

Message from President



2014 is indeed a year full of challenges for ANP. We have come close to finalizing new sets of framework for petroleum operations and continue with active involvement in regulating the sector.

The year in review

2014 is indeed a year full of challenges for ANP. We have come close to finalizing new sets of framework for upstream petroleum operations and continue with active involvement in regulating the sector. Our first ever local content audit to operators in the JPDA provides opportunity to understand better ways to work with contract operators to continue improve participations of Timor-Leste in petroleum operations. Additionally, throughout the year we have also worked closely with contract operators to address some of significant operational challenges and brought across reasonable solutions to continue work side by side. Besides, the downstream businesses in Timor-Leste have advanced positively with the issuance of a number of downstream activity licenses.

Overall, opportunities and challenges in 2014 have exposed our young and dedicated team to a new level of experience to work together and develop their capability to serve the interest of the resource owners.

Exploring for potentials

Geological and geophysical work in our areas continues to take place in preparation for drilling in the coming years. Despite that, we have granted permission to defer the delivery of some of the exploration commitments in the JPDA as well as in the TLEA giving more time to the contract operators to plan and deliver their commitment.

Producing from declining fields

The decline in oil production from both the Bayu Undan and Kitan field pooled with the drop in oil price towards the end of 2014 have impacted our ability to generate greater revenue. Nevertheless, it is often in this environment that the contract operators are forced to act more prudent to optimize recovery of petroleum and lower the cost of operation.

To maintain and improve oil production, five development wells were drilled throughout the year; whilst some wells were immediately brought on-stream, some wells unfortunately failed and have to be suspended until economic environment becomes favorable.

Eyes on Health Safety and Environment

Another safe year for petroleum operations in the JPDA and TLEA in 2014. There was no record of fatality or any major accidents/incidents in our areas of jurisdictions.

The regulatory audit and inspections targeting predefined scopes continue to be carried out by our increasingly experienced inspectors and auditors which resulted in corrective actions for continuous improvement.

Licensing Downstream Activities

Apart from working on ancillary downstream regulations, our effort in coordination with local business entities in downstream sector have been paid off with the issuance, for the first time, of a number of downstream activity licenses to qualified downstream service providers for different service categories. This is a major milestone for regulating the



downstream sector to meet the downstream requirements, industry standard and to provide assurance to the end users of downstream products in the country.

Revisiting regulations and model contracts

Continuing the effort from previous year, we have come close to finalizing the regulations and model contract for Timor-Leste and continue to work on a revised regulations and model PSC for the JPDA. The work on Timor-Leste regulations and model contracts will be completed in 2015 to facilitate the plan for acreage release.

Journey in 2015

We look forward to conclude the revised regulatory framework for petroleum operations in 2015 and open a new round for exploration in our area of jurisdictions. We have strong commitment to continue the progress we've made so far in close cooperation with relevant key stakeholders. Nonetheless, as many who are involved in this industry, the uncertainties in oil price continue to remind us of the need to think harder and adjust the way we do business in this sector.



Gualdino da Silva President Autoridade Nacional do Petróleo

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AUTORIDADE NACIONAL DO PETRÓLEO BRIEF

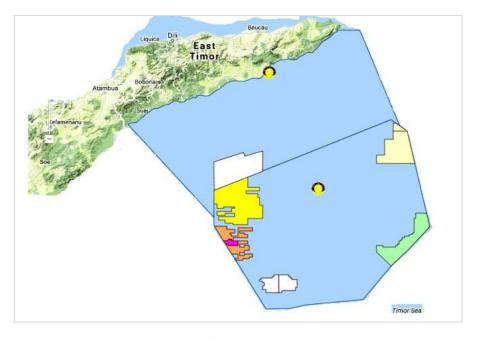
Autoridade Nacional do Petróleo (ANP) is Timor-Leste's public institution established by the government of Timor-Leste in July 2008.

ANP is vested with administrative and financial autonomy to act as regulatory authority for the oil and gas related activities in accordance with the provisions of the Petroleum Activities Law, Interim Petroleum Mining Code, Petroleum Mining Code and the Timor Sea Treaty.

1.1 ANP REGULATORY JURISDICTION

In the JPDA, ANP is responsible to the Joint Commission and carry out the day today regulation and management of upstream petroleum activities by means of regular supervision and control of petroleum activities including health, safety, environmental protection and assessments and work practices.

In the TLEA, apart from being responsible for the upstream petroleum activities equivalent to those in the JPDA, ANP is also responsible to regulate downstream petroleum activities including supply, processing, storage, transportation, trading and marketing of oil and gas products.



Map 1: ANP Jurisdictional Areas (map not to scale)

1.2 Values, Vision, Mission and Goals

VALUES



Collaboration

To conduct efficient and effective collaborating among (i) ANP's internal Directorates, and (ii) with its stakeholders.

Openness

Honesty and transparency – underpinned by a culture of trust and respect

Unity

ANP promotes and displays a high degree of teamwork and integration among its employees and Directorates. Whilst appreciating and respecting the cultural intellectual diversity of the individuals that works within it, the ANP is united in its ambition to become a world class organisation in Timor-Leste.

Responsibility

As true leaders, ANP team members take full responsibility for the results of their actions.

Accountability

ANP and its team members are fully accountable for their ethical standards, behavior and performance at all times. Furthermore the ANP is accountable for the governments of Timor-Leste. In performing the task in and for the JPDA, the ANP is accountable for Timor-Leste and Australia.

Global view

Whilst operations for the ANP reside in Timor-Leste, its view is a global one. It works with and coordinates activities with operators that are multi-national in nature, size and scope.

Excellence

In line with developing a world class organization, the ANP believes in excellence – in everything that it does.

VISION

To be a leading petroleum regulatory authority in the region and a model for institutional development in Timor-Leste.

Mission

To maximize revenue and multiply economic benefits;

To maximize the participation of Timor-Leste in the development of its petroleum sector;

To promote best Health, Safety and Environmental practices;

To develop the institutional capacity of the Timor-Leste petroleum sector.



OBJECTIVE

Ensure that petroleum resources are effectively explored, developed, managed and regulated;

Ensure that economic benefits are delivered to the contracting states;

Maximize employment opportunities for Timor-Leste nationals;

Develop organizational excellence;

Promote and ensure best HSE practices;

Regulate all downstream petroleum activities in Timor-Leste;

Maximize economic activities of petroleum sector in Timor-Leste;

1.3 Organisational Structure and Development

STRUCTURE

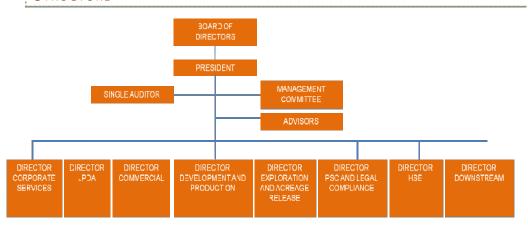


CHART 1: ANP ORGANISATIONAL STRUCTURE

Board of Directors (BoD)

BoD is responsible for defining directions and policies for the ANP. In doing so, the BoD is responsible for approving corporate policies, strategic directions, technical regulations and directives under the Petroleum Act and approving ANP's consolidated work plan and budget as prescribed under Article 7 of the ANP decree law.

ANP Board of Directors in 2014

Gualdino da Silva ,BEng(GeoEng) Hons. Chairman

Jorge Dasilaku Martins,Msc

Mateus da Costa, Msc

Nelson de Jesus, SE

Executive member

Executive member

Executive member

Executive member

Executive member

SINGLE AUDITOR

The functions of the Single Auditor are provided under Article 14 of the ANP decree law. The Single Auditor is the organ responsible for monitoring legality, regularity, and proper financial and patrimonial management of the ANP.

Management Committee

Management Committee is headed by the President of ANP and the members include all executive directors. Management Committee holds meeting at least once in a month to address day to day management of ANP and to address projects in JPDA and TLEA.

Dionisio Martins Corporate Services Director

José Manuel Gonçalves JPDA Director

Emanuel Angelo Lay Commercial Director

Rui Soares Development and Production Director

Verawati Cortereal de Oliveira Health Safety and Environment Director

Mateus da Costa Exploration and Acreage Release Director

Amado Hei PSC and Legal Compliance Director

Nelson de Jesus Downstream Director

1.4 Major Achievement and Projects in 2014

DIAMOND EYE AWARD FOR QUALITY COMMITMENT AND EXCELLENCE

In 2014 ANP was awarded for the second time by the ASSOCIATION OTHERWAYS MANAGEMENT & CONSULTING - FRENCH AND OTHERWAYS INT'L RESEARCH & CONSULTANTS, with the GOLDEN EYE AWARD FOR QUALITY COMMITMENT AND EXCELLENCE, held in Berlin Germany.





FIGURE 1: SPEECH AT THE GOLDEN EYE AWARD FOR QUALITY COMMITMENT AND EXCELLENCE

TIMOR-LESTE OFFSHORE DECREE LAW AND MODEL PRODUCTION SHARING CONTRACT



ANP engaged in nationwide public consultation for Decree Law on offshore petroleum operation in Timor-Leste and Model Production Sharing Contract. Various means were used to consult with interested parties overseas using information on our website. Valuable inputs and comments from all relevant stakeholders were gathered to improve the proposed Decree Law and Model Production Sharing Contract.

Figure 2: Timor Leste Offshore Decree Law And Model Production Sharing Contract Public Consultation

Assisting Sáo Tomé e Principe

Timor-Leste government through the then Secretary of State for Natural Resources signed a MoU with the government of Sáo Tomé e Principe, represented by Minister of Natural Resources and Infrastructure in 2011 for cooperation in the petroleum sector.

Following the signing of the MoU in Sáo Tomé, a total budget of USD 250,000 was allocated by the Timor-Leste government in 2011 to the ANP-TL to implement the MoU. The MoU program focuses on assistance for capacity



building and improving the operational function of ANP-STP and EITI-STP. A number of secondment of ANP-STP and EITI-STP personnel to ANP-TL and EITI-TL had taken place under the MoU program. In addition to the secondments, the cooperation also allows for the purchasing of equipments to help operational function such as computers, IT softwares etc had also been done. By end of 2014, a total of 68.5% of the total allocated budget had been executed.

FIGURE 3: SHARING OF EXPERIENCE SÁO TOMÉ AND ANP TIMOR-LESTE

1.5 Joint Commission and Sunrise Commission

Members of the Timor Sea Treaty Joint Commission in 2014

Francisco da Costa Monteiro Timor-Leste
 Antonio de Sousa Loyola Timor-Leste

* Tania Constable
 * Former Australia Commissioner until 39th JCM
 * Bruce Wilson
 Australia Commissioner since 40th JCM

Domingos Lequisiga
 Vicente Lacerda
 Demus King
 Timor-Leste alternate Commissioner
 Australia alternate Commissioner

Three Joint Commission Meetings were held in 2014

- * 39th JCM on 6th March 2014 in Australia
- * 40th JCM on 14th August 2014 in Dili
- * 41st JCM on 25th November 2014 in Australia

2014 Timor Sea Treaty JCM major resolutions, amongst others were:

* Approval of the ANP 2015 WP&B

Members of the Sunrise Commission in 2014

* Bruce Wilson Australia
 * Rod Smith Australia
 * Francisco da Costa Monteiro Timor-Leste

One Sunrise Commission Meeting were held in 2014

* 15th SCM on 26th November 2014 in Australia

1.6 ANP Human Resource Development



ANP invests significantly in human resources both to attract most qualified Timorese and to develop their skills, knowledge, and abilities to accomplish organizational goals to provide service to our key stakeholders.

Staffing

In 2014, five competent qualified Timorese were recruited for two new positions and three positions to replace outgoing staff. By end of 2014, ANP has a total of 78 staff spread across different directorates, including President and Single Auditor's office.

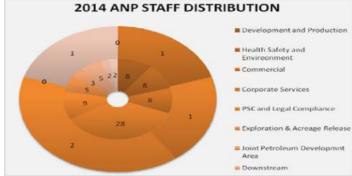


CHART 2: ANP STAFF DISTRIBUTION IN 2014

Training and Capability Development

A total of twenty six individual training programs were attended by relevant ANP employees. Most of these training programs were in the area of Marketing, Finance, Engineering and Health, Safety and Environment. Other collective training programs including Corporate Business Skills, International Petroleum Contract as well as Language (English and Tetun) were offered in 2014 for wider group of participants.

ANP also facilitate participations of its senior staff to take part at international workshops and conferences either as participants or speakers to share our experiences and learn from others in the industry.



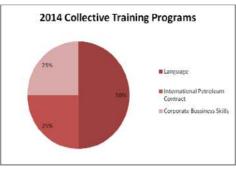


CHART 3: TRAINING AND CAPABILITY DEVELOPMENT IN 2014

1.7 CORPORATE PROCUREMENT

Corporate procurement is categorized into four major items; Consultancy, Audit, Goods and Services. In 2014, corporate procurement amounts to a total of USD \$1,573,460.42. In terms of value distribution, corporate procurement in 2014 mostly expend on Services and Consultancy which account for 87 percent of the total corporate procurement. Procurement with respect to Audit and Goods accounts for 1 percent and 12 percent, respectively. Further details can be found in annex 1.

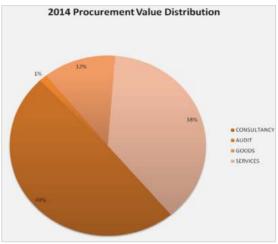


CHART 4: 2014 ANP PROCUREMENT BY CATEGORIES

1.8 Financial Statement and Auditor's Report

ANP - Corporate Expenses Report

Below is the ANP's audited expenses report for 2014. All figures presented are in United States Dollar.

| Expenses Report | : Per 3 | 1 December 2014 (Audited) | |
|---|---------|---------------------------|--------------------|
| | | Actual | Budget |
| Development Fees | \$ | 3,983,200.00 | \$ 3,983,200.00 |
| Contract Services Fees | \$ | 969,616.00 | \$ 960,000.00 |
| Subsidy from Timor - Leste Government for ANP Operation | \$ | 2,000,000.00 | \$ 2,000,000.00 |
| Timor-Leste Government Funding for petroleum audits * | \$ | 18,889.00 | \$ 1,000,000.00 |
| Downstream Fees | \$ | 15,825.00 | \$ - |
| Interest | \$ | 127.00 | \$ 40,848.00 |
| Profit and disposal of assets | \$ | - | \$ - |
| Other Income | \$ | 42,286.00 | \$ - |
| Total Income | \$ | 7,029,943.00 | \$ 7,984,048.00 |
| | | | |
| EXPENSES | | | |
| Employee Cost | \$ | 2,108,753.00 | \$ 2,222,081.54 |
| General and Administration | \$ | 3,359,200.00 | \$ 3,335,658.00 |
| Depreciation and Amortization | \$ | 353,966.00 | \$ 252,000.00 |
| Purchase of Intangibles and Property, Plant & Equipment (assets) | \$ | 392,000.00 | \$ 1,165,000.00 |
| Government petroleum audit cost | \$ | 18,889.00 | \$ - |
| Net Loss in Foreign Exchange | \$ | 6,608.00 | \$ - |
| Contingency | | | \$ 278,989.58 |
| Total Expenditure/Budget | \$ | 6,239,416.00 | \$ 7,253,729.12 |
| | | | |
| Surplus | \$ | 790,527.00 | \$ 730,318.88 |

^{*} non ANP asset fund (an income to execute Timor - Leste Government program)

The ANP actual total expenditure was USD \$ 6,239,416.00. This expenditure represents 86.02% of the total approved budget of USD \$ 7,253,729.12.

AUTORIDADE NACIONAL DO PETRÓLEO

2014 Financial Report (audited)

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2014

| | | 2014 | 2013 |
|---|-------|-----------|-----------|
| | Notes | \$ | \$ |
| INCOME | | | |
| Development fees | | 3,983,200 | 3,983,200 |
| Contract service fees | | 969,616 | 977,208 |
| Subsidy from Timor-Leste Government | | 2,000,000 | 1,950,000 |
| Timor-Leste Government funding for petroleum audits | | 18,889 | - |
| Downstream fees | | 15,825 | - |
| Interest | | 127 | 53 |
| Profit on disposal of assets | | - | 18,107 |
| Other income | | 42,286 | 1,404 |
| TOTAL INCOME | | 7,029,943 | 6,929,972 |
| EXPENSES | | | |
| Employee costs | 12 | 2,108,753 | 2,168,047 |
| General and administration | 13 | 3,359,200 | 3,129,905 |
| Depreciation and amortisation | | 353,966 | 338,491 |
| Government petroleum audit costs | | 18,889 | - |
| Net loss in foreign exchange | | 6,608 | 25,013 |
| TOTAL EXPENSES | | 5,847,416 | 5,661,456 |
| SURPLUS FOR THE YEAR | | 1,182,527 | 1,268,516 |
| OTHER COMPREHENSIVE INCOME | | - | - |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | 1,182,527 | 1,268,516 |

The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2014

| | | 2014 | 2013 |
|---|-------|--|--|
| | Notes | \$ | \$ |
| ASSETS | | | |
| CURRENT ASSETS | | | |
| Cash and cash equivalents | 4, 11 | 7,059,360 | 7,820,215 |
| Cash and cash equivalents - Joint Petroleum | | | |
| Development Area | 4, 11 | 23,485,758 | 64,891,494 |
| Trade and other receivables | 5 | 973,096 | 134,272 |
| Other current assets | 6 | 6,663 | 76,719 |
| Total Current Assets | | 31,524,877 | 72,922,700 |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 8 | 524,294 | 596,118 |
| Intangibles | 7 | 349,955 | 263,899 |
| Total Non-Current Assets | | 874,249 | 860,018 |
| TOTAL ASSETS | | 32,399,126 | 73,782,718 |
| LIABILITIES AND EQUITY | | | |
| | | | |
| CURRENT LIABILITIES | | | |
| Trade and other payables * | 9, 11 | 1,374,905 | 1,603,862 |
| Payable in respect of Joint Petroleum | | | |
| | 0 11 | 22 405 750 | C 4 001 40 4 |
| Development Area Funds | 9, 11 | 23,485,758 | 64,891,494 |
| Contract service fees & development fees | | | |
| | 9, 11 | 23,485,758 | 64,891,494 1,478,057 |
| Contract service fees & development fees | | | |
| Contract service fees & development fees received in advance | | 546,630 | 1,478,057 |
| Contract service fees & development fees received in advance Total Current Liabilities | | 546,630 25,407,293 | 1,478,057 67,973,413 |
| Contract service fees & development fees received in advance Total Current Liabilities TOTAL LIABILITIES | | 546,630 25,407,293 | 1,478,057 67,973,413 |
| Contract service fees & development fees received in advance Total Current Liabilities TOTAL LIABILITIES EQUITY | | 546,630 25,407,293 25,407,293 | 1,478,057 67,973,413 67,973,413 |
| Contract service fees & development fees received in advance Total Current Liabilities TOTAL LIABILITIES EQUITY Initial contribution | | 546,630 25,407,293 25,407,293 2,153,168 | 1,478,057 67,973,413 67,973,413 2,153,168 |

^{*} consists of Timor-Leste Government fund for petroleum operators audit and assistance of Sao Tome e Príncipe.

The above Statement of Financial Position should be read in conjunction with the accompanying notes.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2014

| | Accumulated Funds | Total Equity |
|----------------------------|----------------------|--------------|
| | \$ | \$ |
| At 1 January 2013 | 2,387,622 | 4,540,790 |
| Total surplus for the year | 1,268,516 | 1,268,516 |
| At 31 December 2014 | 3,656,138 | 5,809,306 |
| Total surplus for the year | 1,182,527 | 1,182,527 |
| At 31 December 2014 | 4,838,665 | 6,991,833 |

ALLOCATION OF SURPLUS FOR THE YEAR ENDED 31 DECEMBER 2014

| | Joint Petroleum | Timor-Leste | Total for the |
|--|-----------------|-------------|---------------|
| | Development | Exclusive | year |
| | Area | Area | |
| | \$ | \$ | \$ |
| Development fees | 3,983,200 | - | 3,983,200 |
| Contract service fees | 969,616 | - | 969,616 |
| Subsidy from Timor-Leste Government | - | 2,000,000 | 2,000,000 |
| Timor-Leste Government funding for petroleum audits | - | 18,889 | 18,889 |
| Downstream fees | - | 15,825 | 15,825 |
| Interest | 127 | - | 127 |
| Other income | 33,829 | 8,457 | 42,286 |
| Total Income | 4,986,772 | 2,043,171 | 7,029,943 |
| Expenses split per JPDA Joint Commission approved budget | (4,375,640) | (1,471,776) | (5,847,416) |
| Surplus for the year | 611,132 | 571,395 | 1,182,527 |

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2014

| | 2014 | 2013 |
|---|------------------|------------|
| | \$ | \$ |
| Operating activities | | |
| Operating surplus before tax | 1,182,527 | 1.268,516 |
| Adjustments to reconcile profit before tax to net cash flows: | | |
| Depreciation of property, plant and equipment | 216,237 | 237,430 |
| Amortisation of intangible assets | 137,729 | 101,060 |
| Interest income | (127) | (54) |
| Profit on disposal of property, plant and equipment | - | (18,107) |
| Operating surplus before working capital changes Working capital adjustments: | 1,536,366 | 1,588,845 |
| Increase in trade and other receivables | (838,824) | (118,621) |
| Decrease (increase) in other current assets | 70,058 | (65,142) |
| (Decrease) Increase in trade and other payables | (41,634,693) | 15,353,688 |
| (Decrease) Increase in unearned income | (931,427) | 53 |
| Cash generated from operations | (41,798,520) | 16,758,823 |
| Interest received | 127 | 54 |
| Net cash flow provided by (used in) operating activities | (41,798,393) | 16,758,877 |
| Investing activities | | |
| Purchase of intangibles | (223,785) | (11,531) |
| Purchase of property, plant and equipment | (144,413) | (247,809) |
| Proceeds from the disposal of property, plant and equipment | - | 21,094 |
| Net cash flow used in investing activities | (368,198) | (238,246) |
| Net increase (decrease) in cash and cash equivalents | (42,166,591) | 16,520,631 |
| Cash and cash equivalents at beginning of year | 72,711,708 | 56,191,077 |
| Cash and cash equivalents at end of year | 4, 11 30,545,118 | 72,711,708 |

The above Statement of Cash Flows should be read in conjunction with the accompanying notes

AUTORIDADE NACIONAL DO PETRÓLEO OF TIMOR-LESTE STATEMENT OF PETROLEUM REVENUE RECEIPTS AND PAYMENTS

FOR THE YEAR ENDED 31 DECEMBER 2014

| | | 2014 | 2013 |
|---|-------|---------------|---------------|
| | Notes | \$ | \$ |
| Revenue receipts by field | | | |
| Bayu-Undan | 3 | 1,119,205,857 | 1,868,991,847 |
| Kitan | 4 | 14,404,238 | 219,397,203 |
| Total revenue receipts received | | 1,133,610,095 | 2,088,389,050 |
| Interest earned from: | | | |
| • term deposits | | 15,103 | 15,210 |
| from contractors for profit oil/gas delayed payment | 6 | 12,684 | 10,302 |
| Total receipts received | | 1,133,637,881 | 2,088,414,562 |
| Bank charges | | (1,834) | (1,961) |
| Receipts less bank charges for the year | | 1,133,636,047 | 2,088,412,601 |
| Cash at beginning of year | | 64,891,494 | 50,131,905 |
| | | 1,198,527,541 | 2,138,544,506 |
| Less: cash at end of year | 5 | (23,485,758) | (64,891,494) |
| Amount available for distribution | | 1,175,041,783 | 2,073,653,012 |
| Distributed as follows: | | | |
| Distribution to Petroleum Fund of Timor-Leste | | 1,057,537,605 | 1,866,287,711 |
| Distribution to Department of Industry and Science, Australia | | 117,504,178 | 207,365,301 |
| | | 1,175,041,783 | 2,073,653,012 |

The above Statement of Petroleum Revenue Receipts and Payments should be read in conjunction with the accompanying notes

(PICTURES FROM CONOCOPHILLIPS JPDA 03-12)















CONTRACT OPERATOR'S ACTIVITY

ANP uses information from reports, investigations, inspections and audit to analyze trends for better improvement and decision making.

Overall, the quantity and scope of reports was increased in 2014 reflecting the amount of contract operators' activities associated with development drilling, maintenance as well as planned shutdown and ANP's continuous proactive involvement to enforce regulatory requirements when dealing with oil and gas operator's performance in the JPDA and the TLEA.

2.1 CONTRACTS IN JPDA AND TLEA

In 2014, most of the acreages in both TLEA and JPDA are open for further investment. A total of 9 PSCs are in existence, of which 1 in TLEA and 8 in JPDA.

| Contract Operator | Contract | Location | Status |
|-----------------------------------|--------------------|----------|-------------|
| ConocoPhillips JPDA 03-12 Pty Ltd | PSC JPDA 03-12 | JPDA | Production |
| | PSC JPDA 03-13 | | |
| Eni JPDA 06-105 Pty Ltd | PSC JPDA 06-105 | JPDA | Production |
| Woodside Energy Limited | PSC JPDA 03-19 | JPDA | Exploration |
| | PSC JPDA 03-20 | | |
| Minza Limited | PSC JPDA 06-101(A) | JPDA | Exploration |
| Eni JPDA 11-106 BV | PSC JPDA 11-106 | JPDA | Exploration |
| Oilex (JPDA 06-103) Ltd | PSC JPDA 06-103 | JPDA | Exploration |
| Eni Timor Leste SpA | PSC S-06-04 | TLEA | Exploration |

TABLE 1: PSCS IN JPDA AND TLEA

2.2 EXPLORATION PERFORMANCE

Most of the exploration areas in the TLEA were relinquished by end of 2013. This contributes to a significant increase of open area inventory of TLEA in 2014. In the JPDA, the open area inventory remains the same as it was in 2013. Below are summary of exploration activities in the JPDA and TLEA in 2014.

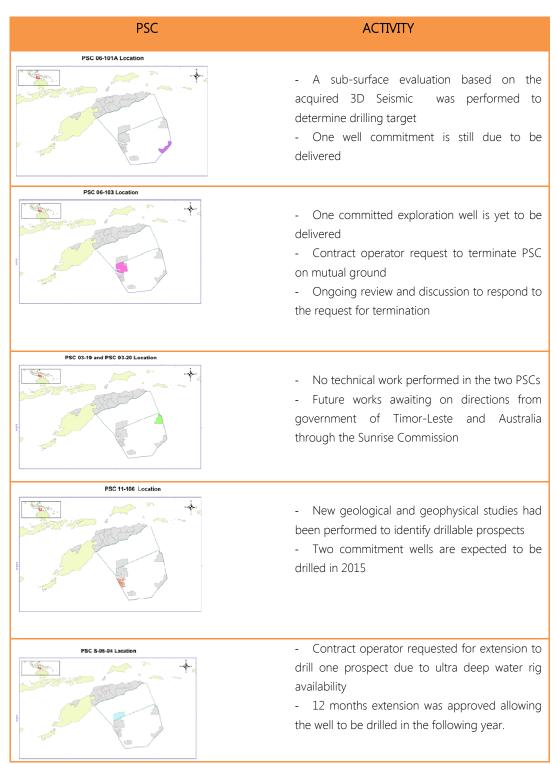


Table 2: Summary of Exploration Activities

2.3 Production Performance

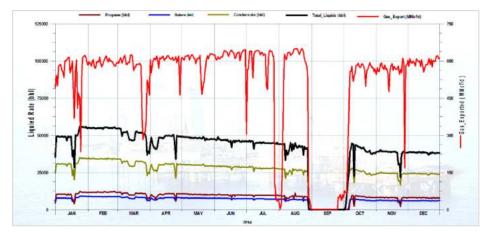
PRODUCTION IN BAYU UNDAN FIELD



Bayu Undan Field commenced production of Condensate in 2004

BU is a gas condensate field located 250 km from Timor-Leste South coast and 480 km North-West of Darwin, Australia. The field is operated by ConocoPhillips JPDA 03-12 Pty Ltd. The field facilities include a Central Production and Processing Complex (DPP and CUQ), FSO, WP1, subsea in-field pipelines and gas export pipeline to Darwin. The field has 12 producing wells, 4 gas injection wells and 2 water injection wells. In 2014 the field produced from 10 wells.

The average wet gas production for 2014 is 1,093 MMscf/day which yields total average liquid production (Condensate and LPG) of 40.7 kbpd, whilst the export gas to Darwin LNG remains steady at an average of 515 MMscf/day.



GRAPH 1: TOTAL LIQUID PRODUCTION AND GAS EXPORTED IN 2014 FROM BAYU UNDAN PROJECT

The liquid production continuously declining due to natural reservoir depletion, pressure decrease and lean gas breakthrough. The average monthly decline rate for condensate was 2.8% and LPG was 3.6% for butane, and 4.1% for propane.

Two additional wells were drilled in 2014 as part of phase III development program to increase production and maximise recovery of liquid from the field.

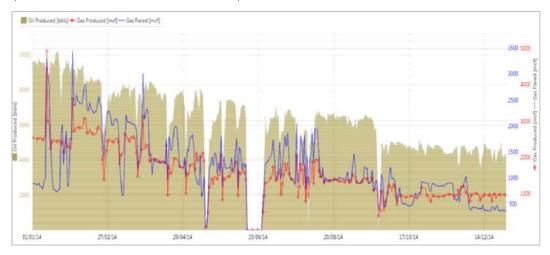
Production in Kitan Field



Bluewater FPSO Glas Dowr commenced production in the Kitan field on October 2011

Kitan is an oil field located approximately 150 km from Timor-Leste South coast and over 480 km North-West of Darwin, Australia. The field is operated by Eni JPDA 05-105 Pty Ltd and produced from 3 productions wells, hydrocarbon produced is processed and stored for offloading on FPSO facility.

The average oil production in the Kitan field in 2014 is 6.2 kbpd.



Graph 2: Kitan Oil, Gas Produced and Gas Flared

The oil production in Kitan has declined due to natural depletion of the reservoir. The average monthly decline rate was 10.2 % during 2014 which led to total reduction of about 50 % towards the end of 2014. Kitan South well was drilled but was not economic for development, whilst Kitan 3 was side tracked to maximise production from the field.

2.4 Health, Safety and Environmental Performance

ANP works closely with contract operators in accordance with the applicable laws, and best practices in oil and gas industry managing petroleum activities in the TLEA and JPDA to avoid loss of life, property, processes and environment.

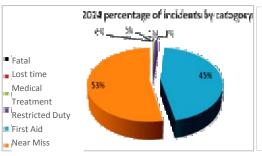
ANP has the duty to hold contract operators account for any breach of their legal and contractual obligations. ANP also works closely with contract operators to uphold the best possible Health, Safety and Environmental outcomes in accordance with the regulatory requirements and best practices in oil and gas industry.

HSE PERFORMANCE IN JPDA

Incidents in JPDA

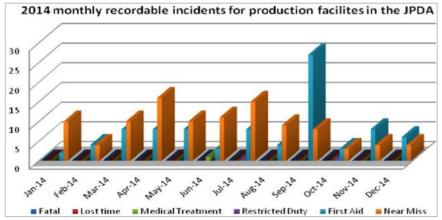
Contract operators are required to report on regular and periodic basis matters related to HSE especially on HSE performance. This includes non-work related incident and work related incident that occurred in the production facilities, supporting vessels, seismic survey vessels and MODU. The statistics below covers all incidents occurred during duty shift.

Overall in 2014 there were 202 incidents reported from the two facilities (Bayu Undan and Kitan) operating in the JPDA. The Chart and Graph below represent percentage of each incident by category and the spread of each incident category across the month during the reporting year.



From January – December 2014, 53% of reported incidents were near miss and 45% were first aid case. There was no work related fatality, while medical treatment and restricted duty were very marginal.

CHART 5: 2014 JPDA ANNUAL HEALTH AND SAFETY STATISTICS



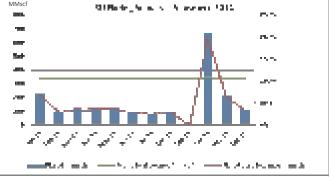
GRAPH 3: 2014 JPDA MONTHLY SAFETY STATISTICS

The highest number of incidents was recorded in September (35 cases) and the lowest number of incidents was recorded in February and October (8 cases each). During the reporting year no lost time injury was recorded. Meanwhile two restricted duty and one medical treatment incidents were reported.

Gas Disposal in Production Facility in the JPDA

FLARING IN BAYU UNDAN

Flaring allowance is approved annually based on the activities to be undertaken each year. In 2014, a total of 4131 MMscf was requested and subsequently approved to flare. This flaring allowance had assumed the 2014 major maintenance shutdown, rate reduction campaign, well interventions, well clean-up activities from phase three well, and Asset Integrity Maintenance program. The graph below shows flaring allowance and the actual volume of flared gas during 2014.

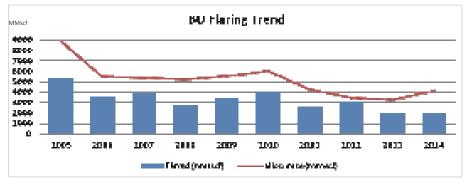


GRAPH 4: 2014 BAYU UNDAN FLARING, ACTUAL VS. ALLOWANCE

The total volume flared during 2014 was 1972 MMscf or about 48 % of the approved volume. Zero flaring in September was due to facility planned maintenance shutdown and elevated flaring in October was due to facility start-up following planned maintenance shutdown in the previous month.

The gas recycled project in the Bayu-Undan had allowed a total of 55,043 MMscf gas be re-injected back to the reservoir.

As indicated in the graph below, the volume of the flared gas since 2005 is within the approved allowance. The requested allowance showed dramatic reduction from inception in 2005 to 2006, then it tabled for a while. There was further discussion and initiative undertaken in 2010 to look at options to further reduce the request allowance. It is to be noted that there was only about 1 % reduction compared to 2013 and about 63% compared to 2005.



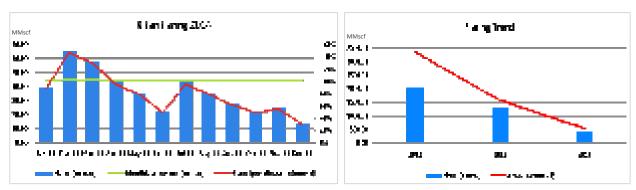
GRAPH 5: BU FLARING FROM 2005 TO 2014

FLARING IN KITAN

Gas disposal arrangement for Kitan was approved, for the period of 1 November 2013 to 31 October 2015, following the Study of Gas Disposal Alternatives. In 2014, a total volume of 540 MMscf was requested and subsequently approved to be flared in Kitan field, considering facility planned maintenance shutdown carried out in 2014. The total actual volume flared for 2014 was 432 MMscf.

Graph 6 shows that Kitan 2014 flaring was within the approved volume, except for the month of February and March where the elevated flaring was recorded due to process shutdown.

Graph 7 indicated annual flaring trend for Kitan since 2012. It is important to note that both flaring allowance and actual decrease significantly since 2012. Actual gas flared for 2014 decreased by about 65% and 79% from gas flared in 2013 and 2012 respectively. The decrease was directly affected by reservoir behavior.



GRAPH 6: 2014 KITAN FLARING, ACTUAL VS. ALLOWANCE

GRAPH 7: FLARING TREND 2012-2014

HSE Performance in TLEA

The activity in the TLEA was limited to exploratory and seismic survey. A 2D seismic survey was carried out in TLEA since December 2013 and completed around February 2014. The survey was carried out with due diligence and without any major incidents.

2.5 Marketing Performance

Marketing of liquids produced from BU and Kitan have been separately performed by ConocoPhillips, Eni and Inpex, respectively. Whilst gas produced from BU is solely marketed by ConocoPhillips on behalf of the Joint Ventures, the Designated Authority's entitlements were waived throughout 2013, allowing companies to market on its behalf.

Marketing performance of liquids in the JPDA have been impacted by the drop in oil price towards the last quarter of 2014 which was mainly caused by imbalance between supply and demand, slowing world oil demand and stronger supply from US and OPEC countries. Dated Brent price went down from USD 115/barrel in June to USD 55/barrel in December the same year.

BAYU UNDAN CONDENSATE MARKETING



The total number of cargoes lifted in 2014 was recorded at 14 cargos while in 2013 there were 23 cargoes.

GRAPH 8: BU CONDENSATE VOLUME SOLD



Most of 2014 Bayu Condensate were sold at spot basis. The main buyers in 2014 were, Extap, Unipec Asia, Trafigura, Itochu, Samsung and others. Itochu and Samsung are new buyers of the the BU condensate.

Graph 9: Percentages Of The BU Condensate Buyers

Bayu Undan LPG Marketing

Total LPG produced in 2014 was lower than production in 2013. LPG price has been fluctuated throughout the year, due to various reasons. Limited LPG demands from North East Asia petrochemical users as alternative feedstock for ethylene crackers were absent. Towards the end of the year, LPG price falling sharply from USD 800/MT to USD 630/MT as Asian LPG market oversupplied of arbitrage cargoes from the US and Africa. In addition to that, with decreasing of the global crude markets, traders preferred to purchase naphtha rather than butane.

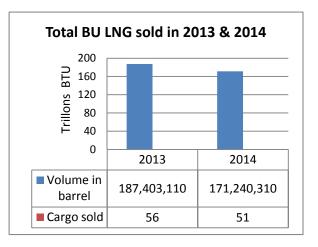


Astomos Japan continued to be the term buyer for 2014 LPG volume. Due to the impact on well performance and planned maintenance shutdown, there were 11 cargoes sold in 2014, reduced by 7 cargoes from a year earlier. The decline of LPG price and volume lifted affecting revenue collected much lower than last year.

GRAPH 10: BU LPG VOLUME SOLD

Bayu Undan LNG Marketing

Bayu-Undan LNG production relatively stable throughout the year with minor impact from the disruption at upstream due to well performance and planned shutdown. Japanese government continued to push for the restart of nuclear plant that already met the safety requirement; however, it was not enough to materially impact LNG imports by Japanese utility companies. A total of 51 cargoes of LNG were sold in 2014, in which 34 cargoes sold to TE and 17 cargoes to TG. A decreased of 5 cargoes compared to last year due to planned shutdown for maintenances. In 2014, buyers had lifted all volumes produced and delivered by Darwin LNG Plant.



Graph 11: BU LNG VOLUME SOLD

Kitan Crude Marketing



Kitan crude oil quality has attracted buyers in the region since Kitan production inception. The total numbers of cargos sold have decreased from 11 cargos in 2013 to 5 cargos in 2014.

GRAPH 12: KITAN CRUDE OIL VOLUME SOLD

2.6 Exploration Expenditure Performance

EXPLORATION EXPENDITURE IN JPDA AND TLEA

PSC 06-101A

No major expenditure recorded in 2014.

PSC 06-103

No major expenditure recorded in 2014.

PSC 11-106

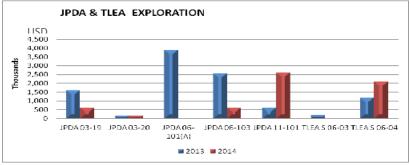
In 2014, expenditure mostly incurred for Geological and Geophysics study, including expenditure associated with permit maintenance as well as local content overhead, and general and administration.

PSC JPDA 03-19 and PSC JPDA 03-20

In 2014 exploration expenditure mostly spent on general and administration.

• S-06-04

In 2014, exploration expenditure in this TLEA PSC covers mainly the Geological and Geophysics study as well as general administration.



GRAPH 13: JPDA AND TLEA EXPLORATION PERFORMANCE

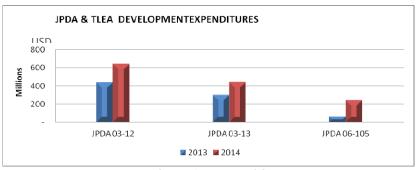
2.7 Development Expenditure Performance

PSC JPDA 03-12 &PSC JPDA 03-13 (BU field)

Operating Expenditure to support production from the field, including expenses on minor and major maintenance, supply and logistic and other general and administration. Major project in 2014, including planned shutdown and Assets Integrity Maintenance. The Bayu Undan Phase 3 drilling campaign attracts significant capital spending to the project.

PSC 06-105 (Kitan field)

In 2014, apart from operational cost, most of the development expenditure was incurred due to the drilling of two development wells in the field, Kitan South and Kitan 6 wells, as well as the Kitan-3 Sidetrack.



GRAPH 14: JPDA PSCs DEVELOPMENT EXPENDITURE

2.8 LOCAL CONTENT PERFORMANCE

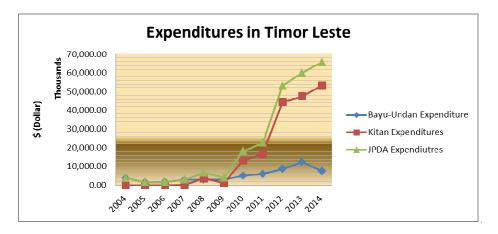
Oil and Gas companies operating in both TLEA and JPDA jurisdictions are required by law to procure goods and services that are produced or supplied by providers in Timor Leste for TLEA and in Timor Leste and Australia for JPDA. In both jurisdictions, oil and gas companies are required to give preference in training and employment to Timor Leste nationals and permanent resident, with due regard to occupational health and safety requirements.

ANP works closely with oil and gas companies in JPDA and TLEA to measure Local Content performance in terms of local participation in procurement of goods and services as well as training and employment for petroleum activities in both jurisdictions.

It should be noted that the figures presented below are extracted from regulatory reports provided by PSC operators. The figures provided are yet to be verified through audit.

Procurement of Goods and Services

Below graphs shows local goods and services procured in Timor-Leste to support two existing producing fields in the JPDA; BU and Kitan.

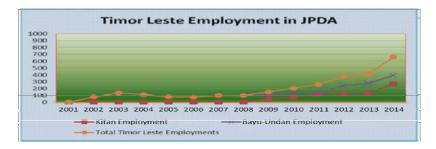


GRAPH 15: EXPENDITURES IN TIMOR-LESTE

In 2014, combined Bayu Undan and Kitan expenditure value in local goods and services reached a total of USD 60,906,781.24 of which 87.50% was expended to support Kitan project and 12.50 % to support Bayu-Undan Project. The combined Bayu Undan and Kitan local goods and services procurement value increased from USD 59,987,015.00 reported in 2013. ANP continues to work with PSC operators to increase expenditures in Timor-Leste in 2015 as a result of planned development drilling activities as well as other exploration activities.

Training and Employment

Below graph shows the percentages of Timor-Leste national employed to support petroleum operations in JPDA both in BU and Kitan field recorded for 2014.



Graph 16: Timor-Leste Nationals and Permanent residents employment in JPDA

In 2014, there are 659 Timor Leste National employed in both BU and Kitan projects. These 596 employments composed of 391 employments for BU project both directly and indirectly and 268 employments for Kitan project. Comparing to the 2013 statistics, this number represents an increase of 37 %.

Majority of Timor Leste National under Bayu-Undan project is employed through ESS for catering service contract, Clough Amec Joint Ventures (CAVJ) for operations and maintenance services as well as CHC Helicopters for offshore personnel transportation contract and Air North. Most of Timor Leste National under Kitan Project is employed through Bluewater FPSO and their subcontractors, including MHS-TL/GAP-MHS helicopter for offshore transportation, ESS catering service and SDV for the supply vessel and supply base.













REGULATORY PERFORMANCE

3.1 UPSTREAM

Legal Framework Revision

In 2014 ANP continue to review the upstream legal framework aiming for better governance of the Petroleum resources exploration and exploitation in both JPDA and the TLEA. This legal framework review includes the JPDA technical regulation and PSC model for further consideration by the Government of Timor Leste and Australia. The ANP also continue to review the Decree Law for the Timor-Leste Offshore Petroleum operations and the PSC model of the Timor Leste Offshore and Onshore areas.

A suite of documents in preparation for 2015 acreage release in TLEA have been prepared for further consideration by the board.

Petroleum Data and Reports

As part of the ANP's efforts in managing petroleum data and information to support petroleum resources management; ANP had established an integrated data room and an interactive online information display called the LAFAEK database system with its function to manage data and reports from all the petroleum activities in both TLEA and JPDA.

Prospecting and Access Authorisation

ANP granted two Prospecting Authorisations in 2014 to ION GX to carry out one 2D multi-client seismic survey in Timor Leste Offshore Area and one in the JPDA. Nothing in the Prospecting and Access Authorisation authorises the holder to drill a well or to have any preference or right for a contract.

The following table outlines all authorizations issued in 2014.

| Title | Authorised Person | Validity | Purpose |
|---------------------------|-------------------|----------------|---|
| Prospecting Authorisation | Fugro | Six (6) Months | Kyranis Multi Client 3D Seismic Survey |
| Prospecting Authorisation | CGG Veritas | Six (6) Months | BandaSeis IV – 2D Broadband Seismic Survey over the Timor Leste Offshore Area |
| Prospecting Authorisation | ION GX | Six (6) Months | WestraliaSPAN 2D Seismic Multi clients survey over the JPDA |
| Prospecting Authorisation | ION GX | Six (6) Months | WestraliaSPAN 2D Seismic Multi clients survey over the Timor Leste Offshore Area |

Table 3: Authorisations issued in 2014

Approvals and Acceptance

| | Submission type | Assessment |
|--------------------------------|--|--------------------|
| | | Outcome |
| | Transocean Jack Bates Vessel Safety Case and Bridging Document | Acceptance granted |
| | Transocean Jack Bates Well Test Safety Case | Acceptance granted |
| | Glassdowr Diving Safety Management Plan | Acceptance granted |
| Ħ | MOS Frontier Vessel Safety Case and Bridging Document | Acceptance granted |
| Health, Safety and Environment | Transocean Legend Vessel Safety Case | Acceptance granted |
| | Bayu-Undan (BU) Construction and Installation Safety Case Addendum | Acceptance granted |
| | Bayu-Undan 5 yearly review of Operation Safety Case | In progress |
| О | Seven Eagle Construction and Installation Vessel Safety Case | Acceptance granted |
| a C | BU Phase 3 drilling Environmental Management Plan (EMP) | Acceptance granted |
| fety | BU Phase 3 Development Oil Spill Contingency Plan | Approval granted |
| Sa | Revised BU Operations Environmental Management Plan | Acceptance granted |
| alth, | BU Phase 3 Construction, Installation, and Commissioning EMP | Acceptance granted |
| He | Kitan 6 and Kitan South 1 Drilling EMP | Acceptance granted |
| | Kitan Operation OSCP | Approval granted |
| | Flaring application for Bayu Undan | Approval granted |
| | Flaring application for Kitan | Approval granted |
| | Kitan 6 suspension program | Approval granted |
| | Kitan South 1 temporary abandonment program | Approval granted |
| pu | BU DS01 application to drill and well program | Approval granted |
| on on | BUDS01 Completion program | Approval granted |
| elopment Production | Kitan 3ST 1 Application to drill and well program | Approval granted |
| <u>o</u> 0 | BUDS01 well testing program | Approval granted |
| Development and Production | BUDS01 well suspension program | Approval granted |
| | BUDS02 well program | Approval granted |
| | BUDS02 well completion program | Approval granted |

Table 4: Approvals issued in 2014

Inspection, Audit and Observation







The JPDA Interim Petroleum Mining Code (IPMC), Petroleum Mining Code (PMC) and JPDA Interim Regulations issued under article 37 of the IPMC provides basis for inspections, supervision, monitoring and approval of petroleum operations in both Bayu Undan and Kitan fields. These frameworks provide avenues to ensure operators carry out petroleum activity in prudent manner.

| | | INSP | PECTION | | | | |
|--------------------------------|--|---|------------------------------------|---|--------------------------|----------|-------|
| | | | | | | NU OF | MBER |
| DIR. | TITLE | LO | CATION | | SCHEDULE | FIN | DINGS |
| | Annual HSE Inspection to Kitan Facility | Gla | as Dowr-FPSO | | 12- 15 May-14 | | 31 |
| | HSE Inspection to against Safety Case and EMP | | ODU Jack Bates arwin, Australia | 5/ | 12 - 13 Sept-14 | | 39 |
| ent | Follow-up Inspection /CAP | | ODU Jack Bates | /Kitan | 06 - 08 Nov-14 | | 2 |
| Mu | Vessel HSE Inspection | Sw | iber Anne Chri | stine/ | 06 - Nov-14 | | 11 |
| Health, Safety and Environment | Follow-up Inspection/CAP | Gla | as Dowr-FPSO/ | 'Kitan | 19 - 21 Nov-14 | | 13 |
| H H | Vessel HSE Inspection | Sea | a Victor/ Dili Po | Port 22-Dec-14 | | | 7 |
| , and | AIM Inspection | BU | J Facility/BU Of | BU Offshore 20-23 May-14 | | | 28 |
| ıfety | HSE Inspection against Safety Case and EMP HSE Inspection against Safety Case | | J Onshore Offic | e/ Perth, | 28- 30 May-14 | | |
| ı, Sa | | | ODU Transocea | an | 13- 15 Aug-14 | | 16 |
| alth | | | V MOS Frontie | r/BU | 20-22 Aug-14 | | 20 |
| Ξ̈́ | | | ven Eagle/Sing | apore | 27- 29 Aug-14 | | 11 |
| | Annual HSE Inspection to Bayu Undan Fa | cilities Bu | Facility (CPP 8 | L | 10-14 Dec-14 | | 30 |
| | | | | | | | |
| | | INSPECTION | ON | | | | |
| | DLNG Metering System inspection | INSPECTION Darwin | ON | 17-21 Nov | 14 | 8 | |
| P | DLNG Metering System inspection Kitan Metering system follow up inspection | | | 17-21 Nov 1-6 Oct 14 | | 8 | |
| it and | | Darwin | an | | ļ | | |
| ment and uction | Kitan Metering system follow up inspection | Darwin Offshore Kita | an ⁄u Undan | 1-6 Oct 14 | Aug 14 | 7 | |
| lopment and roduction | Kitan Metering system follow up inspection Process inspection follow up | Darwin Offshore Kita Offshore Bay | an /u Undan an | 1-6 Oct 14 | 4ug 14 14 | 7 41 | |
| evelopment and Production | Kitan Metering system follow up inspection Process inspection follow up Process inspection follow up | Darwin Offshore Kita Offshore Bay Offshore Kita | an /u Undan an | 1-6 Oct 14 31 Jul – 4 7 22-29 Oct | Aug 14 14 | 7 41 | |
| Development and Production | Kitan Metering system follow up inspection Process inspection follow up Process inspection follow up Maintenance inspection | Darwin Offshore Kita Offshore Bay Offshore Kita | an zu Undan an | 1-6 Oct 14 31 Jul – 4 / 22-29 Oct 7-12 May | Aug 14 14 14 14 | 7 41 | |

Table 5: 2014 Inspection Activities in the JPDA

| AUDIT | | | | | | | | |
|------------|---|---------------|------------|------------------|--|--|--|--|
| DIR. | TITLE | PERFORMED BY | AUDIT YEAR | REPORT STATUS | | | | |
| Commercial | PSC JPDA 03-12 Agreed Upon Procedure (AUP) | Earns & Young | 2014 | Issued | | | | |
| | PSC JPDA 03-13 Agreed Upon Procedure (AUP) | Earns & Young | 2014 | Issued | | | | |
| | PSC JPDA 06 -105 Integrated Audit program | Selected Firm | 2014 | Ongoing | | | | |
| | PSC JPDA 03-19 Review | ANP | 2014 | Issued | | | | |
| | PSC JPDA 03-20 Review | ANP | 2014 | Issued | | | | |
| | PSC JPDA 06-101(A) Review | ANP | 2014 | Ongoing | | | | |
| | PSC JPDA 06-103 Review | ANP | 2014 | Issued | | | | |
| | PSC TLEA S-06-04 Review | ANP | 2014 | Ongoing | | | | |

TABLE 6: 2014 AUDIT ACTIVITIES IN JPDA

| | OBSERVA | TION | | |
|---------------------------|--------------------------------------|----------|----------------------|--|
| DIR. | TITLE | LOCATION | SCHEDULE | |
| | CTS maintenance and upgrade | Offshore | 15-20 January 2014 | |
| and | | | 11 – 17 August 2014 | |
| Development Production | | | 24-31 March 2014 | |
| opm | | | 30 Oct. – 2 Nov 2014 | |
| Developm6 Production | Re-verification of Export gas Meters | Offshore | 10-14 April 2014 | |
| De | | | 4-8 December 2014 | |
| | Kitan Master Meter Re-calibration | France | 15 September 2014 | |

Table 7: 2014 Observation activities in JPDA





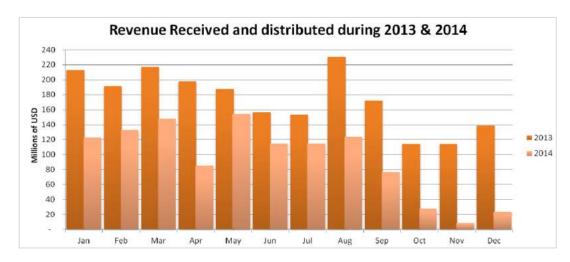
Figure 4: Metering Team Witnessing Ultrasonic Meter Recalibration

Notices and Non Compliance

Non compliance notice is issued by the ANP when it has valid evidence that the operator has breached the legal requirements applicable in JPDA. In August 2014 the ANP issued a non compliance notice to ConocoPhillips 03-12 for bringing in an Accommodation Support Vessel into the JPDA without securing vessel Entry Authorisation from the ANP. No other notices were issued to the operators throughout 2014.

Revenue Distribution

The ANP is responsible to revenue management and distribution on behalf of both the contracting states. Proceeds from the petroleum products sold is collected and disbursed by ANP on monthly basis.



GRAPH 17: REVENUE RECEIVED DURING 2013 - 2014

Overall, the Total revenue received and distributed by ANP was slightly lower than last year. Lower production rate and the drop of oil prices toward the end of 2014 have contributed to this decrease. The total revenue received in 2014 was USD 1.133 Billion, whilst in 2013 the total revenue received was recorded at USD 2.088 Billion. This reflects a total reduction of 46% compared to the previous year.

| Petroleum Revenue Rec | eipt | s and Distribution fro | m Ba | yu-Undan and Kita | an in 2013 | & 2014 | | | |
|--|------|------------------------|-----------------|-------------------|-------------------|----------------|--|--|--|
| | 2013 | | 2014 | | increase/decrease | | | | |
| Opening Balance | \$ | 50,131,905.15 | \$ | 64,891,493.63 | | | | | |
| Revenue Received YTD | | 2,088,389,138.05 | \$ | 1,133,610,094.31 | -\$ | 954,779,043.74 | | | |
| Other Income | | 25,423.24 | \$ 27,7 | ' 86.33 | \$ 2,363.09 | | | | |
| Related expenses | | | | | | - | | | |
| Bank Charges | -\$ | 1960.50 | -\$ 1,834.09 | | -\$ 126.41 | | | | |
| Net Revenue YTD | \$ | 2,138,544,505.94 | \$ | 1,198,527,540.18 | -\$ | 940,016,965.76 | | | |
| Revenue Distribution YTD | | | | | | | | | |
| Timor Leste | \$ | 1,866,287,711.09 | \$ | 1,057,537,604.26 | -\$ | 808,750,106.83 | | | |
| Australia | \$ | 207,365,301.23 | \$ | 117,504,178.25 | -\$ | 89,861,122.98 | | | |
| Closing Balance | \$ | 64,891,493.63 | \$ | 23,485,757.67 | -\$ | 41,405,735.96 | | | |
| * Note: Other Income refers to Term Deposit Interest and Interest on late payments | | | | | | | | | |

Table 8: Petroleum Revenue Receipts and Distribution from Bayu-Undan and Kitan in 2013 & 2014

Agreed Local Content Project

National Library

The National Library project is a local content commitment attached to the Kitan field development.

A steering committee and working group have been established to plan and execute the project, comprising members from the Timor-Leste Ministry of Tourism, Secretary of State for Art & Culture, ANP and Eni.

In 2014, a preliminary concept design was prepared for assessment and consideration by the committee. The preliminary concept was approved with minor amendments, a detail concepts will be prepared for construction in the future.

HORTICULTURAL PROJECT

The Horticulture Project is a continuation of Horticulture Value Chain program, introducing modern farming techniques and establishing green house and irrigation system in the communities of Sarin and Liurai in Aileu District. The project is

implemented by USAID in collaboration with BU Joint ventures, Ministry of Agriculture and Fisheries as well as ANP.

In 2014, The ANP and its stakeholder signed a Memorandum of Understanding to grant USD 500,000 USD the Bayu-Undan project to extend the program for another term to Ermera (Three communities), Liquica (four Communities) and Bobonaro (three Communities).

FIGURE 5: BAYU UNDAN HORTICULTURE PROJECT

Graduate Internship Program

This program is implemented by the ConocoPhillips from the BU project. The objective of the program is to support Timorese nationals in developing skills to further their competitiveness for employment. The program was delivered in



two stages; 6 months foundation skills and 12 months internships.

Out of the eleven students selected for the 6 months foundation skills, ConocoPhillips further selected five graduates to take part in the 12 months internship program. The internship program was planned to commence in April 2015.

FIGURE 6: LAUNCHING CEREMONY AT TIMOR PLAZA, DILI

| No | Discipline | Internship Department | Location |
|----|------------------------|-----------------------|-----------|
| 1 | Petroleum Engineer | Exploration | Australia |
| 2 | Petroleum Engineer | Project | Australia |
| 3 | Environmental Engineer | HSE | Australia |
| 4 | Chemical Engineer | Engineering | Dili |
| 5 | Chemical Engineer | Engineering | Dili |

TABLE 9: DISCIPLINES FOR GIP WITH CONOCOPHILLIPS

SERN-FULBRIGHT SCHOLARSHIP

The SERN - Full-Bright Scholarship program is an initiative of the then Secretariat of State for Natural Resources (SERN) to offer scholarship in the oil and gas discipline to qualified Timorese to study in overseas in cooperation with the Bayu Undan Joint Ventures. Some students have successfully completed their studies and return to Timor-Leste.

The ANP and its stakeholder plan to extend the program for another term to support the talent and young fresh graduate to enhance their capability in the area of energy, natural resource sector with emphasis on oil and gas industry.

| No | University | Degree | Graduation Year |
|----|--|---|-----------------|
| 1 | Rochester Institute of Technology | Master of Engineering Management | May 2014 |
| 2 | University of Tulsa | Master of Geology | December 2014 |
| 3 | University of Pittsburgh | University of Pittsburgh | December 2014 |
| 4 | Missouri University of Science and Te chnology | Master of Petroleum Management | December 2014 |
| 5 | Ohio University | Master's Degree in Environmental Sciences | December 2014 |
| 6 | North Dakota State University | Master Degree in Economic-Natural Resources | December 2014 |

TABLE 10: FIRST BATCH OF SERN-FULBRIGHT SCHOLARSHIP WITH MASTER DEGREE

Seismic Data Tape and Core Storage Facility

As a part of social development and commitment to develop petroleum infrastructure, Eni Timor-Leste on behalf of its Joint Venture Partners in collaboration with the MPRM and ANP commits to contribute to the establishment of a seismic data tape and core storage facility.

In 2014, a new steering Committee and Working Group was established to plan and manage the execution the project comprising member from IPG-EP on behalf of the MPRM, ANP and Eni as operator of the PSC S-06-04.

3.2 Downstream

Management of Downstream Sector

Decree-Law no. 20/2008, of 19 June 2008 created the National Petroleum Authority (ANP), entrusting it, amongst other duties with the responsibility for regulating and supervising downstream activities in the country, including the use of petroleum infrastructure such as pipelines, terminals and transport infrastructure, as well as refining and processing activities. To achieve these goals, the ANP may approve regulations on technical aspects related to downstream activities, on the granting of authorizations to private entities and individuals and legal entities to carry out same activities, administrative procedures and duties, and sanctions applicable in case of non-compliance with same regulations.

Establishment of Ancillary Downstream Regulations

In 2014, ANP prepared two sets of ancillary regulations one on Installation and Operation of Fuel Storage Facility and the other on Trading Activity. Both regulations are yet to be approved for implementation. Apart from these two ancillary regulations, ANP in the process of finalizing the regulations on Transportation Activity, which is expected to be completed in 2015.

Amendment of Regulations

Taking into account our mounting experience and rapid development of downstream in Timor-Leste, minor amendments were required to be made to two already approved regulations. First, the Regulations No. 1/2012 on Administrative Procedures, Requirements And Fees For The Granting, Renewal And Modification Of Downstream Activities' Licenses and second, the Regulation No. 1/2013 on Installation and Operation of Fuel Filling Station. The amendments were made to the minimum and maximum fees threshold for downstream license as well as safety and environmental requirements.

ANP is confident that the amendments will allow for a more streamlined implementation of the new rules applicable to each downstream activity and Fuel Filling Stations in Timor-Leste.

Inter-Ministerial Cooperation

A successful implementation of downstream regulations will require continuous cooperation with relevant ministries in Timor-Leste. In 2014, various meetings were held with other relevant institutions in Timor-Leste including Ministry of Finance, DNTPSC, SERVE, Custom Authority and PNTL. Cooperation with these institutions has resulted in some major deliveries in 2014, including;

- √The endorsement by Custom Authority for processing of custom clearances of fuel importing activity
- ✓ Consent by DNTPSC to issue recommendation on land clearance,
- ✓ Provision of list of registered companies by SERVE
- ✓ PNTL confirmation to assist ANP downstream inspectors when undertaking downstream Inspection
- ✓ SEMA provided information on Environmental License for Downstream related activities.

Dissemination of Information

ANP and other government institutions such as APORTIL and Custom Authority conducted a one day workshop with Fuel Importers to disseminate information regarding the power and responsibility of each institution related to fuel importation activity.

The workshop aimed at raising awareness by informing fuel importers on the substance of general principles and the minimum requirements of Decree-Law No. 1/2012 on Downstream Sector and other laws governed by APORTIL and Custom Authority.

Supervising and Monitoring Downstream Activities

LICENSING INSTALLATION AND OPERATION OF FUEL FILLING STATION (FFS)



FIGURE 7: FIRST DOWNSTREAM LICENSING

Existing Installations and Operation of Fuel Filling Stations

Existing Installations and Operation of Fuel Filling Stations refers to Fuel Filling Station facilities that had been in place before the Downstream Regulations came into force. Prior to granting a license to operate, the operator of these facilities needs to secure location and project approvals.

The downstream inspectors carried out inspections to 11 locations (ETO-Dili, Aitula-Dili, E Silva Motor, Mekar Fuel, Ruvic Fuel Dili and Hera, Belak Fuel, Vida Diak Petroleum, Mae da Graca Bebonuk and Raikotu and Borala Dili) to verify information for Location approval. Out of these 11 locations, only eight (8) locations were approved (ETO-Dili, Aitula-Dili, E Silva Motor, Mekar Fuel, Ruvic Fuel Dili and Hera, Vida Diak Petroleum and Mae da Graca Bebonuk). The downstream inspectors then conducted 6 inspections for project applications and only 5 project applications were approved (ETO-Dili, Aitula-Dili, E Silva Motor, Mekar Fuel and Ruvic Fuel Dili).

The issuance of the license should subject to the payment of fees. Below table outlines the five licenses, fees and their associated activities.

| Licensee | Fee Paid | Type of Activity | |
|---|--------------|--|--|
| AITULA FUEL, Lda | USD 3,100.00 | Marketing– Installation & Operation of Fuel Filling | |
| ESPERANÇA TIMOR OAN (ETO), Lda | USD 8,300.00 | Marketing-Installation & Operation of Fuel Filling | |
| E SILVA MOTORS TRADING RENTLO, Unipessoal, Lda | USD 1,200.00 | Marketing–Installation & Operation of Fuel Filling (Home base) | |
| RUVIC, Unipessoal, Lda | USD 1,200.00 | Marketing-Installation & Operation of Fuel Filling | |
| MEKAR FUEL, Unipessoal, Lda | USD 1,225.00 | Marketing-Installation & Operation of Fuel Filling | |

Table 11: Downstream License and fees in 2014

Licensing New Project on Installation and Operation of Fuel Filling Stations

In 2014, four companies submitted their application to construct Fuel Filling Station. These companies are Arjumar Fuel, Xalila Fuel, East gas Corporation and TIMOR GAP E.P. Inspection to Location has been performed and four (4) proposed

locations were all approved. Following document reviews, only project documents from Xalila and East gas Corporation met the requirements and were approved for construction of Installation of Fuel Filling Station.

Monitoring and Supervising Fuel Quality

The downstream inspectors carried out fuel quality audit in 2014 with the objective to ensure compliance of fuel quality distributed with Regulation No. 1/2014 on Fuel, Biofuel and Lubricant Quality Standard and Specification. The quality checks were performed on Automotive Diesel and Petrol. From three different companies, Pertamina Fuel Storage Facility, TOLL TL Fuel Filling Stations and 68 Petroleum Station. It was found that some specifications do not meet the requirements. The findings were communicated to the relevant operators and actions were put together to rectify the findings.



FIGURE 8: MEETING WITH 68 PETROLEUM STATION AND TAKEN SAMPLE ACTIVITY

Supervising Fuel Trading Activity

MONITORING TO FUEL TRADING

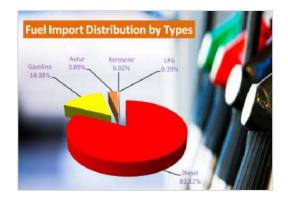


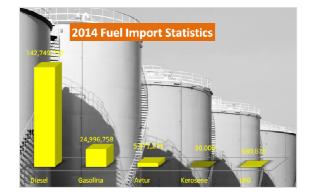
ANP downstream registered and assisted 25 Fuel Traders performing Fuel Trading for public consumption and supervise their activities to ensure protection to the environment, occupational and public health and safety and protecting the interest of consumers.

Figure 9: Sampling activity at Tibar Port

FUEL CONSUMPTION IN 2014

Majority of the fuel products imported into Timor-Leste territory are in the form of Diesel, Gasoline, Avtur/Jet A1 fuel, LPG and Kerosene. These products are imported by companies operating out of Timor-Leste. Below figure indicates types of fuel products and their corresponding volume and percentage based on the data recorded.





Graph 18: Fuel import distribution by types

GRAPH 19: 2014 FUEL IMPORT STATISTICS

Diesel fuel makes up 82.12% of the total fuel imported into Timor-Leste compared to last year which was only 79%. Diesel is mainly used for power generation for the country (66.40%), followed by transportation (26.44%) and for petroleum operations related activity in the JPDA (7.15%).









CORPORATE INITIATIVES

As a Timorese autonomous organisation, ANP assumes obligation to share knowledge and experience on its core business with relevant stakeholders and academic graduates within the country and those from overseas. In 2014, our initiatives in sharing of knowledge and experience have been stepped up by not only increasing the numbers but also expanding the areas of disciplines. This is primarily contributed by opportunities and lessons learnt from previous years.

4.1 Graduate Internship Program

Graduates are attached to the ANP by means of a Graduate Internship Program. The successful candidates are offered with the opportunity to learn firsthand from the knowledge and experience of our experienced staffs in different disciplines and have the opportunity to get exposed to some field activities to gain knowledge and experience on real projects.

4.2 University Final Year Program

ANP offers mentoring opportunity for selected final year students at university level to complete their thesis to obtain their degree either through provision of information or direct mentoring. A total of five students were assisted in completing their university final year program in 2014.

4.3 FIELD OF STUDY ENHANCEMENT PROGRAM

Students interested to enhance their understanding about specific areas relevant to Oil and Gas can be provided with opportunity to learn basic oil and gas industry aspects from the ANP. In addition, ANP also extends this program to cover Human Resource, Administration and other general corporate related matters.

| Program Type | Number of students | Area of Interest | University |
|-------------------------------|--------------------|--|--|
| | 3 | Drilling and Production | UNPROK 45 and DIT |
| | 3 | Health Safety and Environment | UPN Veteran and University of Waikato NZ |
| Graduate Internship Program | 3 | Exploration and Acreage Release DIT Production Sharing Contract DIT | DIT |
| | 2 | Production Sharing Contract | DIT |
| | 1 | Training and Human Resource | IOB |
| | 1 | Information and Technology | AKPRIN Yogyakarta |
| | 2 | Drilling and Production | UNPROK 45 |
| | 1 | Exploration and Acreage Release | UGM, Yogyakarta |
| University Final Year Project | 1 | Production Sharing Contract | UNPAZ |
| | 1 | Commercial | DIT |
| | 4 | Commercial | DIT |
| | 2 | Drilling and Production | DIT |

| | 3 | Corporate Services | DIT |
|---------------------------------------|---|-------------------------------|-----|
| Field of Study Enhancement Program | 8 | Production Sharing Contract | DIT |
| Trogram | 1 | Corporate Resource Management | IOB |
| | 1 | Training and Human Resources | IOB |
| | 1 | Finance | IOB |

TABLE 12: CORPORATE INITIATIVE PROGRAM IN 2014

4.4 PUBLIC EVENTS

Public Awareness Event on Emergency Response Plan

In May 2014 ANP organised a workshop on ERP in Dili. The workshop was done with the objective to raise key stakeholders awareness on the importance of having an ERP in place for the petroleum operations, which will enable an effective and coordinated response to emergency arising from petroleum operations, Most of the key stakeholders participated in the workshop were from government institutions such as from PNTL, Bombeiros, Environment Department, etc.

Timor-Leste Parliament Visit Bayu Undan Platform

ANP in coordination with ConocoPhillips facilitate a visit from members of Timor-Leste Parliament from commission-C to Bayu Undan production platform. During the visit parliament members had the opportunity to observe the activity in Bayu Undan, including maintenance project. Parliament members also had the chance to chat with Timorese employees working at the platform.



FIGURE 10: VISIT OF TIMOR-LESTE PARLIAMENT MEMBER TO BAYU UNDAN FACILITY(COURTESY PHOTO FROM CONOCOPHILLIPS JPDA 03-12 PTY LTD)

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| LIST OF ABBREVIATIONS | |
| 2D: Two Dimension24, 31 | DPP: Drilling Procesing and |
| ANP: Autoridade Nacional do | Production Platform21 |
| Petróleo 1, 4, 5, 6, 7, 8, 9, 10, 11, 12, | EITI: Extractive Industry Transparancy |
| 13, 17, 28, 30, 31, 34, 35, 36, 37, 43, | Initiative8 |
| 44, 48, 49, 51, 52; Autoridade Nacional doPetróleo 19, 22, 28, 43 | ERP: Emergency Response Plan44 |
| APORTIL: Port Authority of Timor | FPSO: Floating Production, Storage and Offloading22, 29, 33 |
| Leste | · · |
| BoD: Board of Directors6 | FSO: Floating Storage and Offloading21 |
| BU: Bayu Undan .21, 24, 25, 26, 27, 28, | IOB: Institute of Bussiness43, 44 |
| 32, 33, 36 | IPG: Institute of Petroleum and |
| CUQ: Compression, Utilities and | Geology37 |
| Quarters21 | JCM: Joint Commission Meeting9 |
| DIT: Dili Institute of Technology. 43, 44 | JPDA: Joint Petroleum Development |
| DNTPSC: Direcção Nacional de | Area 1, 2, 4, 5, 7, 15, 18, 19, 21, 22, 23, |
| Terras, Propriedades e Serviços | 24, 25, 27, 28, 30, 31, 33, 34, 35, 42, |
| Cadastrais38 | 44, 48, 49 |
| | kbpd: Thousand barrels per day 21, 22 |

| km: kilo meter21, 22 |
|--|
| LNG: Liquified Natural Gas 21, 26, 48 |
| LPG: Liquified Petroleum Gas 21, 25, |
| 48 |
| MMscf: Million Standard Cubic Feet |
| 21, 23, 24 |
| MODU: Mobile Offshore Drilling Unit |
| 22, 33 |
| MoU: Memorandum of |
| Understanding8 |
| MPRM: Ministry of Petroleum and |
| Mineral Resources of Timor-Leste37 |
| MT: Metric Ton25 |
| NZ: New Zealand43 |
| OPEC: Organization of Petroleum |
| Exporting Countries25 |
| PNTL: Polícia Nacional de Timor-Leste |
| 38 |
| PSC: Production Sharing Contract 2, 7, |
| 19, 20, 27, 28, 31, 34, 37, 49 |

| SCM: Sunrise Commission Meeting9 |
|--|
| SEMA: Secretario do Estado E Meio |
| Ambiente38 |
| SERVE: Serviço de Registo e |
| Verificação Empresarial38 |
| STP: SÁO TOMÉ E PRINCIPE8 |
| TE: Tokyo Electric26 |
| TG: Tokyo Gas26 |
| TL: Timor-Leste |
| TLEA: Timor Leste Exclusive Area . 1, 4, |
| 7, 19, 22, 24, 27, 28, 31, 34, 48 |
| UGM: Universitas Gadja Madah43 |
| UNPAZ: Universidade da Paz43 |
| UNPROK: Universitas Proklamasi43 |
| US: United States25 |
| USD: United States Dollar 8, 11, 12, 25, |
| 28, 35, 36 |
| WP1: Well Head Platform 121 |

ANNEX 1 – LIST OF CORPORATE PROCUREMENT IN 2014

| CONSULTANCY | | |
|---|---|---|
| EOI - Consultation for Establishment of | | |
| Competence in the Area of Inspection and Audit | \$120,000.00 | BSS - UK |
| for D&P and Downstream staffs Phase I for initial project start up cost | 7, | |
| EOI - Consultation for Establishment of | | |
| Competence in the Area of Inspection and Audit | ¢1 E2 666 67 | BSS - UK |
| for D&P and Downstream staffs Phase II for On the | \$152,666.67 | B33 - UK |
| Job Training (OJT) | | |
| RFP _ Maintenance Inspection for Kitan Facilities within JPDA 06-105 | \$9,900.00 | Spectrum Performance Australia |
| RFP - Providing consultancy service on reviewing | | |
| the draf "Fiscal Metering Guideline" for petroleum | \$2,322.22 | Spectrum Performance Australia |
| offtakes in the Joint Petroleum Development Area | 42/322.22 | Spectram remormance Adstraina |
| (JPDA) and Timor Leste Exclusive Area (TLEA) Fiscal Metering Guidline Review | \$25,000.00 | CRM Instrumentation Norway |
| Legal Opinion on the Establishment of Mineral | \$23,000.00 | CRIVI I ISTI di Heritatio i Frontway |
| Department within ANP Structure | \$24,000.00 | Miranda Law Firm |
| ANP Strategic Action Plan 2014-2017 | \$30,000.00 | Mr. Antohny Mitchel |
| Offshore Follow Up Process Audit in the Kitan and | \$67,222.22 | Delta Consultant Pty.Ltd |
| Bayu Undan Facilities | | • |
| Bayu Undan Reservoir Modeling Review | \$70,000.00 | Gaffney Client and Assosciate |
| Bayu Undan Reservoir Modeling Review Hydrocarbon flow and quality determination on | \$85,000.00 | Gaffney Client and Assosciate |
| line training (coaches) | \$1,150.00 | Gas Measurement & Auditing Pty Ltd |
| Bayu Undan and Kitan Follow Up Process Inspection | \$27,500.00 | Delta Consultant Pty.Ltd |
| Drafting Labor Law for Extractive Industry | \$30,000.00 | Miranda Law Firm |
| Metering Inspection at Darwin LNG | \$8,262.22 | Gas Measurement & Auditing Pty Ltd |
| In House Training - International Petroleum | | - |
| Contract - Structuring Agreement Negotiation | \$30,000.00 | NeoEdge Singapore |
| Managing Risk and Dispute Management Strategic Planning of ANP (Consulting and Travel | | |
| Expenses) | \$11,142.11 | Qantrex Consulting Pty Ltd |
| Participation of D&P staff on Metering USM Master | \$12,420.00 | Christian Michelsen Research (CMR) |
| Meter recalibration in France | \$12,420.00 | Christian Micheisen Research (Civin) |
| For Reviewing draft "Fiscal Metering Guidelines" for | \$8,500.00 | Christian Michelsen Research (CMR) |
| Petroleum off takes in the JPDA and TLEA | + =/= = = = = | , |
| Consultancy for IBM Domino Collaboration Expressesed Authorized User SW Annual | | |
| Subscription, IBM Lotus Note Protector Mail | \$34,485.00 | ISW Development PTY LTD |
| Security, BM Domino Collaboration License | , | |
| Authorized User and Plus WHT 10% | | |
| Stationeries New Tender for One year ahead started from Sep 2014 until 2015 | \$21,600.00 | Sylvia Dili |
| 5853 HOTH SEP - EOLT WHEN 2015 | | |
| SUB TOTAL | \$771,170.44 | |
| SERVICES | | |
| Overseas Accommodation Services | \$101,696.40 | Ratna Artha Wisata Bali |
| Ticketing Services | \$237,291.60 | Fatu Besi Travel Agency |
| New tender for Office Cleaning Services | \$30,000.00 | Fabuldus Cleaning Services |
| New tender for Office security Provision at | \$28,764.00 | APAC Security |
| Downstream Office only | | , |
| New tender for Genset Maintenance and services | \$1,200.00 | A1 Service |
| 0 + 4 FLMACE DAC | \$2,354.10 | CP Moore |
| Accpace user of 4 user on ELMAGE PAC Fuel Sampling, LPG Sampling , LNG Specification | Ψ2/33 1.10 | Intertek Testing Services (Australia) Pty |

| ANP Corporate Video Production | \$14,992.00 | PixelAsia |
|---|--------------|--|
| Domino Upgrade of Lotus Note IBM version 9 | \$17,233.33 | ISW |
| Renewal of Subscription of Symantec Anti Virus for 2014-2015 with 150 Users | \$5,166.62 | ISW |
| Stationeries order for Month of March 2014 | \$1,032.00 | Sylvia Dili |
| ANP Vehicle maintenance and services for replace new FUEL PUMP of D&P Director car | \$2,900.00 | Dragon Workshop |
| Tonners for Admin department Printer Machine black color (HP LAserJet CP6015dn) | \$365.00 | Sylvia Dili |
| Online Advertisement of ANP RPF's for An Integrated Audit of JPDA 06-105 PSC (Kitan field) and JPDA 03-12 & 03-13 (Bayu Undan) via Petroleum Economist UK the Upstream newspaper within 7 days | \$2,678.00 | Petroleum Economist UK the Upstream Newspaper |
| Online Advertisement of ANP Expression of Interest (EoI) of Aircraft (Rotorcraft) Safety Inspection (Audit) via Australian Aviation Phantom Media Pty Ltd Website 3 weeks | \$555.55 | Phantommedia Pty Ltd Australian Aviation |
| Online Advertisement of ANP Expression of Interest (EoI) of Aircraft (Rotorcraft) Safety Inspection (Audit) via Asia Pasific Energy Publication Website within 1 month | \$555.55 | Asia Pacific Energy Publication |
| Repair and Maintenance of the Peresoft cashbook 1 user and cashbook 1 user lanpac SA | \$1,156.40 | CP Moore |
| Courier of samples from Darwin to Sydney | \$20,421.39 | Intertek Testing Services (Australia) Pty Ltd |
| Drinking Water Suplpy to ANP Offices for one year ahead started from Sep 2014 until Sept 2015 | \$14,400.00 | Indo Dili Unipessoal Lda |
| Renting Printer Machine Aespro 4000 series for One year ahead from Sept 2014 until Sept 2015 | \$24,000.00 | Sylvia Dili |
| Online Advertising of ANP RFP Re-Advertisement of An Integrated Audit of JPDA 03-12 & 03-13 (Bayu Undan) and JPDA 06-105 (Kitan) Via Upstream Newspaper either Website and | \$17,700.00 | Upstream Newspaper |
| Newspaper Translation of Downstream documents of Emergency Management site Manual from English to Tetum | \$529.00 | Tomas Fernandes |
| newspaper Advertisement | \$9,806.00 | Timor Post |
| newspaper Advertisement | \$11,200.00 | STL |
| newspaper Advertisement | \$9,450.00 | Diario |
| Advertisement | \$1,560.00 | TVTL |
| SUB TOTAL | \$592,641.72 | |
| AUDIT | | |
| Audit Services 2013 of Financial Statement per calendar 31 December 2013 | \$20,350.00 | Deloitte |
| SUB TOTAL | \$20,350.00 | |
| GOODS | | |
| Microsoft Project Professional 2013 | \$12,000.00 | Superindo |
| Cartridge for D&P Directorate printer Machine | \$1,800.00 | Sylvia Dili |
| IT Tender for Lenovo Spare Parts of X201 and | \$24,100.00 | Global Net Unipessoal Lda |
| X220 IBM VMWare Server | \$110,555.56 | Trikarsa |
| Purchase New BackPack for Travelling with Brand | \$1,650.00 | Precise Solution Sa |
| Mark TARGUS 16" Rolling BackPAck | ¥±,030.00 | |

| Purchase New HDD mark Seagate with capacity 2TB and 4TB with size 3.5" | \$825.00 | Precise Solution Sa |
|---|----------------|--------------------------|
| Purchase new Software of Coral Draw X6 version | \$575.00 | Precise Solution Sa |
| Purchase new UPS HPC 500 VA | \$160.00 | Zeon International |
| Purchase new HDD Server for HP 146 GB SAS 15K | \$5,880.00 | Precise Solution Lda |
| Purchase Thermal PASte for upgrade note book fans | \$750.00 | Precise Solution Lda |
| Cartridge for T&HR Department printer Machine | \$2,678.00 | Superindo |
| PPE Stuffs for HSE Staff | \$478.50 | Esset |
| Wooden Boxes for public consultation in order to accommodate the public suggetion during the consultation | \$600.00 | Vindi Meubel Lda |
| ASTM book subscribed by GIL Goncalves of Standard petroleum Product, Lubricants and Fossil Fuels | \$1,912.45 | ASTM International |
| Renting UPS for Backing Up existing UPS at Server Room within one month (13 Nov - 12 Dec 2014) | \$4,500.00 | Globalnet Unipessoal Lda |
| New UPS HP R/T3000 G2US X with its accessories complementary | \$16,533.75 | Globalnet Unipessoal Lda |
| MS Office 2013 Professional 10 units | \$4,300.00 | Mr. Bram Unip Lda |
| SUB TOTAL | \$189,298.26 | |
| TOTAL | \$1,573,460.42 | _ |

ANNEX 2- ANP 2014 AUDITED FINANCIAL REPORT

AUTORIDADE NACIONAL DO PETRÓSEO



AUTORIDADE NACIONAL DO PETRÓLEO -TIMOR-LESTE

RINANCIAL STATEMENTS FOR THE YEAR FAHRO STORGEMBER 2014.

AUTORIDADE NACIONAL DO PETRÓLEO

GENTRIAL INFORMATION

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ΑΤ.ΤΟΒΙΘΑDE ΝΑΟΧΟΝΑΙ, DO PRITRÓGEO

STREATION'S DECLARATION

 $Is \ \textbf{Assertable} \ will also without the street of extra and the interest of Parallel ("12.2") in the expenses of the street of the street$ Acidoctorii.

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Independent Auditor's Report to the Board of Directors of the Autoridade Nacional do Petróleo

We have audited the accompanying financial report of Autoridade Nacional do Petróleo ("the Authority"), which comprises the statement of financial position as at 31 December 2014, the statement of profit or loss and other comprehensive income, statement of changes in equity and the statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory notes, and director's declaration.

The Board of Directors' Responsibility for the Financial Report

The Board of Directors is responsible for the preparation and fair presentation of the financial report in accordance with International Financial Reporting Standards and for such internal control as the Board determines is necessary to enable the preparation of financial report that are free from material misstatement whether due to fraud or error.

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 International Standards on Auditing. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance 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 our judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, we consider internal controls relevant to the Authority's preparation and fair presentation of the financial report 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 Authority's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, 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.

Opinion

In our opinion, the financial report present fairly, in all material respects, the financial position of Autoridade Nacional do Petróleo as at 31 December 2014 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

Other Matter

The financial report of the Authority for the year ended 31 December 2014 was audited by another auditor whose report expressed a modified opinion on the financial report issued on 16 July 2014 as follows:

"The ANP has not accounted for current or deferred income taxes since its formation on 1 July 2008. We are not aware of any Timor-Leste or Australian Government Legislation that exempts the ANP from income taxes. In the absence of any such legislation, the ANP is liable to pay tax to the respective Governments in accordance with the relevant tax legislation. To calculate income taxes owed to the respective Governments, the ANP would need to, from 1 July 2008 to 31 December 2013, allocate all revenue and expenditure and the carrying value of assets and liabilities to either the Timor-Leste Exclusive Area or the Joint Petroleum Development Area. We were unable to obtain sufficient appropriate audit evidence by alternative means as to amount of the unrecorded current and deferred income tax assets or liabilities as at 31 December 2013. As a result, we were unable to determine the adjustments that would have been necessary in respect of unrecorded current and deferred income tax assets or liabilities, the taxation expense for the year ended 31 December 2013 and the elements making up the statement of comprehensive income, statement of changes in equity and statement of cash flows."

As disclosed in Note 2 (d) of the financial report, on 23 February 2015, the Authority obtained an opinion from the Ministry of Finance that being a government entity, the Authority is not subject to income tax. Also, on 27 February 2015, the Authority received legal advice from DLA Piper that the Authority is exempt from Australian income tax.

Merit Partners

Matthew Kennon Director

Darwin Date 14 May 2015

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AUTORIDADE NACIONAL DO RETRÓLEO

STATEMENT OF PROBLEON LOSS AND OTHER COMPREHENSIVE INCOME. LOR THE VICAN ENDRESS DECESTIFICATION.

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AUTORIDADE NACIONAL DO PETRÓLFO

STATEMENT OF PINANCIAL PROTTERS AS AT ALDECEMBER 3014

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AUTORIDADE NACIONAL DO PETRÓLICO

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ATTORIDADE NACIONAL DO PETRÓJUO

NOTES THE PINANCIAL STATEMENTS FOR THE YEAR ENDESTED DECEMBER 2014

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AUTORIDADE NACIONAL DO PETRÓLICO

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AUTORIDADIONACIONAL DO PETRÓLEO

NOTES TO THE OTNANCIAL STATEMENTS FOR THE VEAR ENDED 31 DECEMBER 2014

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AUTORIDADE NACIONAL DO PETRÓLICO

NOTES TO THE RENAMETAL STATEMENTS. FIDER SHOW ARE THOUGHT BY DECK MITTER 2014.

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AUTORIDADIC NACIONAL DO PETRÓLEG NOTES DO DES ENDEDES ORCESEDES 2014 FOR TILO Y RARE ENDEDES O ORCESEDED 2014

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AUTORIDADE NACIONAL DO PETROLLO

NOTES TO THE LOSANCIAL STATEMENTS FOR THE YEAR ENDINGS DECEMBER 2014

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AUTORIDADE NACIONAL DO PETRÓLSO.

NOTES TO THE PENANCIAL ATATEMENTS PORTHER YEAR ENGINEER DECEMBER 2014

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AUTORIDADE NACIONAL DO PETRÓLEO

NOTES TO THE TINANCIAL STATEMENTS. JACK THE VEAL ENDERSHIP DECEMBER 2014.

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AUTORIDADE NACIONAL DO PECRÓLEO NOTES TOTHERINANCIAS STATEMENTS FORTHUYGAR ENDED 31 DECKMEER 2018

14. LINAMIJOAN INSTRUMENTS

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AUTORIDADE NACIONAL DO PETRÓLICO

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ANNEX 3-ANP 2014 AUDITED REVENUE REPORT

AUTORIDADE NACIONAL DO PETRÓLEO OF TIMOR-LESTE

STATEMENT OF PETROLEUM REVENUE RECEIPTS AND PAYMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

AUTORIDADE NACIONAR, ISO PRINCIERO (SE VIRGOR-LESTE MATERIANO OF EXTROLEUM REVENUE RECEIPTS AND PAYMENTS FOR THE MEAR ENDED 31 DECRMANO 2014

GENERAL INTOXICATION

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APPROVAL OF THE STATEMENTS.

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Independent Auditor's Report to the Board of Directors of the Autoridade Nacional do Petróleo

We have audited the accompanying Statement of Petroleum Revenue Receipts and Payments ("the Statement") of Autoridade Nacional do Petróleo ("the Authority"), which comprises the statement of cash receipts and payments for the year ended 31 December 2014, notes comprising a summary of significant accounting policies and other explanatory notes.

The Board of Directors' Responsibility for the Statement

The Board of Directors ("the Board") is responsible for the preparation and fair presentation of the Statement in accordance with Note 2 of the Significant Accounting Policies and for such internal control as the Board determines is necessary to enable the preparation of the Statement that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the Statement based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance 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 Statement. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, we consider internal controls relevant to the Authority's preparation and fair presentation of the Statement 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 Authority's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board, as well as evaluating the overall presentation of the Statement.

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

Opinion

In our opinion, the Statement of Petroleum Revenue Receipts and Payments present fairly, in all material respects, the cash balances of Autoridade Nacional do Petróleo as at 31 December 2014 and its cash receipts and payments for the year then ended in accordance with the significant accounting policies in Note 2.

Basis of Accounting and Restriction on Distribution

Without modifying our opinion, we draw attention to Note 2 to the Statement which describes the basis accounting. The Statement has been prepared to assist the Authority to meet its financial reporting requirements. As a result, the Statement may not be suitable for another purpose. Our report is intended solely for the Authority and should not be distributed to parties other than the Authority.

Merit Partners

Ment Parkers

Matthew Kennon

Director

Darwin
Date 14 May 2015

AUTORIDADE NACTONAL DO PETRÓDICO OS TIMOR-LES DE STATRMENT OF PRIBOLEEM REVENUE RECEIPTS AND PAYMENTS FOR THE YEAR ENDLU 31 DECEMBER 2014

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| Cash at bearing of year | | nd,00 ,d.st | 56 In L905 |
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ALTORIDADE NACIONAL DO PETRÓLLO NOMES CUMER STATEMENT OF PLUROLLOM REVENUE RECLIETS AND PAYMENTS FORTHER YEAR ENDOUGH DELL'AND REIDY

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A COORDADE NACIONAL DO PETRÓLEO. MUTUSTO TILL STATEMENT OF PETROLEOM REVENDE DECEMPTS AND PAYMENTS.

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| | 23,445,755 | 64,541,404 |

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