2012**	**636,309**	**2,319**	**-**	**-**	**638,628**
	2011	647,242	4,953	-	-	652,195

1. Resigned 7 January 2011, reappointed 30 November 2011
2. Appointed 17 January 2011
3. Appointed 28 January 2011
4. Appointed 6 October 2011
5. Appointed 6 October 2011
6. Resigned 23 January 2012
7. Appointed 3 November 2010, resigned 25 November 2011. Executive Director until 6 October 2011.
8. Appointed 28 January 2011, resigned 27 June 2011
9. Resigned 31 January 2011
10. Resigned 30 September 2010
11. Resigned 31 December 2010
12. Appointed 20 September 2011

DIRECTORS' REPORT

REMUNERATION REPORT (AUDITED) (Continued)

Share-based Remuneration

Under current Accounting Standards any share-based remuneration must be valued in accordance with an appropriate option pricing model. Share options carry no voting rights and each option is convertible into one ordinary share in the company. No share-based remuneration (such as options to acquire Firestone shares) was granted to Directors in the current year or last financial year.

For equity holdings by Key Management Personnel at year end refer to Note 18.

No options were exercised during the year as a result of share-based payments.

Use of Remuneration Consultants

The Company did not use remuneration consultants during the year.

Voting and Comments Made at the Company's 2011 Annual General Meeting

The Company received more than 98% of "yes" votes to its remuneration report on the 2011 year. The Company did not receive any specific feedback at the AGM or during the year on its remuneration policies.

This is the end of the audited Remuneration Report.

LIKELY DEVELOPMENTS

Disclosure of any information beyond that which is included in the Management Disclosure Report in relation to further developments has not been included in this Directors' Report because, in the opinion of the Directors, to do so would be speculative and is therefore not in the best interests of the Group.

ENVIRONMENTAL REGULATION

The consolidated entity has done everything to the best of its knowledge to comply with all applicable legislation and has no reason to believe that they did not comply with any of the legislative requirements during the year ended 30 June 2012 and subsequent to year end.

DIRECTORS ' INTERESTS

The following relevant interests in shares and options of Firestone were held by Directors as at the date of this report:

Director	Ordinary shares	Unlisted options
Tim Tebeila *	1,052,645,091	110,000,000
David Perkins	2,500,000	-

* Balance includes amounts nominally held through directorship of a related entity, Sekoko Coal (Pty) Ltd, whereby Sekoko Coal has 1,052,645,091 shares and 110,000,000 options in Firestone Energy Limited at 30 June 2012.

No other Directors held shares or options as at the date of this report.

INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

Indemnification

The Company has agreed to indemnify the directors and officers of the Company against all liabilities to another person (other than the Company or related body corporate) that may arise from their position as directors of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith.
During the financial year the Company paid a premium in respect of a contract insuring the Directors and Officers of the company and its controlled entities against any liability incurred in the course of their duties to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

DIRECTORS' REPORT

NON-AUDIT SERVICES

During the year the consolidated group paid $85,452 to a related entity of the auditor for non-audit services provided as outlined in Note 19 to the financial statements. The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The Directors are of the opinion that the services do not compromise the auditor's independence as all non-audit services have been reviewed to ensure that they do not impact the integrity 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 issued by the Accounting Professional & Ethical Standards Board.

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has made an application to the court under Section 237 of the *Corporations Act 2001* for leave to bring court proceedings on behalf of the Company, or to intervene in any court proceedings to which Firestone is a party, for the purpose of taking responsibility on behalf of Firestone for all or part of those proceedings.

AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration, under section 307C of the Corporations Act 2001, is included on the next page and forms part of this directors' report.

SIGNIFICANT EVENTS AFTER BALANCE DATE

- On 7 May 2012 the Company announced that it had signed a key investment agreement with Ariona Company SA ("Ariona"). Through the signing of this agreement Ariona will provide A$40.7 million to the Company under a secured convertible note facility, replacing the existing convertible notes.
- On 23 August the Company advised shareholders that it had secured the services of Ms Amanda Matthee as CFO of Firestone Energy Limited.

With the exception to the above, there have been no other matters or circumstances that have arisen since 30 June 2012 that have significantly affected, or may significantly affect:

(i) The consolidated entity's operations in future financial years, or
(ii) The results of those operations in future financial years, or
(i) The consolidated entity's state of affairs in future financial years.

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Tim Tebeila
Chairman
Perth
Western Australia
27 September 2012

Tel: +8 6382 4600
Fax: +8 6382 4601
www.bdo.com.au

38 Station Street
Subiaco, WA 6008
PO Box 700 West Perth WA 6872
Australia

27 September 2012

Firestone Energy Limited
The Board of Directors
Suite B9, 431 Roberts Road
Subiaco WA 6008

Dear Sirs,

DECLARATION OF INDEPENDENCE BY WAYNE BASFORD TO THE DIRECTORS OF FIRESTONE ENERGY LIMITED

As lead auditor of Firestone Energy Limited for the year ended 30 June 2012, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

This declaration is in respect of Firestone Energy Limited and the entities it controlled during the period.

Wayne Basford
Director

BDO Audit (WA) Pty Ltd
Perth, Western Australia

CORPORATE GOVERNANCE STATEMENT

Firestone has made it a priority to adopt systems of control and accountability as the basis for the administration of corporate governance. Some of these policies and procedures are summarised in this statement. To the extent that they are applicable, and given its circumstances, Firestone adopts the Eight Essential Corporate Governance Principles and Best Practice Recommendations ('Recommendations') published by the Corporate Governance Council of the ASX.

Where Firestone's corporate governance practices follow a recommendation, the Board has made appropriate statements reporting on the adoption of the recommendation. Where, after due consideration, Firestone's corporate governance practices depart from a recommendation, the Board has offered full disclosure and reasoning for the adoption of its own practice, in compliance with the "if not, why not" regime.

As Firestone's activities develop in size, nature and scope, the size of the Board and the implementation of additional corporate governance structures will be given further consideration.

DISCLOSURE OF CORPORATE GOVERNANCE PRACTICES

Compliance with the ASX Principles and Recommendations

The table below is provided to facilitate your understanding of Firestone's compliance with the ASX Corporate Governance Principles and Recommendations.

Recommendation	ASX Principles and Recommendations	Further information	Recommendation	ASX Principles and Recommendations	Further information
1.1	X	Refer (a) below	**4.3**	n/a	n/a
1.2	X	Refer (a) below	**4.4**	n/a	n/a
1.3	X	Refer (a) below	**5.1**	X	Refer (g) below
2.1	X	Refer (b) below	**5.2**	n/a	n/a
2.2	X	Refer (b) below	**6.1**	X	Refer (h) below
2.3	√	Refer (b) below	**6.2**	n/a	n/a
2.4	X	Refer (c) below	**7.1**	X	Refer (i) below
2.5	X	Refer (d) below	**7.2**	n/a	n/a
2.6	X	Refer (e) below	**7.3**	√	Refer (j) below
3.1	X	Refer (f) below	**7.4**	n/a	n/a
3.2	√	Refer (f) below	**8.1**	X	Refer (k) below
3.3	X	Refer (f) below	**8.2**	X	Refer (k) below
3.4	X	Refer (f) below	**8.3**	X	Refer (k) below
3.5	X	Refer (f) below	**8.4**	n/a	n/a
4.1	X	Refer (c) below			
4.2	n/a	n/a			

CORPORATE GOVERNANCE STATEMENT (Continued)

(a) Principle 1 – Lay solid foundations for management and oversight

Recommendation 1.1: Companies should establish the functions reserved to the board and those delegated to senior executives and disclose those functions.

Notification of departure from Recommendation

Firestone has not formally disclosed the functions reserved to the Board and those delegated to senior executives.

Explanation for departure from Recommendation

The Board recognises the importance of distinguishing between the respective roles and responsibilities of the Board and management. The Board has established an informal framework for Firestone's management and the roles and responsibilities of the Board and management. Due to the small size of the Board and of Firestone, the Board do not think that it is necessary to formally document the roles of Board and management as it believes that these roles are being carried out in practice and are clearly understood by all members of the Board and management.

The appointments of Non-Executive Directors are formalised in accordance with the regulatory requirements and Firestone's constitution.

Recommendation 1.2: Companies should disclose the process for evaluating the performance of senior executives.

Notification of departure from Recommendation

Firestone has not established formal processes for evaluating the performance of senior executives.

Explanation for departure from Recommendation

The Board is responsible for the strategic direction of Firestone, establishing goals for senior executives and monitoring the achievement of these goals, monitoring the overall corporate governance of Firestone and ensuring that shareholder value is increased. Due to the size of Firestone and the stage of the company's development, the Board does not consider it is necessary to establish formal processes for evaluating the performance of senior executives.

Recommendation 1.3: Companies should provide the information indicated in the Guide to Reporting on Principle 1.

Informal evaluations of senior executives were conducted during the year as per the Company's processes detailed above, as the Company grows the Board will strive to implement a more formalised process of evaluation and feedback for its executives.

(b) Principle 2 – Structure of the Board to add value

Recommendation 2.1: A majority of the board should be independent directors.

Recommendation 2.2: The chair should be an independent director.

Notification of departure from Recommendations

The Firestone Board does not currently have a majority of independent directors and the Chairman is not considered independent.

Explanation for departure from Recommendations

The Board's composition changed during the year. Consistent with the size of Firestone and its activities, the Board currently comprises five (5) Directors. The Board considers that Mr Ben Mphahlele and Mr Pius Kasolo meet the criteria set in Principle 2.1 by the Corporate Governance Council to be considered to be independent Directors.

CORPORATE GOVERNANCE STATEMENT (Continued)

Both Mr Kasolo and Mr Mphahlele have no material business or contractual relationship with Firestone, other than as a Director, and no conflicts of interest which could interfere with the exercise of independent judgement. Accordingly, they are considered to be independent.

The Board's policy is that the majority of Directors shall be independent, Non-Executive Directors. Due to the size of Firestone and the stage of Firestone's development, the Board does not consider it can justify the appointment of more independent Non-Executive Directors, and therefore, the composition of the Board does not currently conform to the best practice recommendations of the ASX Corporate Governance Council.

Recommendation 2.3: The roles of chair and chief executive officer should not be exercised by the same individual.

The Chairman of the Firestone Energy Limited is Mr Tim Tebeila and the CEO is Mr David Knox.

(c) Principle 2 – Structure of the Board to add value & Principle 4 – Safeguard integrity in financial reporting

Recommendation 2.4: The board should establish a nomination committee.

Recommendation 4.1: The board should establish an audit committee.

Recommendation 4.2: The audit committee should be structured so that it:
- consists only of non-executive directors
- consists of a majority of independent directors
- is chaired by an independent chair, who is not chair of the board
- has at least three members.

Recommendation 4.3: The audit committee should have a formal charter.

Notification of departure from Recommendations

The Board has not established nomination and audit committees.

Explanation for departure from Recommendations

The Board considers that Firestone is not currently of a size, or its affairs of such complexity, that the formation of separate or special committees is justified at this time. The Board as a whole is able to address the governance aspects of the full scope of Firestone's activities and ensure that it adheres to appropriate ethical standards.

In particular, the Board as a whole considers those matters that would usually be the responsibility of an audit committee and a nomination committee. The Board considers that, at this stage, no efficiencies or other benefits would be gained by establishing a separate audit committee or a separate nomination committee.

(d) Principle 2 – Structure of the Board to add value

Recommendation 2.5: Companies should disclose the process for evaluating the performance of the board, its committees and individual directors.

Notification of departure from Recommendation

Firestone does not have in place a formal process for evaluation of the Board, its committees, individual Directors and key executives.

Explanation for departure from Recommendations

Evaluation of the Board is carried out on a continuing and informal basis. Firestone will put a formal process in place as and when the level of operations of Firestone justifies this.

CORPORATE GOVERNANCE STATEMENT (Continued)

(e) Principle 2 – Structure of the Board to add value

Recommendation 2.6: Companies should provide the information indicated in the Guide to Reporting on Principle 2.

Skills, Experience, Expertise and term of office of each Director
A profile of each Director containing their skills, experience, expertise and term of office is set out in the Directors' Report.

Identification of Independent Directors
The independent Directors during the financial year ended 30 June 2012 are disclosed in (b) above.

The Board has considered the relationships listed in Box 2.1 of the ASX Corporate Governance Principles and Recommendations when making determinations regarding the independence of Directors.

Board access to independent professional advice
To assist Directors with independent judgement, it is the Board's policy that if a Director considers it necessary to obtain independent professional advice to properly discharge the responsibility of their office as a Director then, provided the Director first obtains approval for incurring such expense from the Chair, Firestone will pay the reasonable expenses associated with obtaining such advice.

Selection of Directors
The Board considers the balance of independent Directors on the Board as well as the skills and qualifications of potential candidates that will best enhance the Board's effectiveness.

Recommendations of candidates for new Directors are made by the Directors for consideration by the Board as a whole. If it is necessary to appoint a new Director to fill a vacancy on the Board or to complement the existing Board, a wide potential base of possible candidates is considered. If a candidate is recommended by a Director, the Board assesses that proposed new Director against a range of criteria including background, experience, professional skills, personal qualities, the potential for the candidate's skills to augment the existing Board and the candidate's availability to commit to the Board's activities. If these criteria are met and the Board appoints the candidate as a Director, that Director must retire at the next following General Meeting of Shareholders and will be eligible for election by shareholders at that General Meeting.

Nomination Matters
The full Board sits in its capacity as a Nomination Committee. The functions that would normally be carried out by the Nominations Committee are currently performed by the full Board.

Performance Evaluation
Performance evaluations for the Board and individual Directors did occur on an informal basis during the financial year ended 30 June 2012.

Reappointment of Directors
Each Director other than the Managing Director (if appointed) must retire from office no later than the longer of the third annual general meeting of the company or 3 years following that Director's last election or appointment. At each annual general meeting a minimum of one Director or a third of the total number of Directors must resign. A Director who retires at an annual general meeting is eligible for re-election at that meeting. Reappointment of Directors is not automatic.

(f) Principle 3 – Promote ethical and responsible decision making

Recommendation 3.1: Companies should establish a code of conduct and disclose the code or a summary of the code as to:
- the practices necessary to maintain confidence in the company's integrity
- the practices necessary to take into account their legal obligations and the reasonable expectations of their stakeholders
- the responsibility and accountability of individuals for reporting and investigating reports of unethical practices.

Notification of departure from Recommendation

Firestone has not established a formal code of conduct.

CORPORATE GOVERNANCE STATEMENT (Continued)

Explanation for departure from Recommendation

The Board considers that its business practices, as determined by the Board and key executives, are the equivalent of a code of conduct.

Recommendation 3.2: Companies should establish a policy concerning diversity and disclose the policy or a summary of that policy. The policy should include requirements for the board to establish measurable objectives for achieving gender diversity for the board to assess annually both the objectives and progress in achieving them.

Recommendation 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.

Recommendation 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.

The Company and all its related bodies corporate have established a Diversity Policy.

The Company recognises the benefits arising from employee and Board diversity, including a broader pool of high quality employees, improving employee retention, accessing different perspectives and ideas and benefiting from all available talent.

Diversity includes, but is not limited to, gender, age, ethnicity, cultural background and the persons skill set.

To the extent practicable, the Company will address the recommendations and guidance provided in the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*.

The Diversity Policy does not form part of an employee's contract of employment with the Company, nor gives rise to contractual obligations. However, to the extent that the Diversity Policy requires an employee to do or refrain from doing something and at all times subject to legal obligations, the Diversity Policy forms a direction of the Company with which an employee is expected to comply.

OBJECTIVES

The Diversity Policy provides a framework for the Company to achieve:

- a diverse and skilled workforce, leading to continuous improvement in service delivery and achievement of corporate goals;
- a workplace culture characterised by inclusive practices and behaviours for the benefit of all staff;
- improved employment and career development opportunities for women;
- a work environment that values and utilises the contributions of employees with diverse backgrounds, experiences and perspectives through improved awareness of the benefits of workforce diversity and successful management of diversity; and
- awareness in all staff of their rights and responsibilities with regards to fairness, equity and respect for all aspects of diversity.

The Diversity Policy does not impose on the Company, its Directors, officers, agents or employee any obligation to engage in, or justification for engaging in, any conduct which is illegal or contrary to any anti-discrimination or equal employment opportunity legislation or laws in any State or Territory of Australia or of any foreign jurisdiction.

RESPONSIBILITIES

The Board's commitment

The Board is committed to workplace diversity, with a particular focus on supporting the representation of women at the senior level of the Company and on the Board.

The Board is responsible for developing measurable objectives and strategies to meet the Objectives of the Diversity Policy (**Measurable Objectives**) and monitoring the progress of the Measurable Objectives through the monitoring, evaluation and reporting mechanisms listed below.

The Board may also set Measurable Objectives for achieving gender diversity and monitor their achievement.

The Board will conduct all Board appointment processes in a manner that promotes gender diversity, including establishing a structured approach for identifying a pool of candidates, using external experts where necessary.

CORPORATE GOVERNANCE STATEMENT (Continued)

Strategies

The Company's diversity strategies include:

- recruiting from a diverse pool of candidates for all positions, including senior management and the Board;
- reviewing succession plans to ensure an appropriate focus on diversity;
- identifying specific factors to take account of in recruitment and selection processes to encourage diversity;
- developing programs to develop a broader pool of skilled and experienced senior management and Board candidates, including, workplace development programs, mentoring programs and targeted training and development;
- developing a culture which takes account of domestic responsibilities of employees; and
- any other strategies the Board develops from time to time.

MONITORING AND EVALUATION

The Chairman will monitor the scope and currency of this policy.

The Company is responsible for implementing, monitoring and reporting on the Measurable Objectives once they are set.

Measurable Objectives if set by the Board will be included in the annual key performance indicators for the Chief Executive Officer / Managing Director and senior executives.

In addition, the Board will review progress against the Objectives (if set) as a key performance indicator in its annual performance assessment.

REPORTING

The Board may include in the Annual Report each year:

- the Measurable Objectives, if any, set by the Board;
- progress against the Objectives; and
- the proportion of women employees in the whole organisation, at senior management level and at Board level.

Recommendation 3.5: Companies should provide the information indicated in the Guide to Reporting on Principle 3.

Explanation for departure from Recommendations

While the Company has adopted a diversity policy as mentioned above, the Board do not consider it appropriate to set measurable objectives at this stage of the Company’s development. The Board will continue to review the development of Firestone and will adopt measurable objectives at a more appropriate time. The Diversity policy will be posted on the Company’s website on www.firestoneenergy.com.au.

(g) Principle 5 – Make timely and balanced disclosure

Recommendation 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.

Notification of departure from Recommendations

Firestone has not established written policies and procedures designed to ensure compliance with ASX Listing Rule disclosure requirements and accountability for compliance.

Explanation for departure from Recommendations

The Directors have a long history of involvement with public listed companies and through the support of professional staff, are kept familiar with the disclosure requirements of the ASX listing rules.

Firestone has in place informal procedures that it believes are sufficient for ensuring compliance with ASX Listing Rule disclosure requirements and accountability for compliance. The Board has nominated the Chief Executive Officer and the Company Secretary as being responsible for all matters relating to disclosure.

CORPORATE GOVERNANCE STATEMENT (Continued)

(h) Principle 6 – Respect the rights of shareholders

Recommendation 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.

Notification of departure from Recommendations

Firestone has not established a formal Shareholder communication strategy.

Explanation for departure from Recommendations

While Firestone has not established a formal Shareholder communication strategy, it actively communicates with its Shareholders in order to identify their expectations and actively promotes Shareholder involvement in Firestone. Firestone achieves this by posting on its website copies of all information lodged with the ASX. Shareholders with internet access are encouraged to provide their email addresses in order to receive electronic copies of information distributed by Firestone. Alternatively, hard copies of information distributed by Firestone are available on request.

(i) Principle 7 – Recognise and manage risk

Recommendation 7.1: Companies should establish policies for the oversight and management of material business risks and disclose a summary of those policies.

Recommendation 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.

Notification of departure from Recommendations

Firestone has an informal risk oversight and management policy and internal compliance and control system.

Explanation for departure from Recommendations

The Board does not currently have formal procedures in place but is aware of the various risks that affect Firestone and its particular business. As Firestone develops, the Board will develop appropriate procedures to deal with risk oversight and management and internal compliance, taking into account the size of Firestone and the stage of development of its projects.

(j) Principle 7 - Recognise and manage risk

Recommendation 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.

The CEO, Mr David Knox, and the Chief Financial Officer, Ms Amanda Matthee, have provided a declaration to the Board in accordance with section 295A of the Corporations Act and have assured the Board that such declaration 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.

(k) Principle 8 – Remunerate fairly and responsibly

Recommendation 8.1: The board should establish a remuneration committee.

Recommendation 8.2: The remuneration committee should be structured so that it:
- consists of a majority of independent directors
- is chaired by an independent chair
- has at least three members.

CORPORATE GOVERNANCE STATEMENT (Continued)

Recommendation 8.3: Companies should clearly distinguish the structure of non-executive directors' remuneration from that of executive directors and senior executives.

Notification of departure from Recommendations

Firestone does not have a formal remuneration policy and has not established a separate remuneration committee.

Explanation for departure from Recommendations

The current remuneration of the Directors is disclosed in the Directors' Report. Non-Executive Directors receive a fixed fee for their services.

Subject to shareholder approval, the issue of options or shares to Non-Executive Directors may be an appropriate method of providing sufficient incentive and reward while maintaining cash reserves.

Due to Firestone's early stage of development and small size, it does not consider that a separate remuneration committee would add any efficiency to the process of determining the levels of remuneration for the Directors and key executives. The Board believes it is more appropriate to set aside time at specified Board meetings each year to specifically address matters that would ordinarily fall to a remuneration committee. In addition, all matters of remuneration will continue to be in accordance with regulatory requirements, especially in respect of related party transactions, and none of the Directors will participate in any deliberations regarding their own remuneration or related issues.

(l) Securities trading policy

Firestone adopted a Share Trading policy in December 2010. The policy summarises the law relating to insider trading and sets out Firestone's policy on Directors, officers, employees and consultants of the Group dealing in securities of Firestone.

The policy is provided to all Directors and employees of the Group and compliance with it is reviewed on an ongoing basis in accordance with Firestone's risk management systems.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2012

	Note	Consolidated 2012 $	Consolidated 2011 $
Revenue	**2(a)**	31,141	57,894
Other income	**2(b)**	25,212	24,508
Loss on disposal of plant and equipment		-	(3,521)
Administration expenses		(544,615)	(407,364)
Compliance and regulatory expenses		(143,412)	(278,057)
Directors' fees		(263,095)	(253,679)
Employee and consultant expenses		(103,408)	(173,618)
Finance expenses	**2(c)**	(3,078,172)	(2,738,581)
Legal and professional fees		(337,067)	(740,755)
Occupancy costs		(29,900)	(73,600)
Travel and accommodation		(87,280)	(175,521)
Loss before income tax expense from continuing operations		**(4,530,596)**	**(4,762,294)**
Income tax expense	**3**	**-**	**-**
Loss for the year		**(4,530,596)**	**(4,762,294)**
Other comprehensive income for the year			
Movement in foreign currency translation reserve		(11,613,574)	(2,330,804)
Total comprehensive loss for the year attributable to the owners of the Company		**(16,144,170)**	**(7,093,098)**
Basic and diluted loss per share (cents)	**4**	(0.15)	(0.19)

For JSE requirements, the Headline Earnings per Share ("HEPS") has been calculated to be the equivalent of the basic and diluted loss per share as displayed above.

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

CONSOLIDATED BALANCE SHEET
AS AT 30 JUNE 2012

	Note	Consolidated 2012 $	Consolidated 2011 $
CURRENT ASSETS			
Cash and cash equivalents	**6(a)**	169,475	1,892,188
Trade and other receivables	**7**	163,330	62,110
Other assets	**8**	112,250	-
Total Current Assets		445,055	1,954,298
NON-CURRENT ASSETS			
Receivables	**7**	849,475	108,618
Interest in joint venture asset	**9**	76,735,130	85,197,758
Property, plant & equipment	**10**	4,662,712	5,374,513
Total Non-Current Assets		82,247,317	90,680,889
TOTAL ASSETS		**82,692,372**	**92,635,187**
CURRENT LIABILITIES			
Trade and other payables	**11**	2,019,312	3,432,033
Borrowings	**12**	20,629,267	1,330,587
Total Current Liabilities		22,648,579	4,762,620
NON-CURRENT LIABILITIES			
Borrowings	**12**	5,330,870	20,372,463
Total Non-Current Liabilities		5,330,870	20,372,463
TOTAL LIABILITIES		**27,979,449**	**25,135,083**
NET ASSETS		**54,712,923**	**67,500,104**
EQUITY			
Issued capital	**13**	76,380,048	73,135,309
Reserves	**14**	(7,621,863)	3,879,461
Accumulated losses		(14,045,262)	(9,514,666)
TOTAL EQUITY		**54,712,923**	**67,500,104**

The above consolidated balance sheet should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2012

	Note	Consolidated 2012 $	Consolidated 2011 $
Cash Flows from Operating Activities			
Payments to suppliers and employees		(1,301,005)	(1,673,682)
Interest received		31,141	57,894
Interest paid		(202,500)	(1,912,841)
Security deposits		-	34,758
Net cash used in operating activities	**6(b)**	**(1,472,364)**	**(3,493,871)**
Cash Flows from Investing Activities			
Payments to acquire plant and equipment		(103,575)	(5,443)
Project expenditure – joint ventures		(2,473,651)	(4,034,730)
Proceeds on sale of plant and equipment		-	3,900
Purchase of surface rights		-	(2,826,243)
Net cash used in investing activities		**(2,577,226)**	**(6,862,516)**
Cash Flows from Financing Activities			
Proceeds from issue of shares, net of issue costs		1,966,961	1,630,459
Proceeds from borrowings		1,790,433	8,577,500
Repayment of borrowings		(1,430,160)	-
Net cash provided by financing activities		**2,327,234**	**10,207,959**
Net decrease in cash held		(1,722,356)	(148,428)
Cash at the beginning of the financial year		1,892,188	2,130,542
Effect of exchange rate changes on cash held in foreign currencies		(357)	(89,926)
Cash at the end of the financial year	**6(a)**	**169,475**	**1,892,188**

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2012

	Issued capital	Accumulated losses	Share-based payment reserve	Foreign currency translation reserve	Total
	$	$	$	$	$
Balance at 1 July 2010	**62,704,850**	**(4,752,372)**	**4,081,645**	**2,128,620**	**64,162,743**
Total comprehensive income for the 2011 year					
Loss for the year	-	(4,762,294)	-	-	(4,762,294)
Other comprehensive income					
Foreign currency translation	-	-	-	(2,330,804)	(2,330,804)
Total other comprehensive income	-	-	-	(2,330,804)	(2,330,804)
Total comprehensive income for the year	**-**	**(4,762,294)**	**-**	**(2,330,804)**	**(7,093,098)**
Transactions with owners in their capacity as owners:					
Issue of shares, net of transaction costs	7,030,459	-	-	-	7,030,459
Conversion of convertible notes[1]	3,400,000	-	-	-	3,400,000
Balance at 30 June 2011	**73,135,309**	**(9,514,666)**	**4,081,645**	**(202,184)**	**67,500,104**
Total comprehensive income for the 2012 year					
Loss for the year	-	(4,530,596)	-	-	(4,530,596)
Other comprehensive income					
Foreign currency translation	-	-	-	(11,613,574)	(11,613,574)
Total other comprehensive income	-	-	-	(11,613,574)	(11,613,574)
Total comprehensive income for the year	**-**	(4,530,596)	-	(11,613,574)	(16,144,170)
Transactions with owners in their capacity as owners:					
Issue of shares, net of transaction costs	1,966,961	-	-	-	1,966,961
Issue of shares in payment of interest	977,778	-	-	-	977,778
Conversion of convertible notes	300,000	-	-	-	300,000
Share-based payment expense for options to be issued	-	-	112,250	-	112,250
Balance at 30 June 2012	**76,380,048**	**(14,045,262)**	**4,193,895**	**(11,815,758)**	**54,712,923**

1 The conversion of convertible notes during the year ended 30 June 2011 was primarily a reduction in debt.

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of Compliance

The financial statements of Firestone Energy Limited for the year ended 30 June 2012 were authorised for issue in accordance with a resolution of the Directors on 27 September 2012 and covers the consolidated entity consisting of Firestone Energy Limited ("the Company") and its subsidiaries ("the Group") as required by the *Corporations Act 2001.*

The financial statements are presented in the company's functional currency, Australian dollars. Firestone Energy Limited is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange and the Johannesburg Stock Exchange.

(b) Basis of Preparation

The financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards (including Australian Interpretations) issued by the Australian Accounting Standards Board and the *Corporations Act 2001*.

The financial statements also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board. The financial statements have also been prepared on a historical cost basis. The accounting policies have been consistently applied, unless otherwise stated.

New and amended standards adopted by the Group

The following new standards and amendments to standards are mandatory for the first time for the financial year beginning 1 July 2011:

- AASB 124 (Revised) Related Party Disclosures (December 2009)
- AASB 2009-12 Amendments to Australian Accounting Standards [AASBs 5, 8, 108, 110, 112, 119, 133, 137, 139, 1023 & 1031 and Interpretations 2, 4, 16, 1039 & 1052]
- AASB 1054 Australian Additional Disclosures
- AASB 2010-4: Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASBs 1, 7, 101, 134 and Interpretation 13]
- AASB 2010-5: Amendments to Australian Accounting Standards [AASBs 1, 3, 4, 5, 101, 107, 112, 118, 119, 121, 132, 133, 134, 137, 139, 140, 1023 & 1038 and Interpretations 112, 115, 127, 132 & 1042]
- AASB 2010-6: Amendments to Australian Accounting Standards – Disclosures on Transfers of Financial Assets [AASBs 1 & 7]
- AASB 2011-1: Amendments to Australian Accounting Standards arising from the Trans-Tasman Convergence project [AASBs 1, 5, 101, 107, 108, 121, 128, 132, 134 and Interpretations 2, 112 & 113]

The adoption of these standards did not have any impact on the current period or any prior period and is not likely to affect future periods.

New accounting standards and interpretations issued but not yet effective

New accounting standards and interpretations that have recently been issued or amended but are not yet effective and have not been adopted by the Group for the reporting period ending 30 June 2012 are outlined in the following table.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(b) Basis of Preparation (continued)

New and amended standards adopted by the Group (continued)

Reference	Title	Summary	Application date of standard	Application date for Group
AASB 10	Consolidated Financial Statements	AASB 10 establishes a new control model that applies to all entities. It replaces parts of AASB 127 Consolidated and Separate Financial Statements dealing with the accounting for consolidated financial statements and UIG-112 Consolidation – Special Purpose Entities. The new control model broadens the situations when an entity is considered to be controlled by another entity and includes new guidance for applying the model to specific situations, including when acting as a manager may give control, the impact of potential voting rights and when holding less than a majority voting rights may give control. Consequential amendments were also made to other standards via AASB 2011-7.	1 January 2013	1 July 2013
AASB 11	Joint Arrangements	AASB 11 replaces AASB 131 Interests in Joint Ventures and UIG-113 Jointly – controlled Entities – Non-monetary Contributions by Ventures. AASB 11 uses the principle of control in AASB 10 to define joint control, and therefore the determination of whether joint control exists may change. In addition it removes the option to account for jointly controlled entities (JCEs) using proportionate consolidation. Instead, accounting for a joint arrangement is dependent on the nature of the rights and obligations arising from the arrangement. Joint operations that give ventures a right to the underlying assets and obligations themselves are accounted for by recognising the share of assets and obligations. Joint ventures that give the venturers a right to the net assets are accounted for using the equity method. Consequential amendments were also made to other standards via AASB 2011-7 and amendments to AASB 128. This is not expected to have an impact on the Group.	1 January 2013	1 July 2013
AASB 12	Disclosure of Interests in Other Entities	AASB 12 includes all disclosures relating to an entity's interests in subsidiaries, joint arrangements, associates and structures entities. New disclosures have been introduced about the judgements made by management to determine whether control exists, and to require summarised information about joint arrangements, associates and structured entities and subsidiaries with non-controlling interests.	1 January 2013	1 July 2013

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(b) Basis of Preparation (continued)

New and amended standards adopted by the Group (continued)

<table>
<tr><th>Reference</th><th>Title</th><th>Summary</th><th>Application date of standard</th><th>Application date for Group</th></tr>
<tr><td>AASB 9 Financial Instruments</td><td>Amendments to Australian Accounting Standard – Financial Instruments and its associated amending standards</td><td>AASB 9 includes requirements for the classification and measurement of financial assets. It was further amended by AASB 2012-7 to reflect amendments to the accounting for financial liabilities.

These requirements improve and simplify the approach for classification and measurement of financial assets compared with the requirements of AASB 139. The main changes are described below.

(a) Financial assets are debt instruments will be classified based on:
(1) The objective of the entity's business model for managing the financial assets;
(2) The characteristics of the contractual cash flows.

(b) Allows an irrevocable election on initial recognition to present gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. Dividends in respect of these investments that are a return on investment can be recognised in profit or loss and there is no impairment or recycling on disposal of the instrument.

(c) Financial assets can be designated and measured at fair value through profit or loss at initial recognition if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities, or recognising the gains and losses on them, on different bases.

(d) Where the fair value option is used for financial liabilities the change in fair value is to be accounted for as follows:
➢ The change attributable to changes in credit risk are presented in other comprehensive income (OCI)
➢ The remaining change is presented in profit or loss

If this approach creates or enlarges an accounting mismatch in the profit or loss, the effect if the changes in credit risk are also presented in profit and loss.

Consequential amendments were also made to other standards as a result of AASB 9, introduced by AASB 2009-11 and superseded by AASB 2010-7 and 2010-10.</td><td>1 January 2015</td><td>1 July 2015</td></tr>
</table>

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(b) Basis of Preparation (continued)

New and amended standards adopted by the Group (continued)

Reference	Title	Summary	Application date of standard	Application date for Group
AASB 13	Fair Value Measurement	AASB 13 establishes a single source of guidance under AASB for determining the fair value of assets and liabilities. AASB 13 does not change when an entity is required to use fair value, but rather, provides guidance on how to determine fair value when fair value is required or permitted. Application of this definition may result in different fair values being determined for relevant assets. AASB 13 also expands the disclosure requirements for all assets or liabilities carried at fair value. This includes information about the assumptions made and the qualitative impact of those assumptions on the fair value determined. Consequential amendments were also made to other standards via AASB 2011-8.	1 January 2013	1 July 2013
AASB 1053	Application of Tiers of Australian Accounting Standards	This Standard establishes a differential financial reporting framework consisting of two Tiers of reporting requirements for preparing general purpose financial statements: • Tier 1: Australian Accounting Standards • Tier 2: Australian Accounting Standards – Reduced Disclosure Requirements Tier 2 comprises the recognition, measurement and presentation requirements of Tier 1 and substantially reduced disclosures corresponding to those requirements. The following entities apply Tier 1 requirements in preparing general purpose financial statements: (a) For-profit entities in the private sector that have public accountability (as defined in this Standard) (b) The Australian Government and State, Territory and Local Governments The following entities apply either Tier 2 or Tier 1 requirements in preparing general purpose financial statements: (a) For-profit private sector entities that do not have public accountability (b) All not-for-profit private sector entities (c) Public sector entities other than the Australian Government and State, Territory and Local Governments. Consequential amendments to other standards to implement the regime were introduced by AASB 2010-2, 2011-2, 2011-6, 2011-11 and 2012-1.	1 July 2013	1 July 2013

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(b) Basis of Preparation (continued)

New and amended standards adopted by the Group (continued)

Reference	Title	Summary	Application date of standard	Application date for Group
AASB 119	Employee Benefits	The main change introduced by this standard is to revise the accounting for defined benefit plans. The amendment removes the options for accounting for the liability, and reduces that the liabilities arising from such plans is recognised in full with actuarial gains and losses being recognised in other comprehensive income. It also revised the method of calculating the return on plan assets. The revised standard changes the definition of short-term employee benefits. The distinction between short-term and other long-term employee benefits is now based on whether the benefits are expected to be settled wholly within 12 months after the reporting date. Consequential amendments were also made to other standards via AASB 2011-10.	1 January 2013	1 July 2013
AASB 2010-8	Amendments to Australian Accounting Standards – Deferred Tax: Recovery of Underlying Assets [AASB 12]	These amendments address the determination of deferred tax on investment property measured at fair value and introduce a rebuttable presumption that deferred tax on investment property measured at fair value should be determined on the basis that the carrying amount will be recoverable through sale. The amendments also incorporate SIC-21 Income Taxes – Recovery of Revalued Non-Depreciable Assets into AASB 112.	1 January 2012	1 July 2012
AASB 2011-9	Amendments to Australian Accounting Standards – Presentation of Other Comprehensive Income [AASB 1, 5, 7, 101, 112, 120, 121, 132, 133, 134, 1039 & 1049]	This Standard requires entities to group items presented in other comprehensive income on the basis of whether they are potentially reclassifiable to profit or loss subsequently.	1 July 2012	1 July 2012
AASB 2011-4	Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirements [AASB 124]	This amendment deletes from AASB 124 individual key management personnel disclosure requirements for disclosing entities that are not companies.	1 July 2013	1 July 2013
IFRS	Mandatory Effective Date of IFRS 9 and Transition Disclosures	Entities are no longer required to restate comparatives on first time adoption. Instead, additional disclosures on the effects of transition are required.	1 January 2015	1 July 2015

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(b) Basis of Preparation (continued)

New and amended standards adopted by the Group (continued)

Reference	Title	Summary	Application date of standard	Application date for Group
Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine	This interpretation applies to stripping costs incurred during the production phase of a surface mine. Production stripping costs are to be capitalised as part of an asset, if an entity can demonstrate that it is probable future economic benefits will be realised, the costs can be reliably measured and the entity can identify the component of an ore body for which access has been improved. This asset is to be called the "stripping activity asset". The stripping activity asset shall be depreciated or amortised on a systematic basis, over the expected useful life of the identified component of the ore body that becomes more accessible as a result of the stripping activity. The units of production method shall be applied unless another method is more appropriate. Consequential amendments were also made to other standards via AASB 2011-12.	1 January 2013	1 July 2013
AASB 2012-5	Annual Improvements to the IFRS 2009-2011 Cycle	These amendments to International Financial Reporting Standards have not yet been adopted by the AASB. The items addressed include: IFRS 1 First-Time Adoption of International Financial Reporting Standards • Repeated application of IFRS 1 • Borrowing costs IAS 1 Presentation of Financial Statements: • Clarification of the requirements for comparative information IAS 16 Property, Plant and Equipment: classification of servicing equipment. • Classification of servicing equipment IAS 32 Financial Instruments: Presentation: tax effect of distribution to holders of equity instruments • Tax effect of distribution to holders of equity instruments IAS 34 Interim Financial Reporting: interim financial reporting and segment information for total assets and liabilities. • Interim financial reporting and segment information for total assets and liabilities	1 January 2013	1 July 2013

The impact of the adoption of these new and revised standards and interpretations has not been determined by the Group.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(b) Basis of Preparation (continued)

Going Concern

The financial report has been prepared on the going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

The Group has incurred a loss after tax for the year ended 30 June 2012 of $4,530,596 (2011: $4,762,294) and experienced net cash outflows from operating activities of $1,472,364 (2011: $3,493,871).

The Directors believe that there are sufficient funds to meet the Consolidated Entity's working capital requirements. Short term funding of up to $2.2 million, which at 30 June 2012 had only been drawn down by $260,000, has been advanced by BBY Nominees Pty Limited pursuant to a Share Subscription Agreement.

The Directors recognise that the ability of the Group to continue as a going concern and to pay its debts as and when they fall due is dependent on the ability to secure further working capital by the issue of additional equities, debt, and/or entering into negotiations with third parties regarding the farm out of assets.

As announced on 7 May 2012, the Company has signed a key investment agreement with Ariona Company SA ("Ariona"). Through the signing of this agreement Ariona will provide A$40.7 million to the Company under a secured convertible note facility, replacing the existing convertible notes. The Directors believe that with this increased facility, and based on current budgeted expenditure, Firestone will be fully funded up to and including the completion of the feasibility study.

Shareholders will be voting on the Ariona transaction on 5 October at a general meeting of the Company. Should the transaction be approved the Company will continue to progress the exploitation of its Waterberg projects. Should the transaction not be approved by shareholders there is significant uncertainty as to whether the Group will continue as a going concern and therefore be able to realise its assets and extinguish its liabilities in the ordinary course of business at values stated in these financial statements.

(c) Basis of consolidation

The consolidated financial statements comprise the financial statements of Firestone Energy Limited ("the Company") and its subsidiaries ("the Group") as at 30 June each year.

Subsidiaries are all those entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies so as to obtain benefits from their activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether a group controls another entity.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-group transactions have been eliminated in full.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group. Investments in subsidiaries are accounted for at cost in the individual financial statements of Firestone Energy Limited.

(d) Critical accounting judgements and significant estimates

The application of accounting policies requires the use of judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions are recognised in the period in which the estimate is revised if it affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Recoverability of interest in joint venture

The Group considers the interest in the joint venture asset is recoverable based on future coal sales from a developed coal mine, and has not been impaired on the basis that the underlying asset will be successfully commercialised. This is dependent on the Group continuing as a going concern as noted above in Note 1(b). Further details on this balance can be found in Note 9.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(d) Critical accounting judgements and significant estimates (continued)

Share-based payments

The Group measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires making assumptions about the most appropriate inputs to the valuation model, including the expected life of the share option, volatility and dividend yield. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 15.

Income Taxes

Judgement is required in assessing whether deferred tax assets are recognised in the statement of financial position. Deferred tax assets are recognised only when it is considered more likely than not that they will be recovered, which is dependent on the generation of sufficient future taxable profits. Assumptions about the generation of future taxable profits depend on management's estimates of future cash flows. Judgements are also required about the application of income tax legislation.

(e) Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the balance sheet.

(f) Income tax

The charge for current income tax expenses is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using tax rates that have been enacted or are substantively enacted by the balance date.

Deferred tax is accounted for using the liability method in respect of temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the statement of comprehensive income except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the Company will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions or deductibility imposed by the law.

(g) Jointly controlled operations and assets

The interest of the Group in unincorporated joint ventures are jointly brought to account by recognising in its financial statements the assets it controls, the liabilities that it incurs, the expenses it incurs and its share of income that it earns from the sale of goods or services by the joint venture.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(h) Investment in joint venture

Investment in an incorporated joint venture entity is accounted for using the equity method of accounting in the consolidated financial statements.

Under the equity method, the investment in the joint venture is carried in the consolidated balance sheet at cost plus post-acquisition changes in the Group's share of net assets of the joint venture.

After application of the equity method, the Group determines whether it is necessary to recognise any additional impairment loss with respect to the Group's net investment in the joint venture.

The Group's share of the joint venture post-acquisition profits or losses is recognised in the statement of comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in the joint venture equals or exceeds its interest in the joint venture, including any unsecured long-term receivables and loans, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint venture.

The reporting dates of the joint venture and the Group are identical and the joint venture's accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

(i) Mineral exploration and evaluation and development expenditure

The Group has adopted the policy of capitalising the costs of purchasing its mining tenements and all exploration and evaluation expenditure in relation to its mineral tenements as incurred.

The capitalised exploration and evaluation expenditure relating to a particular area of interest will be transferred to development expenditure when a decision to develop that area of interest is made.

All projects are subject to detailed review on an annual basis and accumulated costs written off to the extent that they will not be recoverable in the future.

(j) Property, plant and equipment

Plant and equipment are measured on the cost basis less depreciation and impairment losses.

The carrying amount of 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 that will be received from the assets employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

The cost of fixed assets constructed within the Group will include the cost of materials, direct labour, borrowing costs and an appropriate proportion of fixed and variable overheads.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Surface rights refer to ownership of the land that the entity intends to mine, and is separate from a license to tenure over the land. These assets will be classified as property and carried at cost. The property will be amortised over a life of mine basis, with amortisation commencing upon production of saleable coal.

Depreciation

The depreciation amount of all fixed assets including building and capitalised lease assets is depreciated on a straight line basis over their useful lives to the Group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

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

Class of Fixed Asset	*Depreciation Rate*
Motor vehicles	5 years
Office furniture & equipment	4 years
Software	3 years
Leasehold improvements	3 years

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(j) Property, plant and equipment (continued)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in profit or loss.

(k) Impairment of assets

At each reporting date, the Group reviews the carrying values of tangible assets and intangible assets 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 to the profit or loss.

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

(l) Financial instruments

The Group does not currently undertake any hedging.

Recognition

Financial instruments are initially measured at cost on trade 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.

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. They are included in current assets, except for those maturities greater than 12 months after the balance sheet date which are classified as non-current assets. Loans and receivables are included in trade and other receivables (Note 7). They are measured initially at fair value and subsequently at amortised cost.

Financial liabilities

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

Impairment

At each reporting date, the Group assesses whether there is objective evidence that a financial instrument has been impaired. If there is evidence of impairment for any of the Group's financial assets carried at amortised cost, the loss is measured as the difference between the assets carrying amount and the present value of estimated future cash flows, excluding future credit losses that have not been incurred. The cash flows are discounted at the asset's original effective interest rate. Any impairment losses are taken to the statement of comprehensive income.

Compound financial instruments - Borrowings

Compound financial instruments issued by the Group comprise convertible notes that can be converted to share capital at the option of the holder.

The liability component of a compound financial instrument is recognised initially at the fair value of a similar liability that does not have an equity conversion option. The equity component is recognised initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(l) Financial instruments (continued)

Compound financial instruments – Borrowings (continued)

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition.

Interest, dividends, losses and gains relating to the financial liability are recognised in profit or loss. Distributions to the equity holders are recognised against equity, net of any tax benefit.

Derivatives

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to the income statement, except for the effective portion of cash flow hedges, which is recognised in other comprehensive income.

(m) Revenue recognition

Revenue from the sale of goods and disposal of other assets is recognised when the Group has passed control of the goods or other assets to the buyer. Interest revenue is recognised when it is due, on the accruals basis.

(n) Borrowing costs

Borrowing costs are recognised as an expense when incurred except those that relate to the acquisition, construction or production of qualifying assets where the borrowing cost is added to the cost of those assets until such time as the assets are substantially ready for their intended use or sale. Assets capitalised within AASB 6 have not been considered to be qualifying assets.

Transaction costs relating to compound financial instruments are offset against the debt/equity on the balance sheet, and amortised over the life of the convertible notes.

(o) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the company, excluding any loss of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

(p) Leases

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

(q) Interest-bearing loans and borrowings

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Gains and losses are recognised in profit or loss when the liabilities are derecognised.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(r) Share-based payment transactions

Equity-settled transactions

The Group may provide benefits to employees (including senior executives) or consultants of the Group in the form of share-based payments, whereby employees or consultants render services in exchange for shares or rights over shares in the Company (equity-settled transactions).

The cost of these equity-settled transactions with employees or consultants is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by an internal valuation using an appropriate option pricing model for options or market price for ordinary shares or the fair value of the services received.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Firestone Energy Limited (market conditions) if applicable.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the vesting period).

During the year ended 30 June 2012, a short-term funding agreement was entered into whereby options will be issued to BBY Nominees Pty Limited. These options were valued as described above and will be expensed as shares are issued under the Agreement.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share. Refer to Note 13 for a listing of all ordinary shares under option at year-end.

(s) Employee leave benefits

Wages, salaries, annual leave and sick leave

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and are measured at the rates paid or payable.

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.

(t) Provisions

Provisions are recognised when the group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will results and that outflow can be reliably measured.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the balance sheet date. The discount rate used to determine the present value 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 recognized as interest expense.

(u) Foreign currency translation

Both the functional and presentation currency of Firestone Energy Limited is Australian dollars. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions

Transactions in foreign currencies are initially recorded in the functional currency by applying the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance date.

All exchange differences in the consolidated financial report are taken to profit or loss with the exception of differences on foreign currency borrowings that provide a hedge against a net investment in a foreign entity. These are taken directly to equity until the disposal of the net investment, at which time they are recognised in profit or loss.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued...)

(u) Foreign currency translation (continued)

Transactions (continued)

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction.

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Foreign subsidiaries translation

The functional currency of the foreign operations, Checkered Flag Investments 2 (Pty) Ltd, Lexshell 126 General Trading (Pty) Ltd and Utafutaji Trading 75 (Pty) Ltd, is South African Rand (ZAR). As at the reporting date the assets and liabilities of these subsidiaries are translated into the presentation currency of Firestone Energy Limited at the rate of exchange ruling at the balance date and their income statements are translated at the weighted average exchange rate for the year.

Equity accounts are translated at their historical exchange rates. The exchange differences arising on the translation are taken directly to a separate component of equity.

On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in statement of comprehensive income.

(v) Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

(w) Comparative figures

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

(x) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

(y) Goods and Services Tax (GST) and Value Added Tax (VAT)

Revenues, expenses and assets are recognised net of the amount of associated GST/VAT, unless the GST/VAT incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST/VAT receivable or payable. The net amount of GST/VAT recoverable from, or payable to, the taxation authority is included with other receivables or payables in the balance sheet.

Cash flows are presented on a gross basis. The GST/VAT components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flows.

2. REVENUE & EXPENSES

(a) Revenue	2012 $	2011 $
Interest received	31,141	57,894
	31,141	**57,894**

(b) Other income		
Rent income	22,841	20,877
Foreign exchange gain	2,094	3,631
Other	277	-
	25,212	**24,508**

(c) Finance expenses		
Interest expense	2,433,857	2,073,732
Amortisation of transaction costs	644,315	664,849
	3,078,172	**2,738,581**

Included within the statement of comprehensive income are also the following expenses:

Superannuation expenses	2,319	4,953
Depreciation	57,502	36,590
Office rent	29,900	62,479

3. INCOME TAX EXPENSE

(a) Income tax recognised in profit or loss

No income tax is payable by the parent or consolidated entities as they recorded losses for income tax purposes for the year.

(b) Numerical reconciliation between income tax expense recognised in profit or loss and the accounting loss before income tax multiplied by the parent entity's statutory income tax rate

	2012 $	2011 $
Accounting loss before tax	(4,530,596)	(4,762,294)
Income tax benefit at 30% (2011: 30%)	(1,359,179)	(1,428,688)
Foreign tax rate adjustment	12,289	10,719
Non-deductible/non-assessable amounts:		
Foreign exchange gain	-	(1,075)
Interest paid in shares	293,333	-
Other non-deductible expenses	41,357	893,804
Unrecognised tax losses	1,012,200	525,240
Income tax benefit attributable to loss from ordinary activities before tax	**-**	-
(c) Unrecognised deferred tax balances		
Revenue tax losses attributable to members of the Company	15,292,030	11,886,617
Potential tax benefit	4,548,345	3,523,486
Net unrecognised deferred tax asset	**4,548,345**	**3,523,486**

4. LOSS PER SHARE

	2012 Cents	2011 Cents
Basic loss per share (cents per share)	(0.15)	(0.19)

The loss and weighted average number of ordinary shares used in the calculation of basic loss per share is as follows:

	$	$
Loss for the year	(4,530,596)	(4,762,294)

	Number	Number
Weighted average number of shares outstanding during the year used in calculations of basic loss per share	**2,983,192,306**	**2,481,222,510**

Diluted loss per share
There is no dilution of shares due to options as the potential ordinary shares are not dilutive and are therefore not included in the calculation of diluted loss per share.

5. SEGMENT INFORMATION

Management has determined that the consolidated group has one reportable segment, being coal exploration in South Africa. As the company is focused on mineral exploration, the Board monitors the consolidated group based on actual versus budgeted exploration expenditure incurred by area of interest.

This internal reporting framework is the most relevant to assist the Board (who are the chief operating decision makers) with making decisions regarding the Group and its ongoing exploration activities, while also taking into consideration the results of exploration work that has been performed to date. As the Group is in the exploration phase it has no major customers.

Segment information provided to the Board:

	2012 $	2011 $
Revenue from external sources	-	-
Segment loss	(688,752)	(873,834)
Segment assets	81,307,190	90,519,024
Segment capital expenditure	2,833,304	17,110,304

Reported segment assets are equivalent to the interest in joint venture (Note 9) plus surface right properties included in Note 10.

A reconciliation of reportable segment loss to operating loss before income tax is provided as follows:

	2012	2011
Segment loss	(688,752)	(873,834)
Interest revenue and other income	32,921	54,955
Administration expenses	(142,600)	(166,500)
Finance costs	(2,774,086)	(2,597,202)
Compliance and regulatory expenses	(143,412)	(278,057)
Directors' fees	(263,095)	(253,679)
Employee and consultant expenses	(139,463)	(147,912)
Legal and professional fees	(337,067)	(329,299)
Occupancy costs	(29,900)	(73,600)
Travel and accommodation	(45,142)	(97,166)
Loss before income tax	**(4,530,596)**	**(4,762,294)**

6. (a) CASH AND CASH EQUIVALENTS

	2012 $	2011 $
Cash at bank	**169,475**	**1,892,188**

Cash at bank earns interest at floating rates based on daily bank deposit rates. The Group's exposure to interest rate risk is discussed in Note 16. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of cash and cash equivalents noted above.

For the purposes of the cash flow statement, cash and cash equivalents comprise the following at 30 June:		
Cash and cash equivalents	169,475	1,892,188

6. (b) RECONCILIATION TO STATEMENT OF CASH FLOWS

Reconciliation of loss after income tax to net cash flows from operating activities:	2012 $	2011 $
Loss after income tax	(4,530,596)	(4,762,294)
Adjustments:		
Depreciation	57,502	36,590
Amortisation of borrowing costs	644,315	664,849
Interest paid via share issues	977,778	-
Interest capitalised to Sekoko loan (investing activity)	271,323	-
Foreign exchange	357	(3,631)
	(2,579,321)	(4,064,486)
Changes in operating assets and liabilities:		
(Increase)/decrease in other receivables	(101,220)	396,422
Increase in trade and other payables	1,208,177	174,193
Net cash outflow from operating activities	**(1,472,364)**	**(3,493,871)**

For the purposes of the statements of cash flows, cash and cash equivalents comprise cash on hand, at bank and investments in money market instruments, net of outstanding bank overdrafts.

6. (c) NON-CASH INVESTING AND FINANCING ACTIVITIES

	2012 $	2011 $
Shares issued to redeem convertible note to ordinary shares	300,000	3,400,000
Shares issued in payment for T3 properties as per agreement (refer to Note 9)	-	5,400,000
Interest paid via share issues	977,778	-

7. TRADE AND OTHER RECEIVABLES

	2012 $	2011 $
Current		
GST recoverable	48,399	47,067
Prepayments	114,931	15,043
	163,330	**62,110**
Non-Current		
Environmental rehabilitation bond	**849,475**	**108,618**

8. OTHER ASSETS

	2012 $	2011 $
Share-based payment deferred	**112,250**	-

The share-based payment asset represents the deferred expense associated with the options to be issued under a short-term funding agreement with BBY Nominees Pty Limited (refer to Notes 12 and 15). It will be expensed to profit and loss on a straight-line basis as shares are issued under a Share Subscription Agreement.

9. INTEREST IN JOINT VENTURE

	2012 $	2011 $
Interest in capitalised exploration and evaluation expenditure	**76,735,130**	**85,197,758**

	2012 $	2011 $
Opening balance	85,197,758	75,849,117
Additional costs	2,833,305	9,603,304
Acquisition of properties via equity	-	5,400,000
Foreign currency movements	(11,295,933)	(5,654,663)
Closing balance	**76,735,130**	**85,197,758**

The Company is a participant with Sekoko Coal (Pty) Ltd for a coal project in the Waterberg locality in South Africa comprising the Olieboomfontein and Vetleegte properties.

During the year ended 30 June 2011, an amendment was made to the existing Joint Venture Agreement (T1), to allow Checkered Flag Investments 2 (Pty) Ltd, a wholly owned subsidiary, to earn up to an interest of 60% in the T1 Joint Venture, in which it had a full participation at 30 June 2011.

In addition to T1, Lexshell 126 General Trading (Pty) Ltd ("Lexshell"), a wholly owned subsidiary, entered into two further Joint Venture agreements, T2 and T3. In September 2009 and February 2011, Firestone Energy Limited issued 868,176,563 (T2) and 200,000,000 (T3) shares, in consideration for Lexshell entering into the T2 and T3 transactions. These transactions were included in the financial statements at amounts of $43,408,828 and $5,400,000 respectively.

The issue of shares was consideration for entering into a second Joint Venture Agreement (T2) with Sekoko Coal (Pty) Ltd for a coal project in the Waterberg locality in South Africa, comprising the Smitspan, Hooikraal, Massenberg and Minnasvlakte properties. An addendum was later made to include additional properties Duikerfontein and Swanepoelpan (T3). At 30 June 2011 Firestone Energy Limited had completed its performance and was entitled to a 60% in the project.

The Joint Venture is unincorporated at 30 June 2012 and is accounted for in accordance with Note 1(g).

10. PROPERTY, PLANT AND EQUIPMENT

	2012 $	2011 $
Office furniture and equipment:		
Cost	189,433	100,408
Accumulated depreciation	(103,536)	(54,908)
	85,897	**45,500**
Motor vehicles:		
Cost	9,509	11,067
Accumulated depreciation	(4,754)	(3,320)
	4,755	**7,747**
Property – surface rights:		
Cost	4,572,060	5,321,266
Total property, plant and equipment	**4,662,712**	**5,374,513**

Movements in the carrying amounts of each class of property, plant & equipment are set out below:

	2012 $	2011 $
Office furniture and equipment		
Balance at the beginning of year	45,500	87,383
Additions	103,575	5,443
Depreciation expense	(55,509)	(32,438)
Foreign exchange adjustment	(7,669)	(9,270)
Disposals	-	(5,618)
Carrying amount at the end of the year	**85,897**	**45,500**
Motor vehicles		
Balance at the beginning of year	7,747	25,947
Depreciation expense	(1,993)	(4,152)
Foreign exchange adjustment	(999)	(1,762)
Disposals	-	(12,286)
Carrying amount at the end of the year	**4,755**	**7,747**
Property – surface rights		
Balance at the beginning of year	5,321,266	3,522,205
Acquisition of Hooikraal farm	-	2,107,000
Foreign exchange adjustment	(749,206)	(307,939)
Carrying amount at the end of the year	**4,572,060**	**5,321,266**

11. TRADE AND OTHER PAYABLES

Current	2012 $	2011 $
Trade payables	811,913	973,437
Employee entitlements	41,891	89,964
Accruals *	1,064,796	2,207,387
Other	100,712	161,245
	2,019,312	**3,432,033**

* An accrual of $1,418,340 is included in the 30 June 2011 amount, relating to the T3 Joint Venture transaction with related party Sekoko Coal (Pty) Ltd (2012: none).

Trade payables are non-interest bearing and are normally settled on 30 day terms. Information about the Group's exposure to foreign exchange risk is provided in Note 16.

12. BORROWINGS

	2012	2011
Current	**$**	**$**
Unsecured loans carried at amortised cost		
Loan – Sekoko [1]	4,690,858	-
Loan – BBY [2]	260,000	-
Loans – third parties [3]	-	1,330,587
Loans carried at amortised cost		
Convertible note (carrying value) [4]	15,678,409	-
	20,629,267	**1,330,587**
Non-current		
Loans carried at amortised cost		
Convertible note (face value) [4]	25,000,000	24,700,000
Conversions	(3,700,000)	(3,400,000)
Transaction costs (convertible notes)	(290,721)	(927,537)
Amount reported as current	(15,678,409)	-
	5,330,870	**20,372,463**

1. The loan from Sekoko was classified as a payable until 1 July 2011, from which time interest was charged at the South African prime rate (9%) and its classification was changed to an unsecured loan.

2. These funds were advanced under a short-term funding agreement with BBY Nominees Pty Limited and will be repaid in shares, which will be issued at the lower of the 5 day volume weighted average price leading up to but not including the date of drawdown, or 90% of the closing bid price on the day prior to the drawdown date of the Company's ordinary shares quoted on the ASX. No value for this embedded derivative has been brought to account at 30 June 2012 as it is not material as at that date. Shares will not be issued pursuant to this facility if the issue would cause a note holder to hold more than 19.99% of the Company's shares. The Company is able to terminate the Agreement at no cost after six months, or at any other time upon payment of a cancellation fee of $100,000. The Company must also meet various performance conditions.

   The loan does not attract interest. Refer also to Notes 8 and 15.

3. These loans related to amounts payable to third parties for the acquisition of surface rights as disclosed in Note 10. The loan on Smitspan attracted interest at the South African prime interest rate less 2 percent (7% at 30 June 2011). The Hooikraal loan incurred interest at the South African prime interest rate (9% at 30 June 2011). The loans were fully repaid during the year ended 30 June 2012.

4. The total draw down facility is $25 million with a maturity date of 3 years from the date of issuing each note. The notes can be converted at any time before the maturity date and bear interest at a fixed rate of 10% per annum. The effective interest rate on the liability will also be 10%. The notes commence maturing in October 2012. For convertible notes issued prior to 13 July 2010 the conversion price will be $0.04. All notes issued subsequent to that date ($8.2 million notes, of which $3.7 million have been converted at 30 June 2012) have a conversion price set to the higher of $0.02 or the 7.5% discount to the 5 day volume weighted average price.

Details of the Group's exposure to risks arising from current and non-current borrowings are set out in Note 16.

13. ISSUED CAPITAL

	2012 $	2011 $
3,113,878,641 (2011: 2,781,314,361) fully paid ordinary shares	**76,380,048**	**73,135,309**

Movement in ordinary share capital:	**No of Shares**	**$ Value**
Balance at 1 July 2010	2,331,300,464	62,704,850
4 October 2010 – Note conversion	30,000,000	600,000
8 November 2010 – Note conversion	39,411,766	800,000
2 February 2011 – Note conversion	26,315,790	600,000
4 February 2011 – Issued to Sekoko – T3	200,000,000	5,400,000
27 April 2011 – Note conversion	35,000,000	700,000
24 May 2011 – Note conversion	34,146,341	700,000
22 June 2011 – Share Purchase Plan	85,140,000	1,702,800
Less: share issue costs	-	(72,341)
Balance at 30 June 2011	**2,781,314,361**	**73,135,309**
18 July 2011 – Share Purchase Plan	12,025,000	226,414
3 August 2011 – Note conversion	15,000,000	300,000
8 September 2011 – Share Placement – Linc Energy	150,336,423	1,804,037
22 February 2012 – Shares issued as payment of interest	155,202,857	977,778
Less: share issue costs	-	(63,490)
Balance at 30 June 2012	**3,113,878,641**	**76,380,048**

Options

Unissued ordinary shares of the Company under option as at 30 June 2012 are as follows:

Number	Expiry	Exercise Price	Listed / Unlisted
30,000,000	30 Nov 2012	$0.05	Unlisted
110,000,000	30 May 2013	$0.06	Unlisted
96,904,767	30 June 2013	$0.06	Unlisted
25,875,000	30 June 2014	$0.06	Unlisted
48,395,000	31 May 2014	$0.04	Listed
311,174,767			

No option holder has any right under the options to participate in any other share issue of the Company.

14. RESERVES

Nature and purpose of reserves

Share-based payments reserve
This reserve is used to record the value of:

i. equity benefits provided to employees, Directors or consultants as part of their remuneration or services to the entity; and
ii. equity benefits provided under the Share Subscription Agreement with BBY Nominees Pty Limited.

Foreign currency translation reserve
The foreign currency translation reserve is used to record exchange differences arising from the translation balances of foreign subsidiaries.

15. SHARE-BASED PAYMENTS

The following table illustrates the number and weighted average exercise prices (WEAP) of share options granted as share-based payments on issue during the year.

	2012 Number	2012 WEAP	2011 Number	2011 WEAP
Outstanding at 1 July	236,904,767	$0.06	236,904,767	$0.06
Granted during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding as at 30 June	236,904,767	$0.06	236,904,767	$0.06

The weighted average remaining contractual life for share-based payment share options outstanding as at 30 June 2012 is 0.89 years (2011: 1.89 years).

The range of exercise prices for share-based payment options outstanding as at the end of the year was $0.05 - $0.06 (2011: $0.05 - $0.06).

Under the Share Subscription Agreement with BBY Nominees Pty Limited, the Company will issue 25,000,000 3 year options to BBY Nominees Pty Limited with an exercise price of 1.25 cents. Whilst these options have not been issued as at 30 June 2012, they have been brought to account on the basis that there is a legal obligation to issue them, as the funding facility has been drawn down.

The fair value of the options was estimated as at 23 May 2012, the date of the first drawdown of the facility, using a binomial model and the following assumptions:

Dividend yield (%)	Nil
Expected volatility (%)	100%
Risk-free interest rate (%)	4.75%
Expected life (years)	2.25
Exercise price (cents)	1.25
Weighted average share price as at the date of the first drawdown of facility (cents)	0.9

The expected volatility rate has been calculated based on past share volatility.

The share-based payment expense relating to these options will be recognised on a straight-line basis as shares are issued under the Agreement. The deferred expense is currently reported as a current asset (refer to Note 8) and no expense has been recorded for the current year.

16. FINANCIAL RISK MANAGEMENT

(i) Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The Group's overall strategy remains unchanged from the previous year.

The capital structure of the Group consists of borrowings, cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, reserves and accumulated losses.

None of the Group's entities are subject to externally imposed capital requirements.

Gearing levels are reviewed by the Board on a regular basis after factoring in the cost of capital and the risks associated with each class of capital.

The Group's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns to shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

16. FINANCIAL RISK MANAGEMENT (Continued)

(ii) Financial risk management objectives

The Group's activities may expose it to a variety of financial risks in the future: market risk (including currency risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program does focus on the unpredictable nature of the financial markets and seeks to minimise potential adverse effects on the financial performance of the Group.

Risk management is carried out under an approved framework covering a risk management policy and internal compliance and control by management. The Board identifies, evaluates and approves measures to address financial risks.

(iii) Market risk

Cash flow interest rate risk

The Group's main interest rate risk arises from cash deposits held prior to being spent on exploration and evaluation activities. Deposits at variable rates expose the Group to cash flow interest rate risk. During 2012 and 2011, the Group's deposits at variable rates were denominated in Australian Dollars and South African Rand.

Foreign currency risk

As a result of significant investment operations by the Company's subsidiaries in South Africa, the Group's balance sheet can be affected significantly by movements in the Australian dollar / South African Rand exchange rate.

Large transactions are denominated in South African Rand. The Group seeks to mitigate some of the effect of its foreign currency exposure by holding South African Rand.

The Group also has transactional currency exposures. Such exposure arises from sales or purchases by an operating entity in currencies other than the functional currency.

The Group does not have a policy to enter into forward contracts and does not negotiate hedge derivatives to exactly match the terms of the hedged item.

Summarised Sensitivity Analysis – Interest Rate Risk and Foreign Currency Risk

The effect of possible interest rate movements used to determine the impact upon profit and loss and equity have been determined based upon management's assessment of current and future market conditions.

At 30 June, the Group had the following exposure to Australian short term interest rates and South African prime rates:

	2012 **$**	**2011** **$**
Subject to Interest Rate Risk		
Financial assets		
Cash and cash equivalents	169,475	1,892,188
Financial liabilities		
Borrowings	4,690,858	1,330,587

The following sensitivity analysis is based interest rate risk exposures in existence at the reporting date.

At 30 June the effects on post tax loss and equity from a change in interest rates would be as follows:

Future possible changes in interest rates based on management's estimates:	**2012** **$**	**2011** **$**
Interest Rates + 100bp (2011: 100bp)	(45,214)	5,616
Interest Rates - 100bp (2011: 100bp)	45,214	(5,616)

The financial assets and liabilities of the subsidiaries are held in the functional currency of the subsidiaries, which is South African Rand. As a result, there is minimal foreign exchange risk in terms of the possible effect on profit or loss.

16. FINANCIAL RISK MANAGEMENT (Continued)

(iii) Market risk (continued)

At 30 June the Australian dollar equivalents of assets and liabilities held in South African Rand are as follows:

	2012 $	2011 $
Subject to Foreign Exchange Movements		
Financial assets		
Cash and cash equivalents	-	2,532
Trade and other receivables	-	108,618
	-	111,150
Financial liabilities		
Trade and other payables	242	583,094
Borrowings	-	1,330,587
	242	1,913,681

(iv) Credit risk

The Group has no significant concentrations of credit risk. Cash transactions are limited to high credit quality financial institutions. The company has a concentration in the receivable from its subsidiaries.

Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures on outstanding receivables and committed transactions. In relation to other credit risk areas management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors.

(v) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. The Consolidated entity manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Group will aim at maintaining flexibility in funding by accessing appropriate committed credit lines available from different counterparties where appropriate and possible. Surplus funds when available are generally only invested in high credit quality financial institutions in highly liquid markets.

16. FINANCIAL RISK MANAGEMENT (Continued)

(v) Liquidity risk (continued)

Maturity analysis of financial assets and liabilities based on management's expectations:

Year ended 30 June 2012	<6 months	6-12 months	1-5 years	>5 years	Contractual cash flows	Carrying Amount
Financial assets						
Trade & other receivables [1]	-	-	849,475	-	849,475	849,475
Financial liabilities						
Trade & other payables	(2,019,312)	-	-	-	(2,019,312)	(2,019,312)
Borrowings [2]	(14,847,776)	(7,324,890)	(5,684,137)	-	(27,856,803)	(25,960,137)
Net maturity	**(16,867,088)**	**(7,324,890)**	**(4,834,662)**	**-**	**(29,026,640)**	**(27,129,974)**

Year ended 30 June 2011	<6 months	6-12 months	1-5 years	>5 years	Contractual cash flows	Carrying Amount
Financial assets						
Trade & other receivables [1]	47,067	-	108,618	-	155,685	155,685
Financial liabilities						
Trade & other payables	(3,432,033)	-	-	-	(3,432,033)	(3,432,033)
Borrowings [2]	(1,065,000)	(2,395,587)	(22,902,000)	-	(26,362,587)	(21,703,050)
Net maturity	**(4,449,966)**	**(2,395,587)**	**(22,793,382)**	**-**	**(29,638,935)**	**(24,979,398)**

[1] No impairment is required on long term receivables, as they are long term deposits.
[2] The convertible note holder has the option to convert the face value of the liability to equity at any time until maturity.

17. COMMITMENTS

(i) Operating Lease Commitments

The company has no operating lease commitments.

(ii) Other Commitments

A production royalty, equivalent to ZAR0.50 (A$0.06) per tonne of coal sold, is payable to Sekoko Coal (Pty) Ltd during the term of the mining operations to a maximum aggregated amount of ZAR45 million (A$5.34 million).

18. RELATED PARTY TRANSACTIONS

(a) Key management personnel remuneration

	2012	2011
	$	$
Short-term employee benefits	636,309	647,242
Post-employment benefits	2,319	4,953
	638,628	**652,195**

(b) Key management personnel equity holdings

(i) Option holdings – Unlisted

The numbers of options over ordinary shares in the Company held during the financial year by each Director and executive of Firestone Energy Limited, including their personally related parties, are set out below:

2012	Balance at the start of the year	Granted as remuneration	Options Exercised	Net change other	Balance at the end of the period	Vested and exercisable at 30 June
Directors						
T Tebeila [1]	-	-	-	110,000,000 *	110,000,000 *	110,000,000 *
D Perkins	-	-	-	-	-	-
P Kasolo	-	-	-	-	-	-
B Mphahlele [1]	-	-	-	-	-	-
K Terblanche [1]	-	-	-	-	-	-
S Nkosi [2]	-	-	-	-	-	-
C McIntyre [2]	3,125,000	-	-	(3,125,000)	-	-
Executives						
D Knox [1]	-	-	-	-	-	-
J Monzu	-	-	-	-	-	-
	3,125,000	**-**	**-**	**106,875,000**	**110,000,000**	**110,000,000**

Note 1 - appointed during the financial year
Note 2 - resigned during the financial year

* Balance includes amounts nominally held through directorship of a related entity, Sekoko Coal (Pty) Ltd, whereby Sekoko Coal has 1,052,645,091 shares and 110,000,000 options in Firestone Energy Limited at 30 June 2012.

18. RELATED PARTY TRANSACTIONS (Continued)

(b) Key management personnel equity holdings (continued)

(i) Option holdings – Unlisted (continued)

2011	Balance at the start of the year	Granted as remuneration	Options Exercised	Net change other	Balance at the end of the period	Vested and exercisable at 30 June
Directors						
J Dreyer [2]	-	-	-	-	-	-
D Perkins	-	-	-	-	-	-
S Nkosi [1]	-	-	-	-	-	-
A Matthee [2]	110,000,000 *	-	-	(110,000,000) *	-	-
P Kasolo [1]	-	-	-	-	-	-
M Tshisevhe [1,2]	-	-	-	-	-	-
C McIntyre	3,125,000	-	-	-	3,125,000	3,125,000
T Tebeila [2]	110,000,000 *	-	-	(110,000,000) *	-	-
J Wallington [2]	-	-	-	-	-	-
Executives						
J Monzu	-	-	-	-	-	-
	223,125,000	**-**	**-**	**(220,000,000)**	**3,125,000**	**3,125,000**

Note 1 - appointed during the financial year
Note 2 - resigned during the financial year

* Balance includes amounts nominally held through directorship of a related entity, Sekoko Coal (Pty) Ltd, whereby Sekoko Coal had 997,937,832 shares and 110,000,000 options in Firestone Energy Limited at 1 July 2010.

(ii) Share holdings

The numbers of shares in the Company held during the financial year by each Director and executive of Firestone Energy Limited, including their personally related parties, are set out below:

2012	Balance at the start of the period	Granted as remuneration	On exercise of options	Net change other	Balance at the end of the period
Directors					
T Tebeila [1]	-	-	-	1,052,645,091 *	1,052,645,091 *
D Perkins	2,500,000	-	-	-	2,500,000
P Kasolo	-	-	-	-	-
B Mphahlele [1]	-	-	-	-	-
K Terblanche [1]	-	-	-	-	-
S Nkosi [2]	150,000	-	-	(150,000)	-
C McIntyre [2]	27,450,000	-	-	(27,450,000)	-
Executives					
D Knox [1]	-	-	-	-	-
J Monzu	150,000	-	-	-	150,000
	30,250,000	**-**	**-**	**1,025,045,091**	**1,055,295,091**

Note 1 - appointed during the financial year
Note 2 - resigned during the financial year

* Balance includes amounts nominally held through directorship of a related entity, Sekoko Coal (Pty) Ltd, whereby Sekoko Coal has 1,052,645,091 shares and 110,000,000 options in Firestone Energy Limited at 30 June 2012.

18. RELATED PARTY TRANSACTIONS (Continued)

(b) Key management personnel equity holdings (continued)

(ii) Share holdings (continued)

2011	Balance at the start of the period	Granted as remuneration	On exercise of options	Net change other	Balance at the end of the period
Directors					
J Dreyer [2]	-	-	-	-	-
D Perkins	-	-	-	2,500,000	2,500,000
S Nkosi [1]	-	-	-	150,000	150,000
A Matthee [2]	1,018,237,832 *	-	-	(1,018,237,832) *	-
PC Kasolo [1]	-	-	-	-	-
MP Tshisevhe [1,2]	-	-	-	-	-
C McIntyre	27,075,000	-	-	375,000	27,450,000
T Tebeila [2]	997,937,832 *	-	-	(997,937,832) *	-
J Wallington [2]	-	-	-	-	-
Executives					
J Monzu	150,000	-	-	-	150,000
	2,043,400,664	**-**	**-**	**(2,013,150,664)**	**30,250,000**

Note 1 - appointed during the financial year
Note 2 - resigned during the financial year

* Balance includes amounts nominally held through directorship of a related entity, Sekoko Coal (Pty) Ltd, whereby Sekoko Coal has 997,937,832 shares and 110,000,000 options held in Firestone Energy Limited at 1 July 2010.

All equity transactions with key management personnel other than those arising from the issue or exercise of compensation options have been entered into under terms and conditions no more favourable than those the Group would have adopted if dealing at arm's length.

(c) Investments in Controlled Entities

Subsidiaries of Firestone Energy Limited are set out below:

	Place of Incorporation	Equity holding 2012 %	Equity holding 2011 %
Parent Entity:			
Firestone Energy Limited	Australia	n/a	n/a
Controlled Entities:			
Checkered Flag Investments 2 (Pty) Ltd	South Africa	**100**	100
Lexshell 126 General Trading (Pty) Ltd	South Africa	**100**	100

Lexshell 126 General Trading (Pty) Ltd holds a 100% interest in Utafutaji Trading 75 (Pty) Ltd, acquired at a cost of $15.

An impairment assessment is undertaken each financial year by examining the financial position of the related party and the market in which the related party operates to determine whether there is objective evidence that a related party receivable is impaired. When such objective evidence exists, the Group recognises an allowance for the impairment loss.

18. RELATED PARTY TRANSACTIONS (Continued)

(d) Other transactions and balances with related parties

(i) Sekoko Coal (Pty) Ltd

Sekoko Coal (Pty) Ltd is a related party to the Group, through its common director Mr Tim Tebeila and its joint venture agreement with Lexshell (a wholly owned subsidiary).

Firestone Energy Limited, through Checkered Flag Investments 2 (Pty) Ltd and Lexshell 126 General Trading (Pty) Ltd, has management control of all JV planning and expenditure.

As disclosed in Note 9, 200,000,000 fully paid shares were issued to Sekoko Coal (Pty) Ltd during the period ended 30 June 2011 as part consideration for the second and third joint venture transactions with Sekoko Coal (Pty) Ltd, T2 and T3.

The following transactions have taken place with Sekoko Resources Pty Ltd, the parent entity of Sekoko Coal (Pty) Ltd:

	2012	2011
	$	$
Transactions		
Management fees	149,359	173,970
Reimbursement of expenditure incurred on behalf of joint venture with Checkered Flag and Sekoko	81,246	83,290
Reimbursement of expenditure incurred in relation to planned joint venture with Lexshell and Sekoko	3,628,524	2,529,669
Amounts owed to Sekoko as at 30 June	**4,876,448**	**1,893,841 ***

These amounts were charged based on normal commercial terms and conditions.

*Includes accrual relating to the T3 transaction of $1,418,340.

(ii) BBY Limited

BBY Limited and its subsidiary BBY Nominees Pty Limited (collectively "BBY") are related parties since Firestone Energy Limited's Non-Executive Deputy Chairman David Perkins is also a director of BBY Limited. BBY is the nominee and representative for the holders of the convertible notes and provided the short-term loan advanced under the Share Subscription Agreement. For further details of the convertible note facility and the loan, refer to Note 12. This transaction has been made on an arms length basis.

(e) Loans to key Management Personnel

No Loans have been provided to Key management personnel during the year (2011: nil).

19. AUDITORS' REMUNERATION

	2012	2011
	$	$
Amounts paid or payable to BDO Audit (WA) Pty Ltd:		
Audit or review of the financial reports of the Group	51,414	42,263
Other services by BDO Corporate Tax (WA) Pty Ltd and BDO Corporate Finance (WA) Pty Ltd	54,740	45,857
Audit and other services provided by BDO South Africa	37,527	27,000
	143,681	**115,120**

20. CONTINGENT LIABILITIES

The consolidated entity had no contingent liabilities at 30 June 2012.

21. PARENT ENTITY INFORMATION

(a) Summary financial information

	2012 $	2011 $
Assets		
Current assets	437,243	1,951,302
Non-current assets	77,299,613	88,846,270
Total assets	**77,736,856**	**90,797,572**
Liabilities		
Current liabilities	17,693,424	1,048,693
Non-current liabilities	5,330,870	20,372,463
Total liabilities	**23,024,294**	**21,421,156**
Equity		
Issued capital	76,380,048	73,135,309
Reserves	4,193,895	4,081,645
Accumulated losses	(25,861,381)	(7,840,538)
Total equity	**54,712,562**	**69,376,416**
Loss for the year	(18,020,843)	(3,888,460)
Total comprehensive loss	(18,020,843)	(3,888,460)

(b) Contingent liabilities of the parent entity

Firestone Energy Limited had no contingent liabilities as at 30 June 2012.

(c) Commitments of the parent entity

Firestone Energy Limited had no commitments as at 30 June 2012.

22. SIGNIFICANT EVENTS OCCURRING AFTER THE REPORTING PERIOD

- On 7 May 2012 the Company announced that it had signed a key investment agreement with Ariona Company SA (“Ariona”). Through the signing of this agreement Ariona will provide A$40.7 million to the Company under a secured convertible note facility, replacing the existing convertible notes.
- On 23 August the Company advised shareholders that it had secured the services of Ms Amanda Matthee as CFO of Firestone Energy Limited.

With the exception of the above, no other matters or circumstances have arisen since 30 June 2012 that have significantly affected, or may significantly affect:

(i) The consolidated entity’s operations in future financial years, or
(ii) The results of those operations in future financial years, or
(ii) The consolidated entity’s state of affairs in future financial years.

DECLARATION BY DIRECTORS

The Directors of the company declare that:

1. The financial statements, comprising the statement of comprehensive income, balance sheet, statement of cash flows, statement of changes in equity, and accompanying notes, are in accordance with the Corporations Act 2001 and:

   (a) comply with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

   (b) give a true and fair view of the consolidated entity's financial position as at 30 June 2012 and of its performance for the year ended on that date.

2. The Company has included in the notes to the financial statements an explicit and unreserved statement of compliance with International Financial Reporting Standards.

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 become due and payable.

4. The remuneration disclosures included in pages 8 to 11 of the Directors' Report (as part of the audited Remuneration Report), for the year ended 30 June 2012, comply with section 300A of the *Corporations Act 2001.*

5. The Directors have been given the declarations by the chief executive officer and the chief financial officer required by section 295A.

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

Tim Tebeila
Chairman

Perth
Western Australia

27 September 2012

Tel: +8 6382 4600
Fax: +8 6382 4601
www.bdo.com.au

38 Station Street
Subiaco, WA 6008
PO Box 700 West Perth WA 6872
Australia

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF FIRESTONE ENERGY LIMITED

We have audited the accompanying financial report of Firestone Energy Limited, which comprises the consolidated balance sheet as at 30 June 2012, 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(b), the directors also state, in accordance with Accounting Standard AASB 101 *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*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Firestone Energy Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

(a) the financial report of Firestone 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 2012 and of its performance for the year ended on that date; and

  (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and

(b) the financial report also complies with *International Financial Reporting Standards* as disclosed in Note 1(b).

Emphasis of Matter

Without modifying our opinion, we draw attention to Note 1 in the financial report which indicates that the ability of Firestone Energy Limited to continue as a going concern and to pay its debts as and when they fall due is dependent on the ability to secure further working capital by the issue of additional equities, debt, and/or entering into negotiations with third parties regarding the farm out of assets. Firestone Energy Limited has signed a key investment agreement with Ariona Company SA which will provide A$40.7 million under a secured convertible note facility, which will replace the existing convertible notes. The transaction requires shareholder approval at a general meeting to be held on 5 October 2012. Should the transaction not be approved by shareholders there is significant uncertainty as to whether the Group will continue as a going concern and therefore whether it will be able to realise its assets and extinguish its liabilities in the ordinary course of business at values stated in these financial statements.

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2012. 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 Firestone Energy Limited for the year ended 30 June 2012 complies with section 300A of the *Corporations Act 2001*.

BDO Audit (WA) Pty Ltd

BDO

Wayne Basford
Director

Perth, Western Australia
Dated this 27th day of September 2012

ASX ADDITIONAL INFORMATION

Shareholder Information

Additional information as required by the Australian Securities Exchange Limited Listing Rules and not disclosed elsewhere in this report is set out below. This information is current as at 20 September 2012.

Distribution of equity security holders

Ranges	Number of Holders	Number of Shares	% of issued Capital
1 - 1,000	2,330	1,005,342	0.03
1,001 – 10,000	1,637	5,042,074	0.16
10,001 - 100,000	1,344	67,454,292	2.17
100,001 – 1,000,000	970	322,488,696	10.36
1,000,000 - and over	174	2,717,888,237	87.28
Total	**6,455**	**3,113,878,641**	**100.00**

There are 4,623 holders of shares holding less than a marketable parcel.

Twenty largest holders of quoted shares

Number	Shareholders	Number of Shares held	% of issued Capital
1	SEKOKO RESOURCES PTY LTD	852,645,091	27.38
2	LINC ENERGY LIMITED	283,336,423	9.10
	SEKOKO COAL (PTY) LTD	200,000,000	6.42
3	BBY NOMINEES PTY LTD	165,023,979	5.30
4	BELL POTTER NOMINEES LTD <BB NOMINEES A/C>	76,500,000	2.46
	BIOTRACE TRADING 316 (PTY) LTD	60,896,890	1.96
	UZALILE INVESTMENTS PTY LTD	55,000,000	1.77
5	JP MORGAN NOMINEES AUSTRALIA LIMITED <CASH INCOME A/C>	52,681,175	1.69
6	MILLCORP SECURITIES PTY LTD <MILLCORP SECURITIES A/C>	40,000,000	1.28
	MRS AMANDA MATTHEE	31,133,437	1.00
7	HAO YUN LIMITED	30,941,696	0.99
	SUNGU SUNGU RESOURCES	27,099,352	0.87
8	SEPHOR INVESTMENTS LIMITED	27,000,000	0.87
9	SUMMATUS PTY LTD	27,000,000	0.87
10	SANPOINT PTY LTD <FIORE FAMILY FUND A/C>	25,000,000	0.80
11	FMR INVESTMENTS PTY LIMITED	18,001,750	0.58
12	CITICORP NOMINEES PTY LIMITED	17,266,827	0.56
13	CARRICK HOLDINGS LIMITED	16,281,817	0.52
14	MICHAEL GILBERT SUPER FUND PTY LTD <MICHAEL GILBERT SUPER A/C>	15,913,927	0.51
15	MILLCORP SECURITIES PTY LTD <SUPER FUND A/C>	14,750,000	0.47
	Total	**2,036,472,364**	**65.40%**

ASX ADDITIONAL INFORMATION

Quoted and unquoted equity securities

Equity Security	Quoted	Unquoted
Ordinary Shares	3,113,878,641	-
Options	48,395,000	302,779,767

Substantial shareholders

Substantial shareholders who have notified the Company in accordance with section 671B of the Corporations Act 2001 are:-

Shareholder	Number of shares
Sekoko Resources Pty Ltd	1,052,645,091
Linc Energy Limited	283,336,423

Unlisted Option holdings at 20 September 2012	**Number of Holders**	**Number of Options**
Options expiring 30 Nov 2012 exercisable at 5 cents (FSEAK)	**3**	30,000,000
Holdings of more than 20%		
The Boyd Super Fund Pty Ltd		10,000,000
Lantech Developments Pty Ltd<Claire Family A/C>		10,000,000
Mr Malcolm Keith Smartt + Ms Janice Leonie Smartt<Smartt Super Fund A/C>		10,000,000
Options expiring 30 Jun 2013 exercisable at 6 cents (FSEAO)	**9**	96,904,767
Holdings of more than 20%		
JP Morgan Nominees Australia		20,000,000
Mr Wayne Loxton & Mrs Donna Loxton		20,000,000
Sephor Investments Limited		20,000,000
Options expiring 30 May 2013 exercisable at 6cents (FSEAM)	**1**	110,000,000
Holdings of more than 20%		
Sekoko Coal (Pty) Ltd		88,000,000
Options expiring 30 Jun 2014 exercisable at 6 cents (FSEAI)	**11**	25,875,000
Holdings of more than 20%		
Nil		-
Options expiring 19 Sept 2014 exercisable at 2.5 cents	**1**	40,000,000
Holdings of more than 20%		
Mr David Knox	**1**	40,000,000

ASX ADDITIONAL INFORMATION

Voting rights

Ordinary shares carry one vote per share. There are no voting rights attached to the options in the Company.

Stock Exchange

The Company is dual listed on the Australian Securities Exchange and the Johannesburg Securities Exchange and has been allocated the code “FSE”. The “Home Exchange” is Perth.

Other information

Firestone Energy Limited, is incorporated and domiciled in Australia, and is a publicly listed company limited by shares.

On-market buy-back

There is no current on-market buy-back.

Firestone's interests in mining tenements

Country / Location	Tenement	Interest
South Africa – Waterberg region	Smitspan (306LQ)	60%
South Africa – Waterberg region	Hooikraal (315LQ)	60%
South Africa – Waterberg region	Minnasvlakte (2584LQ)	60%
South Africa – Waterberg region	Vetleegte (304LQ)	60%
South Africa – Waterberg region	Swanepoelpan (262LQ)	60%
South Africa – Waterberg region	Duikerfontein (263LQ)	60%
South Africa – Waterberg region	Olieboomfontein (220LQ)	60%
South Africa – Waterberg region	Massenburg (305LQ)	60%