

## Appendix 4G

### Key to Disclosures Corporate Governance Council Principles and Recommendations

Name of entity:

Triangle Energy (Global) Limited

ABN / ARBN:

52 110 411 428

Financial year ended:

30 June 2018

Our corporate governance statement<sup>2</sup> for the above period above can be found at:<sup>3</sup>

- These pages of our annual report:
- This URL on our website: <http://triangleenergy.com.au/about/corporate-directory/corporate-governance/>

The Corporate Governance Statement is accurate and up to date as at 21 September 2018 and has been approved by the board.

The annexure includes a key to where our corporate governance disclosures can be located.

Date: 21 September 2018

Name of Secretary authorising lodgement:

Lucy Rowe

<sup>1</sup> Under Listing Rule 4.7.3, an entity must lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of rule 4.10.3.

<sup>2</sup> "Corporate governance statement" is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

<sup>3</sup> Mark whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where the entity's corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

Throughout this form, where you are given two or more options to select, you can, if you wish, delete any option which is not applicable and just retain the option that is applicable. If you select an option that includes "OR" at the end of the selection and you delete the other options, you can also, if you wish, delete the "OR" at the end of the selection.

## ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>
<b>PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT</b>			
1.1	A listed entity should disclose: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement ... and information about the respective roles and responsibilities of our board and management (including those matters expressly reserved to the board and those delegated to management): <input checked="" type="checkbox"/> in our Board Charter which can be located at: <a href="http://triangleenergy.com.au/wp-content/uploads/2018/09/1.1-Board-Charter-Approved-180920.pdf">http://triangleenergy.com.au/wp-content/uploads/2018/09/1.1-Board-Charter-Approved-180920.pdf</a>	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
1.2	A listed entity should: (a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable

<sup>4</sup> If you have followed all of the Council's recommendations in full for the whole of the period above, you can, if you wish, delete this column from the form and re-format it.

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>
1.5	<p>A listed entity should:</p> <p>(a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them;</p> <p>(b) disclose that policy or a summary of it; and</p> <p>(c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them and either:</p> <p>(1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or</p> <p>(2) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.</p>	<p>... the fact that we have a diversity policy that complies with paragraph (a):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and a copy of our diversity policy or a summary of it:</p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with our diversity policy and our progress towards achieving them:</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and the information referred to in paragraphs (c)(1) or (2):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p>	<p><input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement.</p>
1.6	<p>A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</p> <p>(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.</p>	<p>... the evaluation process referred to in paragraph (a):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p>... and the information referred to in paragraph (b):</p> <p><input checked="" type="checkbox"/> at <a href="http://triangleenergy.com.au/wp-content/uploads/2018/09/1.9-Board-Performance-Evaluation-Policy-TEG-180920.pdf">http://triangleenergy.com.au/wp-content/uploads/2018/09/1.9-Board-Performance-Evaluation-Policy-TEG-180920.pdf</a></p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
1.7	<p>A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of its senior executives; and</p> <p>(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.</p>	<p>... the evaluation process referred to in paragraph (a):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p> <p>... and the information referred to in paragraph (b):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>

Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>	
<b>PRINCIPLE 2 - STRUCTURE THE BOARD TO ADD VALUE</b>			
2.1	<p>The board of a listed entity should:</p> <p>(a) have a nomination committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... the fact that we have a nomination committee that complies with paragraphs (1) and (2):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and a copy of the charter of the committee:</p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and the information referred to in paragraphs (4) and (5):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>[If the entity complies with paragraph (b):]</p> <p>... the fact that we do not have a nomination committee and the processes we employ to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p>	<p><input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
2.2	<p>A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.</p>	<p>... our board skills matrix:</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p>	<p><input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement.</p>

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>
2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	... the names of the directors considered by the board to be independent directors: <input type="checkbox"/> in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> at <i>[insert location]</i> ... and, where applicable, the information referred to in paragraph (b): <input type="checkbox"/> in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> at <i>[insert location]</i> ... and the length of service of each director: <input type="checkbox"/> in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> at <i>[insert location]</i>	<input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
2.4	A majority of the board of a listed entity should be independent directors.	... the fact that we follow this recommendation: <input type="checkbox"/> in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> at <i>[insert location]</i>	<input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	... the fact that we follow this recommendation: <input type="checkbox"/> in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> at <i>[insert location]</i>	<input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
2.6	A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
<b>PRINCIPLE 3 – ACT ETHICALLY AND RESPONSIBLY</b>			
3.1	A listed entity should: (a) have a code of conduct for its directors, senior executives and employees; and (b) disclose that code or a summary of it.	... our code of conduct or a summary of it: <input checked="" type="checkbox"/> at <a href="http://triangleenergy.com.au/wp-content/uploads/2018/09/1.2-C-Conduct-Approved-180920.pdf">http://triangleenergy.com.au/wp-content/uploads/2018/09/1.2-C-Conduct-Approved-180920.pdf</a>	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement

Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>	
<b>PRINCIPLE 4 – SAFEGUARD INTEGRITY IN CORPORATE REPORTING</b>			
4.1	<p>The board of a listed entity should:</p> <p>(a) have an audit committee which:</p> <p>(1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, who is not the chair of the board,</p> <p>and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the relevant qualifications and experience of the members of the committee; and</p> <p>(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... the fact that we have an audit committee that complies with paragraphs (1) and (2):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and a copy of the charter of the committee:</p> <p><input type="checkbox"/> at <i>[insert location]</i> &lt;INSERT URL&gt;</p> <p>... and the information referred to in paragraphs (4) and (5):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>[If the entity complies with paragraph (b):]</p> <p>... the fact that we do not have an audit committee and the processes we employ that independently verify and safeguard the integrity of our corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner:</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p>	<p><input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement</p>
4.2	<p>The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.</p>	<p>... the fact that we follow this recommendation:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement.</p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement</p>

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>
4.3	A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity that does not hold an annual general meeting and this recommendation is therefore not applicable
<b>PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE</b>			
5.1	A listed entity should: (a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and (b) disclose that policy or a summary of it.	... our continuous disclosure compliance policy or a summary of it: <input checked="" type="checkbox"/> at <a href="http://triangleenergy.com.au/wp-content/uploads/2018/09/1.6-Continuous-Disclosure-Policy-Approved-180920.pdf">http://triangleenergy.com.au/wp-content/uploads/2018/09/1.6-Continuous-Disclosure-Policy-Approved-180920.pdf</a>	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement
<b>PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS</b>			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	... information about us and our governance on our website: <input checked="" type="checkbox"/> at <a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a>	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement
6.2	A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement
6.3	A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	... our policies and processes for facilitating and encouraging participation at meetings of security holders: <input checked="" type="checkbox"/> at <a href="http://triangleenergy.com.au/wp-content/uploads/2018/09/1.7-Shareholder-Communications-Policy-180920.pdf">http://triangleenergy.com.au/wp-content/uploads/2018/09/1.7-Shareholder-Communications-Policy-180920.pdf</a>	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity that does not hold periodic meetings of security holders and this recommendation is therefore not applicable
6.4	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement	<input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement

Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>	
<b>PRINCIPLE 7 – RECOGNISE AND MANAGE RISK</b>			
7.1	<p>The board of a listed entity should:</p> <p>(a) have a committee or committees to oversee risk, each of which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... the fact that we have a committee or committees to oversee risk that comply with paragraphs (1) and (2):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and a copy of the charter of the committee:</p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and the information referred to in paragraphs (4) and (5):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>[If the entity complies with paragraph (b):]</p> <p>... the fact that we do not have a risk committee or committees that satisfy (a) and the processes we employ for overseeing our risk management framework:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p>	<p><input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement</p>
7.2	<p>The board or a committee of the board should:</p> <p>(a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>	<p>... the fact that board or a committee of the board reviews the entity's risk management framework at least annually to satisfy itself that it continues to be sound:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p> <p>... and that such a review has taken place in the reporting period covered by this Appendix 4G:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement</p>



Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>
7.3	<p>A listed entity should disclose:</p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.</p>	<p>[If the entity complies with paragraph (a):]  ... how our internal audit function is structured and what role it performs:</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>[If the entity complies with paragraph (b):]  ... the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>	<p><input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement</p>
7.4	<p>A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.</p>	<p>... whether we have any material exposure to economic, environmental and social sustainability risks and, if we do, how we manage or intend to manage those risks:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement</p>

Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>	
<b>PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY</b>			
8.1	<p>The board of a listed entity should:</p> <p>(a) have a remuneration committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... the fact that we have a remuneration committee that complies with paragraphs (1) and (2):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and a copy of the charter of the committee:</p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>... and the information referred to in paragraphs (4) and (5):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p> <p>[If the entity complies with paragraph (b):]</p> <p>... the fact that we do not have a remuneration committee and the processes we employ for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p>	<p><input checked="" type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
8.2	<p>A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.</p>	<p>... separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives:</p> <p><input checked="" type="checkbox"/> at pgs 17 - 21 of the Annual Report</p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
8.3	<p>A listed entity which has an equity-based remuneration scheme should:</p> <p>(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and</p> <p>(b) disclose that policy or a summary of it.</p>	<p>... our policy on this issue or a summary of it:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed ... <sup>4</sup>
<b>ADDITIONAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED LISTED ENTITIES</b>			
-	<p><i>Alternative to Recommendation 1.1 for externally managed listed entities:</i></p> <p>The responsible entity of an externally managed listed entity should disclose:</p> <p>(a) the arrangements between the responsible entity and the listed entity for managing the affairs of the listed entity;</p> <p>(b) the role and responsibility of the board of the responsible entity for overseeing those arrangements.</p>	<p>... the information referred to in paragraphs (a) and (b):</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement</p>
-	<p><i>Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:</i></p> <p>An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager.</p>	<p>... the terms governing our remuneration as manager of the entity:</p> <p><input type="checkbox"/> in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> at <i>[insert location]</i></p>	<p><input type="checkbox"/> an explanation why that is so in our Corporate Governance Statement</p>

## TRIANGLE ENERGY (GLOBAL) LIMITED

### CORPORATE GOVERNANCE STATEMENT

**21 SEPTEMBER 2018**

This Corporate Governance Statement sets out the extent to which Triangle Energy (Global) Limited (**Triangle**, or **the Company**) has followed the recommendations of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations for the financial year ended 30 June 2018.

The Company's Corporate Governance documents can be located at the following website link:  
<http://triangleenergy.com.au/about/corporate-directory/corporate-governance/>.

Principal and Recommendation	Compliance	Comment
<b>Principle 1 – Lay solid foundations for management and oversight</b>		
<p><b>1.1</b> Establish the functions expressly reserved to the Board and those delegated to management and disclose those functions.</p> <p>A listed entity should disclose:</p> <ul style="list-style-type: none"> <li>a) The respective roles and responsibilities of its board and management; and</li> <li>b) Those matters expressly reserved to the Board and those delegated to management.</li> </ul>	Complies	<p>The Board is responsible for the overall corporate governance of Triangle Energy (Global) Ltd.</p> <p>The conduct of the Board is also governed by Triangle's Constitution, and where there is inconsistency with that document, the Constitution prevails to the extent of the inconsistency.</p> <p>The role of the Board and delegation to management is formalised in the Board Charter which outlines the main corporate governance practices in place for Triangle. The Board and each Director are committed to the Board Charter.</p> <p>The Board Charter will be reviewed and amended from time to time as appropriate taking into consideration practical experience gained in operating as a listed company.</p> <p>This charter can be accessed at:  <a href="http://triangleenergy.com.au/about/corporate-governance/">http://triangleenergy.com.au/about/corporate-governance/</a></p>
<p><b>1.2</b> A listed entity should:</p> <ul style="list-style-type: none"> <li>a) Undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election</li> </ul>	Complies	<p>The Non – Executive Chairman, Managing Director and Company Secretary are responsible for ensuring that appropriate checks are undertaken before a director</p>

Principal and Recommendation		Compliance	Comment
	<p>as a director; and</p> <p>b) Provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a Director</p>	Complies	<p>candidate is appointed or put forward to security holders for election.</p> <p>All material information in the Company's possession relevant to a decision on whether or not to elect or re-elect a director is provided to security holders in the notice of the meeting at which the director is to be put forward for election or re-election.</p>
1.3	Have a written agreement with each Director and senior executive setting out the terms of their appointment.	Complies	Triangle has entered into and will continue to enter into written agreements with all Director's, senior executives, and staff.
1.4	The Company Secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the Board.	Complies	<p>This is consistent with the Board Charter and corporate structure of Triangle. The Company Secretary has a direct communication with the Board in relation to these matters and it is intended that the Company Secretary will operate independently and be accountable directly to the Board.</p> <p>The decision to appoint or remove the Company Secretary is made by the Board.</p>
1.5	<p>A listed entity should:</p> <p>a) Have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them;</p> <p>b) Disclose that policy or a summary of it; and</p> <p>c) Disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them, either;</p> <p>(1) The respective proportions of men and women on the</p>	Does Not Comply	<p>As at the end of the disclosing period the Board had not considered that the size and scope of Triangle's activities justified setting measurable objectives for achieving gender diversity.</p> <p>Subsequent to the end of the reporting period, as at the date of this Corporate Governance Statement, the size and nature of the Company's Board and the nature of the Company's activities have grown, and the Board will now actively seek to introduce a Diversity Policy once meaningful goals and measurable objectives can be set and achieved.</p> <p>The Board recognises and values the differences between people and the contribution these differences can make to the long-term growth and sustainability of the Company.</p> <p>The Company currently employs persons of varying gender, religious background</p>

Principal and Recommendation	Compliance	Comment
	<p>Board, in senior executive positions and across the whole organisation (including how the entity has defined 'senior executive' for these purposes); or</p> <p>(2) If the entity is a 'relevant employer' under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators" as defined in and published under the Act.</p>	<p>and race and supports diversity in the workplace.</p> <p>The Company is not a 'relevant employer' under the Workplace Gender Equality Act.</p>
<p><b>1.6</b></p>	<p>A listed entity should:</p> <p>a) Have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</p> <p>b) Disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process</p>	<p>Complies</p> <p>The Company has adopted a Board Performance and Evaluation Policy to ensure individual directors and the Board as a whole, work efficiently and effectively in achieving their goals and performing their functions.</p> <p>Each year the Board will undertake the following activities:</p> <ul style="list-style-type: none"> <li>• The Chair meets with each Executive Director and Non- Executive Director to separately discuss individual performance and ideas for improvement.</li> <li>• The Board as a whole will discuss and analyse its own performance during the year including suggestions for change and improvement.</li> </ul> <p>The Board's broad function is to formulate strategy and set financial targets for Triangle, monitor the implementation and execution of strategy and performance against financial targets, appoint and oversee the performance of executive management, and generally take an effective leadership role in relation to Triangle.</p> <p>The Non – Executive Chairman will annually assess the performance of Directors and senior executives on an</p>

Principal and Recommendation		Compliance	Comment
			<p>informal basis, and the Chairman's performance is assessed by the other Directors.</p> <p>This informal review process was the evaluation process used during the reporting period.</p> <p>The Board Performance and Evaluation Policy can be located on the Company's website here:</p> <p><a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a></p>
<b>1.7</b>	<p>A listed entity should:</p> <p>a) Have and disclose a process for periodically evaluating the performance of its senior executives; and</p> <p>b) Disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period and in accordance with that process</p>	Complies	<p>The process for the evaluation of the Company's senior executives is disclosed in the Board Performance and Evaluation Policy.</p> <p>The Chairman will annually assess the performance senior executives, and the Chairman's performance is assessed by the other Directors.</p> <p>An informal process of evaluation was undertaken during the disclosing period.</p>
<b>Principle 2 – Structure the Board to add value</b>			
<b>2.1</b>	<p>The Board of a listed entity should:</p> <p>a) have a nomination committee which:</p> <p>(1) Has at least three members, a majority of whom are independent directors; and</p>	<p>Did not comply during the reporting period</p> <p>Does not comply</p>	<p>During the disclosing period Triangle had not established a nomination committee. Given that Triangle had only two executives and one other employee, the Board considered that the role of such a committee was most effectively handled by the Board (with directors the subject of any deliberations excluding themselves).</p> <p>Subsequent to the disclosing period and as at the date of this Corporate Governance Statement, as the Company's operations have grown during the disclosing period, as at the effective date of this Corporate Governance Statement the Board has adopted a Remuneration and Nomination Committee.</p> <p>This Committee comprises of two Non – Executive Directors one of whom is considered an independent director.</p>

Principal and Recommendation		Compliance	Comment
	(2) Is chaired by an independent director; and disclose:	Complies	The Committee has adopted a Remuneration and Nomination Charter.
	(3) the charter of the committee	Complies	<p>The Charter of the Remuneration and Nomination Committee can be located on the Company's website here: <a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a></p> <p>The nomination duties of the Committee are to:</p> <ul style="list-style-type: none"> <li>• develop and regularly review a policy on Board structure;</li> <li>• develop criteria for Board membership;</li> <li>• identify and screen specific candidates for nomination;</li> <li>• ensure there is an appropriate induction and orientation program in place;</li> <li>• make recommendations to the Board for committee membership;</li> <li>• ensure there is an appropriate Board succession plan in place;</li> <li>• ensure the performance of the Board and its members is regularly reviewed;</li> <li>• develop with Directors an appropriate training and development program;</li> <li>• oversee management's succession planning including the Managing Director and his/her direct reports;</li> <li>• assist the Chairman in advising Directors about their performance and possible retirement; and</li> </ul> <p>review the policy in respect of tenure, remuneration and retirement of Directors</p>
	(4) The members of the committee; and	Complies	The members of the Remuneration and Nomination Committee, as at the date of this Corporate Governance Statement are:



Principal and Recommendation	Compliance	Comment
<p>(5) As at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) If it does not have a nomination committee, disclose the fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</p>	Does not Comply	<p>Mr Timothy Monckton (Chair) Mr Edward Farrell</p> <p>The number of times the committee meet will be disclosed at the end of the next reporting period.</p>
<p><b>2.2</b> Have and disclose a Board skills matrix, setting out what the Board is looking to achieve in its membership.</p>	Does Not Comply	<p>The Triangle Board has been structured in such a way so as to provide an adequate mix of proficient directors that lead the Board with enterprise, integrity and judgement. The Board acts in the best interest of the Company and its stakeholders. The Board is directed on the principles of transparency, accountability and responsibility.</p> <p>The Remuneration and Nomination Committee is developing a board skills matrix to simplify the process for identifying any 'gaps' in the board's skills, expertise and experience. As part of the review of the skills matrix, the Board monitors skills, expertise and experience that are relevant to the company and assesses those against the collective attributes of the directors. The board skills matrix will be reviewed by the directors on an annual basis.</p> <p>The skills of each Board member are disclosed on the Company's website and on pages 4 - 7 of the Company's Annual</p>

Principal and Recommendation		Compliance	Comment
			<p>Report for the period ending 30 June 2018.</p> <p>The Company does not currently have a Diversity Policy</p>
<b>2.3</b>	<p>Disclose the names of the directors that the Board considers to be independent directors, and an explanation of why the Board is of that opinion if a factor that impacts on independence applies to a director and disclose the length of service of each director.</p>	<p>Did not comply for the Reporting Period</p>	<p>During the disclosing period the Board did not consider any of the Directors to be independent.</p> <p>Triangle is transforming and growing as an oil and gas producer and looked to enhance the Board's independence during the year.</p> <p>Subsequent to the end of the disclosing period, and as of the effective date of this Corporate Governance Statement, the Company has appointed one (1) independent Non – Executive Director, Mr Timothy Monckton.</p> <p>The Board has formed the opinion that Mr Monckton is an independent director based on the fact that he is free of any interest, position, association or relationship that might influence, or reasonably be perceived to influence, in a material respect his capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the Company and its shareholders</p> <p>Triangle is transforming and growing as an oil and gas producer and will be looking to enhance the Board's independence in the coming year.</p> <p>Triangle discloses the length of service of each director in the Annual Report each year. This disclosure can be found on page 4 - 7 of the Annual Report</p>
<b>2.4</b>	<p>A majority of the Board should be independent directors.</p>	<p>Does Not Comply</p>	<p>During the disclosing period the Board considered that the size and scope of Triangle's activities did not justify the cost of appointing additional directors.</p> <p>As the size and nature of the Company's activities grew during the disclosing period, and as of the date of this Corporate Governance Statement, the Board has appointed three (3) new Non –</p>



Principal and Recommendation		Compliance	Comment
<b>Principle 3 – Act ethically and responsibly</b>			
3.1	A listed entity should:		
	<p>a) Have a code of conduct for its directors, senior executives and employees; and</p> <p>b) Disclose that code or a summary of it.</p>	<p>Complies</p> <p>Complies</p>	<p>Triangle is aware that law and regulations alone is no guarantee of fair practice and thus to ensure the integrity of its operations, it has adopted a Code of Conduct to sustain its corporate culture.</p> <p>This Code of Conduct sets out the framework through which Directors, Senior Executives and Employees achieve the highest possible standards in the discharge of their duties and to give a clear understanding of best practice in corporate governance</p> <p>The Code of Conduct is posted on the Company's website and can be located here:  <a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a></p>
<b>Principle 4 – Safeguard integrity in corporate reporting</b>			
4.1	The Board of a listed entity should:		
	<p>a) have an audit committee which:</p> <p>(1) has at least three members, all of whom are non – executive directors and a majority of whom are independent directors;</p>	<p>Complies</p> <p>Does Not Comply</p>	<p>Triangle has established an Audit and Risk Management Committee to assist and report to the Board.</p> <p>The Audit and Risk Management Committee has been developed as per the guidelines of good corporate governance and its responsibilities are outlined in the Audit Committee Charter.</p> <p>During the disclosing period the Audit and Risk Management Committee consisted of the Non-Executive Chairman, being Ted Farrell, and Mr Darren Bromley (Executive Director and CFO), neither of whom were considered independent.</p> <p>Given the size and nature of the Company's operations during the disclosing period the Board felt that full board participation was appropriate at this stage.</p>

Principal and Recommendation		Compliance	Comment
	(2) is chaired by an independent director who is not the chair of the Board; and	Does not Comply	Subsequent to the end of the disclosing period and as at the date of this Corporate Governance Statement a third Director was appointed to the Audit and Risk Management Committee.  As at the end of the disclosing period the Committee was chaired by Mr Ted Farrell who is the Non – Executive Director of the Company and Chairman of the Board. Subsequent to the end of the disclosing period, Mr Wai-Lid Wong was appointed Chair of the Audit Committee in order that the Chair of the Board not also Chair the Audit Committee.
	(3) disclose the charter of the Committee;	Complies	The Audit and Risk Management Committee have adopted a charter. This charter is disclosed on the Company's website and can be located here:  <a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a>
	(4) the relevant qualifications and experience of each member of the committee; and	Complies	The relevant qualifications and experience of each member of the committee can be found on pages 4 - 8 of the Annual Report.
	(5) in relation to each reporting period, the number of times the committee met through the period and the individual attendances of each of the members at those meetings.	Complies	During the disclosing period given the size and nature of the Company's operations during the disclosing period the Board felt that full board participation was appropriate at this stage. These details can be found on pg 22 of the Annual Report.
<b>4.2</b>	The Board should, before approving financial statements for a financial period, receive a declaration from the CEO and CFO that, in their opinion,	Complies	This is consistent with the approach to be adopted by the Audit and Risk Management Committee and Board.

Principal and Recommendation		Compliance	Comment
	the financial records have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the Company, formed on the basis of a sound system of risk management and internal controls, operating effectively.		The Board has received this declaration from the Managing Director and Executive Director / Chief Financial Officer.
<b>4.3</b>	The company's auditor should attend the AGM and be available to answer questions from security holders relevant to the audit.	Complies	Each year the Company's external auditor attends the Annual General Meeting and is available to answer questions from security holders relevant to the audit.
<b>Principle 5 – Make timely and balanced disclosure</b>			
<b>5.1</b>	Companies should establish written policies designed to ensure compliance with ASX Listing Rule disclosure requirements and to ensure accountability at a senior executive level for that compliance and disclose those policies or a summary of those policies.	Complies	<p>The Board has adopted a Continuous Disclosure Policy to ensure that the Company complies with its continuous disclosure obligations under the Corporations Act and the ASX Listing Rules and to ensure accountability for compliance.</p> <p>The Continuous Disclosure Policy is posted on the Company's website and can be located here:</p> <p><a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a></p> <p>The Managing Director, Executive Director and the Company Secretary have primary responsibility for ensuring that the Company complies with its continuous disclosure obligations.</p>
<b>Principle 6 – Respect the rights of security holders</b>			
<b>6.1</b>	A listed entity should provide information about itself and its governance to investors via its website.	Complies	<p>Information pertaining to the Company, its corporate governance and ASX announcements can be located on the Company's website and can be located here:</p> <p><a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a></p>
<b>6.2</b>	A listed entity should design and implement an investor relations program to facilitate effective two – way communication with investors.	Complies	Triangle is aware that regular and constructive two-way communications between the Company and its shareholders can help investors understand what the Board of directors is

Principal and Recommendation		Compliance	Comment
			<p>planning to achieve and how the Company intends to set about achieving its objectives.</p> <p>The Company respects the rights of its shareholders and to facilitate the effective exercise of those rights, the Company is committed to:</p> <ul style="list-style-type: none"> <li>• communicating effectively in a timely and accurate way with shareholders through releases to the market via the ASX, Quarterly Activities and Cashflow Reports, Half-Yearly Reports, Annual Reports, the general meetings of the Company and any information mailed to shareholders;</li> <li>• sending a notice of any general meetings to which they are entitled to attend together with an explanatory memorandum of proposed resolutions (as appropriate). If shareholders cannot attend the General Meeting, they are entitled to lodge a proxy in accordance with the Corporations Act and the Company's Constitution.</li> <li>• giving shareholders ready access to balanced and understandable information about the Company and corporate proposals; and</li> <li>• making it easy for shareholders to participate in general meetings of the Company.</li> </ul> <p>The address made by the Chairman and/or the Managing Director to the Annual General Meeting is released to the ASX.</p> <p>All ASX Announcements are accessible on the website and can be located here:  <a href="http://triangleenergy.com.au/asx-announcements/">http://triangleenergy.com.au/asx-announcements/</a></p>
<b>6.3</b>	Disclose the policies and processes in place to facilitate and encourage	Complies	The Company has established a Shareholder Communication Policy which

Principal and Recommendation		Compliance	Comment
	participation at meetings of security holders		is posted to the Company's website and can be located here:  <a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a>  The Policy seeks to promote effective communication with shareholders and encourage effective participation by shareholders at general meetings.
<b>6.4</b>	Give security holders the option to receive communications from, and send communications to, the Company and its share registry electronically.	Complies	Through the website of the Company's share registry, security holders are invited to provide their email address to enable electronic communication to and from the Company and its share registry.
Principle 7 – Recognise and manage risk			
<b>7.1</b>	The Board of a listed entity should: <ul style="list-style-type: none"> <li>a) Have a committee or committees to oversee risk, each of which; <ul style="list-style-type: none"> <li>(1) Has at least three members, a majority of whom are independent directors; and</li> <li>(2) Is chaired by an independent director; and disclose</li> <li>(3) The charter of the committee</li> <li>(4) The members of the committee; and</li> <li>(5) As at the end of each reporting period, the number of times the committee met through the period and the individual attendance of the members at those meetings;</li> </ul> </li> <li>b) If it does not have a risk committee or committees that satisfy a) above, disclose that fact and the processes it employs for overseeing the</li> </ul>	Does not Comply	Triangle does not have a separate risk committee, however the Board has formed the view that the Audit and Risk Management Committee is appropriately structured and independent to effectively fulfil its role.  In addition to the Audit and Risk Management Committee Charter, the Board has also adopted a Risk Management policy which is monitored by the Audit and Risk Management Committee Charter.  Both documents can be located here:  <a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a>
		Complies	



Principal and Recommendation		Compliance	Comment
	entity's risk management framework.		
<b>7.2</b>	<p>The board or committee of the board should:</p> <p>a) Review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and</p> <p>b) Disclose in relation to each reporting period, whether such a review has taken place.</p>	<p>Complies</p> <p>Complies</p>	<p>The Board Charter establishes the role of the Audit and Risk Management Committee. The committee has established the risk management framework.</p> <p>The Managing Director and Executive Director / CFO have reported to the Audit and Risk Management Committee on the effectiveness of the Company's management of its material business risks.</p>
<b>7.3</b>	<p>A listed entity should disclose:</p> <p>a) If it has an internal audit function, how the function is structured and role it performs; and</p> <p>b) If it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.</p>	<p>Does not comply</p> <p>Complies</p>	<p>The Company's internal audit function is carried out by the Company's Audit Committee.</p> <p>The Board is responsible for reviewing and assessing the effectiveness of the Company's system of risk management and the Audit Committee is also responsible for reviewing at least annually the effectiveness of the Company's implementation of the risk management system and providing advice and recommendations to the Board regarding the ongoing development of risk oversight and management policies.</p>
<b>7.4</b>	A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and if it does, how it manages or intends to manage those risks.	Complies	The Company's Board and management team, with the help of the Company's internal operational staff, identify and manage exposure to economic, environmental and social sustainability risks, which could prevent the Company from achieving its objectives.

Principal and Recommendation		Compliance	Comment
			<p>These disclosures are made in the Audit and Risk Management Committee Charter and can be found here:</p> <p><a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a></p>
<b>Principle 8 – Remunerate fairly and responsibly</b>			
<b>8.1</b>	<p>The Board of a listed entity should:</p> <p>b) have a remuneration committee which:</p> <p>(6) has at least three members, a majority of whom are independent directors; and</p> <p>(7) is chaired by an independent director, and disclose</p> <p>(8) the charter of the committee</p> <p>(9) the members of the committee; and</p>	<p>Did not comply at the end of the disclosing period</p> <p>Does not comply</p> <p>Complies</p> <p>Complies</p> <p>Complies</p>	<p>As at the disclosing period the Company did not have a Remuneration Committee as the Board believed it could adequately deal with the matters typically within the purview of a remuneration committee given the size and nature of the operations of the Company.</p> <p>Subsequent to the disclosing period, the Board resolved to appoint a Remuneration and Nomination Committee as the size and nature of the Board and the Company's operations grew towards the end of the disclosing period.</p> <p>The Remuneration Committee has two members, one of whom is an Independent Director.</p> <p>The Remuneration Committee is chaired by an Independent Director.</p> <p>The Charter of the Remuneration and Nomination Committee is disclosed on the Company's website and can be located here:</p> <p><a href="http://triangleenergy.com.au/about/corporate-directory/corporate-governance/">http://triangleenergy.com.au/about/corporate-directory/corporate-governance/</a></p> <p>The members of the Remuneration and Nomination Committee are disclosed on pages 4 and 7 of the Annual Report.</p>

Principal and Recommendation		Compliance	Comment
	(10)as at the end of the reporting period, the number of times the committee met throughout the period and the individual attendance of the members at those meeting.	Does not comply	As the Remuneration Committee was formed subsequent to the end of the disclosure period, no meetings have been held to date.
<b>8.2</b>	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	Complies	The Company's remuneration of non-executive directors, executive directors and other senior executives is disclosed in the Remuneration Report in the Company's Annual Report on pages 17 - 21.
<b>8.3</b>	If the company has an equity-based remuneration scheme, it should have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme, and disclose that policy or a summary of it.	Complies	Triangle operates equity ownership plans. In particular an Employee Rights Plan and Employee Share and Option Plan.  In accordance with Triangle's Securities Trading Policy participants are not permitted to enter into transactions which limit economic risk without written clearance.