TPL CORPORATION LIMITED

ABN 72 088 749 008

INTERIM FINANCIAL REPORT
31 DECEMBER 2012

CORPORATE DIRECTORY

Directors

Hugh Warner	Executive Chairman
James Pratt	Non-executive
Neil Hackett	Non-executive

Company Secretary

Neil Hackett

Auditors

Stantons International
Level 2
1 Walker Avenue
West Perth WA 6005

Bankers

Westpac Banking Corporation
109 St Georges Terrace
Perth WA 6000

Registered Office

Suite 6,
245 Churchill Avenue
Subiaco WA 6008

Telephone:	+61 8 9217 3300
Facsimile:	+61 8 9388 3006
Website:	www.tplcorporation.com.au

Share Registry

Computershare Limited
Level 2
45 St Georges Terrace
Perth WA 6000

Investor Enquiries:	1300 557 010
Facsimile:	(08) 9323 2033

Stock Exchange Listing

Securities of TPL Corporation Limited are listed on the Australian Securities Exchange.

ASX Code: TPL

CONTENTS

Directors’ Report	4
Auditor’s Independence Declaration	5
Consolidated Statement of Profit or Loss and Other Comprehensive Income	6
Consolidated Statement of Financial Position	7
Consolidated Statement of Changes in Equity	8
Consolidated Statement of Cash Flows	9
Condensed Notes to the Financial Statements	10
Directors’ Declaration	13
Independent Auditor’s Review Report	14

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2012 and any public announcements made by TPL Corporation Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

DIRECTORS' REPORT
31 December 2012

Your directors submit the financial report of TPL Corporation Limited ("the Company") and its controlled entity (together, the "Consolidated Entity") for the half-year ended 31 December 2012.

Directors

The names of directors who held office during or since the end of the interim period to the date of this report are:

Hugh Warner
James Pratt
Neil Hackett

Directors were in office for this entire period unless otherwise stated.

Review of Operations

The loss after tax for the six months ended 31 December 2012 was $561,176 (2011: loss $508,712). Included in the loss was a write down of exploration and evaluation expenditure of $315,751 (2011: $17,558). During the period, the Consolidated Entity:

1. Completed the drilling programme and review of the results of the drilling programme at the Lightjack Hill Project in the Canning Basin.

2. Surrendered ten exploration licenses and withdrew three applications. The Company currently has seven exploration licenses totaling 2,019 square kilometers in area within the Canning Basin, Western Australia; and

3. Continued project generation involving the review of coal exploration and other opportunities.

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required by Section 307C of the *Corporations Act 2001* is included on page 5.

Signed in accordance with a resolution of the directors.

On behalf of the Directors

Hugh Warner
Executive Chairman

Perth
Date: 6 March 2013

Stantons International Audit and Consulting Pty Ltd
trading as
Stantons International
Chartered Accountants and Consultants

PO Box 1908
West Perth WA 6872
Australia

Level 2, 1 Walker Avenue
West Perth WA 6005
Australia

Tel: +61 8 9481 3188
Fax: +61 8 9321 1204

ABN: 84 144 581 519
www.stantons.com.au

6 March 2013

Board of Directors
TPL Corporation Limited
Suite 6, 245 Churchill Avenue
SUBIACO WA 6008

Dear Sirs

RE: TPL CORPORATION LIMITED

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of TPL Corporation Limited.

As Review Director for the review of the financial statements of TPL Corporation Limited for the period ended 31 December 2012, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and

(ii) any applicable code of professional conduct in relation to the review.

Yours Faithfully

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(Trading as Stantons International)
(Authorised Audit Company)

Samir Tirodkar
Director

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
For the half-year ended 31 December 2012

	Note	Half-year 2012 $	Half-year 2011 $
Continuing operations			
Application fees		-	(2,650)
Directors' remuneration – cash		(130,000)	(101,578)
Directors' remuneration – share based payments		-	(92,283)
Project assessment costs		-	(170,378)
Write down of exploration and evaluation expenditure		(315,751)	(17,558)
Other administrative expenses		(151,260)	(172,624)
Total expenses		(597,011)	(557,071)
Direct drilling rebate		16,757	-
Finance income		19,078	48,359
Loss before income tax		(561,176)	(508,712)
Income tax expense		-	-
Loss for the half-year		**(561,176)**	**(508,712)**
Other comprehensive income/loss			
Items that may be reclassified subsequently to profit or loss		**-**	**-**
Items that will not be reclassified subsequently to profit or loss		**-**	**-**
Other comprehensive income/(loss) for the half-year		**-**	**-**
Total comprehensive loss for the half-year		**(561,176)**	**(508,712)**
Loss attributable to:			
Owners of the parent		(561,176)	(508,712)
Non controlling interest		-	-
		(561,176)	**(508,712)**
Total comprehensive loss attributable to:			
Owners of the parent		(561,176)	(508,712)
Non controlling interest		-	-
		(561,176)	**(508,712)**
Basic and diluted loss per share (cents per share)	7	(0.09)	(0.09)

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 31 December 2012

	Note	31 December 2012 $	30 June 2012 $
Assets			
Current assets			
Cash and cash equivalents		753,242	1,519,345
Advance rentals		-	43,451
Trade and other receivables		-	88,136
Prepayments		15,000	15,731
Total current assets		**768,242**	**1,666,663**
Non-current asset			
Exploration expenditure	2	1,428,135	1,164,497
Office plant and equipment		4,172	8,198
Total non-current assets		**1,432,307**	**1,172,695**
Total assets		**2,200,549**	**2,839,358**
Liabilities			
Current liabilities			
Trade and other payables		134,930	212,563
Total current liabilities		**134,930**	**212,563**
Total liabilities		**134,930**	**212,563**
Net Assets		**2,065,619**	**2,626,795**
Equity			
Contributed equity	3	32,763,130	32,763,130
Share based payments reserve	4	570,225	570,225
Accumulated losses		(31,267,736)	(30,706,560)
Total Equity		**2,065,619**	**2,626,795**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the half-year ended 31 December 2012

	Issued capital	**Share Based Payments Reserve**	**Accumulated Losses**	**Total Equity**
	$	**$**	**$**	**$**
Balance at 1 July 2011	31,413,642	640,701	(29,647,288)	2,407,055
Total comprehensive income for year:				
Loss for the period	-	-	(508,712)	(508,712)
Transactions with owners in their capacity as owners:				
Shares issued	1,420,200	-	-	1,420,200
Cost of issues	(90,712)	-	-	(90,712)
Share based payments	-	92,283	-	92,283
Balance at 31 December 2011	**32,743,130**	**732,984**	**(30,156,000)**	**3,320,114**
Balance at 1 July 2012	32,763,130	570,225	(30,706,560)	2,626,795
Total comprehensive income for year:				
Loss for the period	-	-	(561,176)	(561,176)
Transactions with owners in their capacity as owners:	-	-	-	-
Balance at 31 December 2012	**32,763,130**	**570,225**	**(31,267,736)**	**2,065,619**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS
For the half-year ended 31 December 2012

	Note	Half-year 2012 $	Half-year 2011 $
Cash flows from operating activities			
Payments to employees & suppliers		(240,177)	(264,388)
Exploration expenditure		(672,239)	(465,027)
Drilling rebate received		83,784	-
Refund of licence application fees		43,451	209,772
Interest received		19,078	48,359
Net cash provided by/(used in) operating activities		**(766,103)**	**(471,284)**
Cash flows from investing activities			
Payments for property, plant and equipment		-	(1,818)
Net cash provided by/(used in) investing activities		**-**	**(1,818)**
Cash flows from financing activities			
Net proceeds from issues of shares		-	1,329,488
Net cash provided by/(used in) financing activities		**-**	**1,329,488**
Net (decrease)/increase in cash and cash equivalents		**(766,103)**	**856,386**
Cash and cash equivalents at beginning of the half-year		1,519,345	1,451,249
Cash and cash equivalents at end of the half-year		**753,242**	**2,307,635**

The accompanying notes form part of these financial statements

CONDENSED NOTES TO THE FINANCIAL STATEMENTS
31 December 2012

1. Basis of preparation of half-year report

Statement of compliance

This general purpose financial report for the half-year reporting period ended 31 December 2012 has been prepared in accordance with the requirements of the *Corporations Act 2001* and Accounting Standard AASB 134 *Interim Financial Reporting.*

The half-year financial report does not include full disclosures of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2012 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The accounting policies adopted are consistent with those of the annual report for the year ended 30 June 2012.

Basis of preparation

The financial statements are prepared on an accrual basis and are based on historical costs. No critical accounting estimates and/or assumptions have been made during the preparation of the financial report other than for share based payment transactions.

Principles of Consolidation

The consolidated financial statements incorporate the assets and liabilities of the subsidiary of the Company as at 31 December 2012 and the results of the subsidiary for the period then ended.

Canning Basin Coal Pty Ltd is the subsidiary over which the Company has the power to govern the financial and operating policies as the holder of all of the voting rights. The subsidiary is fully consolidated from the date of incorporation of the subsidiary and the issue on that date of its one share to the Company. Consolidation will cease from the date that control of the subsidiary ceases. Any and all intercompany transactions and balances between the Company and the subsidiary are eliminated on consolidation.

Adoption of new and revised accounting standards

New Accounting Policies Adopted Effective 1 July 2012

The Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to their operations and effective for the current half-year.

New and revised Standards and amendments thereof and Interpretations effective for the current half-year that are relevant to the Group include:

- Amendments to AASB 1, 5, 7, 101, 112, 120, 121, 132, 133 and 134 as a consequence of AASB 2011-9 'Amendments to Australian Accounting Standards – Presentation of Items of Other Comprehensive Income'

The adoption of all the new and revised Standards and Interpretations has not resulted in any changes to the Group's accounting policies and has no effect on the amounts reported for the current or prior half-years. However, the application of AASB 2011-9 has resulted in changes to the Group's presentation of, or disclosure in, its half-year financial statements.

AASB 2011-9 introduces new terminology for the statement of comprehensive income and income statement. Under the amendments to AASB 101, the consolidated statement of comprehensive income is renamed as consolidated statement of profit or loss and other comprehensive income and the income statement is renamed as a statement of profit or loss. The amendments to AASB 101 retain the option to present profit or loss and other comprehensive income in either a single statement or in two separate but consecutive statements. However, the amendments to AASB 101 require items of other comprehensive income to be grouped into two categories in the other comprehensive income section: (a) items that will not be reclassified subsequently to profit or loss and (b) items that may be reclassified to profit or loss when specific conditions are met. Income tax on items of other comprehensive income is required to be allocated on the same basis – the amendments do not change the option to present items of other comprehensive income either before tax or net of tax. The amendments have been applied retrospectively, and hence the presentation of items of other comprehensive income has been modified to reflect the changes. Other than the above mentioned presentation changes, the application of the amendments to AASB 101 does not result in any impact on profit or loss, other comprehensive income and total comprehensive income.

CONDENSED NOTES TO THE FINANCIAL STATEMENTS
31 December 2012

1. Basis of preparation of half-year report (continued)

Going Concern

The 31 December 2012 condensed interim financial report has been prepared on the going concern basis that contemplates the continuity of normal business activities and the realisation of assets and extinguishment of liabilities in the ordinary course of business. For the half year ended 31 December 2012, the Company recorded a loss of $561,176 (2011: loss $508,712) and had cash and cash equivalents of $753,242 (June 2012: $1,519,345). In order to maintain the mineral tenements in which the Company is involved, the Company is committed to fulfill the minimum annual expenditure conditions under which the tenements are granted, which is $623,000 (refer note 8).

The Company will require further funding during the 2013 and 2014 financial years in order to meet day to day obligations as they fall due and progress its exploration projects. Based on the Company's cash flow forecast the Board of Directors is aware of the Company's need to access additional working capital funds in the next 12 months to enable the Company to continue its normal business activities and to ensure the realisation of assets and extinguishment of liabilities as and when they fall due.

The Directors are aware that the Company has the option, if necessary to relinquish tenements in order to maintain its cash funds at appropriate levels. Based on these facts, the Directors consider the going concern basis of preparation to be appropriate for this financial report.

Operating Segments

Operating segments are identified and segment information disclosed on the basis of internal reports that are regularly provided to, or reviewed by, the Group's chief operating decision maker which, for the Consolidated Entity, is the Board of Directors. In this regard, such information is provided using similar measures to those used in preparing the statement of comprehensive income and statement of financial position.

The Consolidated Entity has one geographic segment being Australia and operates in one industry being the exploration of coal and other minerals.

Exploration Expenditure

Exploration and evaluation expenditure incurred on granted exploration licences is accumulated in respect of each identifiable area of interest. These costs are carried forward where the rights to tenure of the area of interest are current and to the extent that they are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves. Accumulated costs in relation to any abandoned area will be written off in full against profit in the year in which the decision to abandon the area is made. When production commences, the accumulated costs for the relevant area of interest will be amortised over the life of the area according to the rate of depletion of the economically recoverable reserves. A regular review will be undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

2. Exploration expenditure

	Half-year 2012 $	30 June 2012 $
Exploration at cost at beginning of the period	1,164,497	626,757
Expenditure incurred	579,389	857,497
Write down of tenements surrendered	(315,751)	(319,757)
Closing balance	**1,428,135**	**1,164,497**
Total expenditure incurred and carried forward in respect of specific projects		
- Canning Basin Coal	1,428,135	1,164,497
Total carried forward exploration expenditure	**1,428,135**	**1,164,497**

CONDENSED NOTES TO THE FINANCIAL STATEMENTS
31 December 2012

3. Issued Capital

Consolidated and Company	Half-year 2012		30 June 2012	
Ordinary Shares	**Number of shares**	**$**	**Number of shares**	**$**
Opening balance	606,976,382	32,763,130	526,076,382	31,413,642
Issues during the period				
Placements	-	-	78,900,000	1,420,200
Options exercised	-	-	2,000,000	20,000
Share issue costs	-	-	-	(90,712)
Closing balance	**606,976,382**	**32,763,130**	**606,976,382**	**32,763,130**

4. Share Based Payments Reserve

	Half-year 2012		30 June 2012	
	No of options	**$**	**No of options**	**$**
Opening balance	38,000,000	570,225	55,000,000	640,701
Options forfeited/expired	(13,000,000)	-	(15,000,000)	(70,476)
Options exercised	-	-	(2,000,000)	-
Closing balance	**25,000,000**	**570,225**	**38,000,000**	**570,225**

5. Events occurring after the balance sheet date

On 18 January 2013, the Company issued 10,000,000 options exercisable at $0.01 with an expiry of 31 December 2015.

6. Contingent Assets and Liabilities

There has been no change in contingent assets or liabilities since the last annual reporting date.

7. Loss Per Share

(a) Basic Loss Per Share

The calculation of basic consolidated loss per share for the 6 months ended 31 December 2012 was based on the consolidated loss of $561,176 (2011: $508,712) and the weighted number of shares on issue during the 31 December 2012 half-year of 606,976,382 (2011: 573,673,665).

(b) Diluted Loss Per Share

As the company has made a loss for the half year ended 31 December 2012, the options on issue have no dilutive effect, therefore diluted loss per share is equal to basic loss per share.

8. Commitments

Exploration and Expenditure Commitments

In order to maintain the mineral tenements in which the Company is involved, the Company is committed to fulfill the minimum annual expenditure conditions under which the tenements are granted. The minimum estimated expenditure commitment requirement for the next year is $623,000 (30 June 2012: $3,443,677). These obligations are capable of being varied from time to time. Exploration expenditure commitments beyond twelve months cannot be reliably determined.

DIRECTORS' DECLARATION

In the opinion of the directors of TPL Corporation Limited:

(a) the financial statements and notes set out on pages 6 to 12 are in accordance with the Corporations Act 2001, including:

  (i) giving a true and fair view of the financial position of the Consolidated Entity as at 31 December 2012 and of its performance for the half-year ended on that date; and

  (ii) complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*; and

(b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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

Hugh Warner
Executive Chairman

Perth
Date: 6 March 2013

Stantons International Audit and Consulting Pty Ltd
trading as
Stantons International
Chartered Accountants and Consultants

PO Box 1908
West Perth WA 6872
Australia

Level 2, 1 Walker Avenue
West Perth WA 6005
Australia

Tel: +61 8 9481 3188
Fax: +61 8 9321 1204

ABN: 84 144 581 519
www.stantons.com.au

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF TPL CORPORATION LIMITED

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of TPL Corporation Limited, which comprises the statement of financial position as at 31 December 2012, the statement of profit or loss and other comprehensive income, statement of changes in equity, and statement of cash flows for the half-year ended on that date, condensed notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration for TPL Corporation Limited (the consolidated entity). The consolidated entity comprises both TPL Corporation Limited (the Company) and the entities it controlled during the half year.

Directors' Responsibility for the Half-Year Financial Report

The directors of TPL Corporation Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2012 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of TPL Corporation Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Whilst we considered the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our review was not designed to provide assurance on internal controls.

Our review did not involve an analysis of the prudence of business decisions made by the directors or management.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, has been provided to the directors of TPL Corporation Limited on 6 March 2013.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of TPL Corporation Limited is not in accordance with the *Corporations Act 2001* including:

(a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2012 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

Emphasis of Matter

Without qualification to the audit opinion expressed above, attention is drawn to the following matters.

The ability of the Company and of its subsidiary to continue as going concerns and meet their planned exploration, administration, and other commitments is dependent upon the Company and its subsidiary raising further working capital, and/or commencing profitable operations. In the event that the Company cannot raise further equity, the Company and its subsidiary may not be able to meet their liabilities as they fall due and the realisable value of the Company's and consolidated entity's non-current assets may be significantly less than book values.

The recoverability of the Group's carrying value of capitalised exploration and acquisition costs of $1,428,135 is dependent on the successful commercial exploitation of the assets and/or sale of the assets to generate profits at amounts in excess of the book values. In the event that the Group is not successful in commercial exploitation and/or sale of the assets, the realisable value of the consolidated entity's assets may be significantly less than their current carrying values.

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(Trading as Stantons International)
(An Authorised Audit Company)

Stantons International

Samir Tirodkar
Director

West Perth, Western Australia
6 March 2013