

NSX Announcement
30 April 2012

Quarterly Reports

Please find attached the following reports relating to the quarter ended 31 March 2012:

- Quarterly Disclosure Declaration;
- Quarterly Activities Report; and
- Quarterly Cash Flow.

Yours faithfully
International Petroleum Limited

Tony Sage
Non-Executive Chairman

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27 April 2012

Mr Ian Craig
Companies Manager
National Stock Exchange of Australia Limited
Level 3, 45 Exhibition Street
MELBOURNE
VIC 3000

Dear Sir

QUARTERLY DISCLOSURE DECLARATION

In accordance with the listing conditions imposed by the National Stock Exchange of Australia (NSX) on International Petroleum Limited (**Company**), on behalf of the Board of the Company we declare that the Board has reviewed the operations of the Company and, in the opinion of each member of the Board:

- (a) all matters that require disclosure have been disclosed by the Company in accordance with Listing Rules of the NSX; and
- (b) the market remains fully informed as to the prospects and activities of the Company.

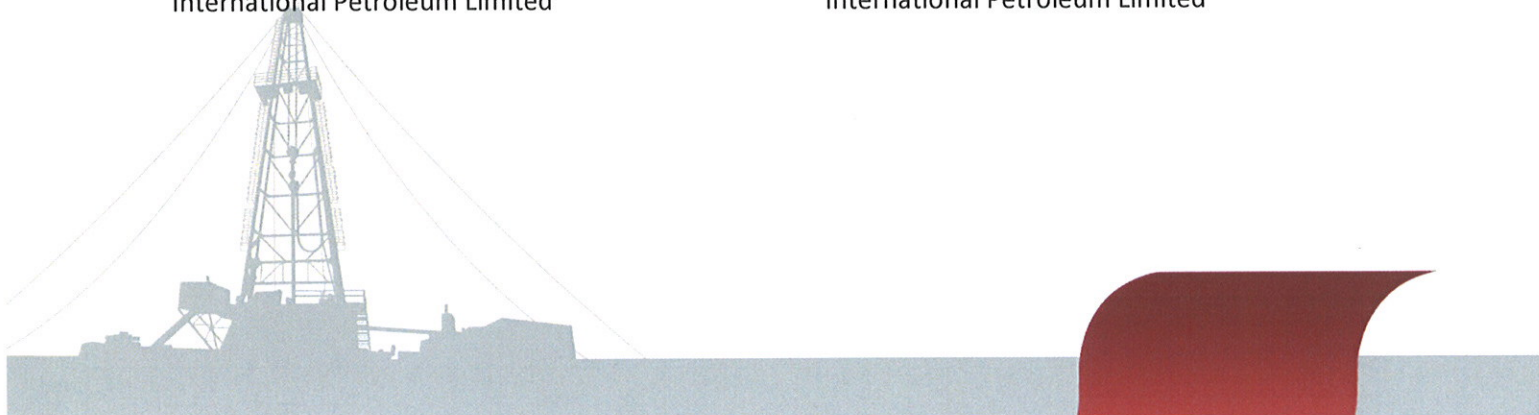
Yours sincerely



Tony Sage
Non-Executive Chairman
International Petroleum Limited



Chris Hopkinson
Director and Chief Executive Officer
International Petroleum Limited



NSX Announcement
30 April 2012

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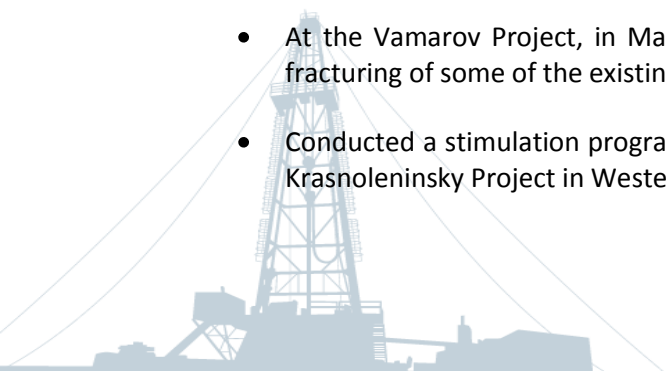
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QUARTERLY ACTIVITIES REPORT FOR THE QUARTER ENDED 31 MARCH 2012

International Petroleum Limited (NSX: IOP; OTCQX: ITPLY) (“International Petroleum” or the “Company”), an oil and gas exploration company with assets in Russia and Kazakhstan, is pleased to present its quarterly activities report for the quarter ended 31 March 2012.

HIGHLIGHTS

- US\$13.034 million cash at bank at 31 March 2012.
- Completed the acquisition of 100% of the shares in Vamaro Investments Limited, which indirectly owns licences for geological study of subsoil, prospecting and extraction of oil and gas in the Khanty-Mansiysk Autonomous Region in Western Siberia, Russia.
- Completed the acquisition of 75% of the shares in Charlize Investments Limited, which owns 100% of the issued share capital of OOO VostokNefteGaz, which owns an exploration licence in the Tomsk region of Western Siberia, Russia.
- Entered into an agreement to vary the terms of the agreement to sell Company’s remaining 10% interest in the Tubatse Project in South Africa to Nkwe Platinum Limited in order to extend the latest date by which the A\$45 million consideration is payable to 30 June 2012 and, in the event of a change of control in Nkwe, to increase the consideration payable by Nkwe to the Company from A\$45 million to A\$50 million.
- Completed a placement to institutions and sophisticated investors of 165,730,000 fully paid ordinary shares at an issue price of A\$0.20 per share, raising A\$33,146,000 before costs.
- Mr Pierre Godec was appointed as a Non-Executive Director on 17 February 2012.
- Mr Vladimir Mangazeev was appointed as a Non-Executive Director on 1 March 2012 and Mr Mark Gwynne resigned as a Non-Executive Director on 1 March 2012.
- At the Vamarov Project, in March 2012, the Company commenced the work-over and hydraulic fracturing of some of the existing wells and the construction of infrastructure.
- Conducted a stimulation programme using hydraulic fracturing in Well No. 1 and Well No. 2 at the Krasnoleninsky Project in Western Siberia.



CORPORATE

Acquisition of the Vamarov Project – Western Siberia, Russia

During August 2011, the Company entered into a Share Purchase Agreement ("**Vamaro Agreement**") to acquire 100% of the issued share capital of Vamaro Investments Limited (an entity incorporated in Cyprus) ("**Vamaro**") ("**Vamaro Acquisition**").

Vamaro is the holder of:

- (a) 100% of the issued share capital of Yuzhno-Sardakovskoye LLC (an entity incorporated in Russia), which holds a licence for geological study of subsoil, prospecting and extraction of oil and gas within the territory of the Yuzhno-Sardakovsky block in the Khanty-Mansiysk Autonomous Region in Western Siberia, Russia; and
- (b) 100% of the issued share capital of Zapadno-Novomolodezhnoye LLC (an entity incorporated in Russia), which holds a licence for geological study of subsoil, prospecting and extraction of oil and gas within the territory of the Zapadno-Novomolodezhniy block in the Khanty-Mansiysk Autonomous Region in Western Siberia, Russia,

(together, the "**Vamarov Project**").

In accordance with the terms and conditions of the Vamaro Agreement, the Company was required to satisfy the following consideration for the acquisition of Vamaro:

- (a) issue of 55,000,000 Shares, which were approved by shareholders at a general meeting in November 2011 and issued on 7 February 2012 ("**Consideration Shares**");
- (b) US\$3 million cash to the seller, which was paid on 27 February 2012; and
- (c) assume certain liabilities of Vamaro, which were all paid by 13 February 2012.

Completion of the Vamaro Acquisition occurred on 27 February 2012.

Acquisition of the Druzhny Project – Western Siberia, Russia

On 4 November 2011, the Company entered into a Share Purchase and Funding Agreement ("**Druzhny Agreement**") to acquire 75% of the issued share capital of Charlize Investments Limited (an entity incorporated in Cyprus) ("**Charlize**") ("**Charlize Acquisition**").

Charlize owns 100% of the issued share capital of OOO VostokNefteGaz (an entity incorporated in Russia) ("**VNG**"). VNG owns an exploration licence in the Tomsk region of Western Siberia (the "**Tomsk Exploration Licence**" or the "**Druzhny Project**").

In consideration for the Charlize Acquisition, the Company agreed to:

- (a) issue 6,666,667 Shares ("**Charlize Consideration Shares**") to the seller of the interest in Charlize; and
- (b) fund all of the exploration work necessary to fulfil the minimum work programme as stipulated in the Tomsk Exploration Licence.

On 9 November 2011, at the Company's General Meeting, shareholder approval was obtained for the allotment and issue of the Charlize Consideration Shares in part consideration for the Charlize Acquisition.

The Charlize Consideration Shares were issued during December 2011 and the Charlize Acquisition completed on 9 January 2012.

The minimum work programme as stipulated in the Tomsk Exploration Licence is as follows:

Commitment	To be fulfilled by
Develop, negotiate and obtain the approval of the programme of exploration and appraisal work	October 2011
Carry out at least 1,000 line km of 2D seismic survey	October 2012
Carry out at least 2,000 line km of 2D seismic survey (including 1,000 line km to be done by October 2012)	October 2013
Commence drilling of the first exploration well	October 2014
Complete drilling of at least three exploration wells	October 2015
Implement a full program of exploration and appraisal of hydrocarbon reserves in line with the programme of exploration and appraisal work	October 2015

If deposits are discovered, the Company intends to carry out an operational estimate of hydrocarbon reserves and file the estimate for Russian state expert evaluation not later than six months after the production well test date.

The Company plans to meet the requirements of the minimum work programme by carrying out at least 1,000 line km of 2D seismic survey during 2012.

Sale of interest in Tubatse Project to Nkwe Platinum Limited for A\$45 million

During August 2011, the terms of an asset sale agreement (the “**Asset Sale Agreement**”) entered into with Nkwe Platinum Limited (ASX: NKP) (“**Nkwe**”) relating to the Company’s remaining 10% interest in the Tubatse Project in South Africa were varied to reduce the consideration payable by Nkwe to the Company from A\$50 million to A\$45 million to be paid by 31 December 2011 and removing the trigger conditions that required Nkwe to make the payment.

On 11 November 2011, Nkwe’s shares were suspended from trading on the Australian Securities Exchange (“**ASX**”), at the request of Nkwe, pending the release of an announcement regarding the outcome of joint venture negotiations.

The Company has entered into an agreement to vary the terms of the Asset Sale Agreement in order to extend the latest date by which the A\$45 million consideration is payable from 31 December 2011 to 30 June 2012 and, in the event of a change of control in Nkwe, to increase the consideration payable by Nkwe to the Company from A\$45 million to A\$50 million.

On 12 January 2012 and 16 March 2012, Nkwe announced that negotiations to settle the dispute about the ownership of certain mineral farms in South Africa are continuing.

Nkwe has indicated to the Company that, once it releases an announcement regarding a binding outcome of this dispute, it will be able to raise the funding it needs in order to pay the A\$45 million cash consideration to the Company pursuant to the Asset Sale Agreement.

Cash Funding

On 6 February 2012, the Company completed a placement to institutions and sophisticated investors of 165,730,000 fully paid ordinary shares ("**Shares**") at an issue price of A\$0.20 per Share raising A\$33,146,000 before costs (the "**Placement**").

The use of the net proceeds raised from the Placement after costs (totalling approximately A\$31.8 million) is as follows:

- (a) US\$3.0 million was paid on 28 February 2012 in satisfaction of the cash consideration payment to the seller for the acquisition of Vamaro;
- (b) US\$4.0 million was paid on 13 February 2012 to settle some liabilities of Vamaro;
- (c) US\$3.2 million for the remaining exploration and testing costs and costs of working over Well No.1 and Well No. 2 at the Krasnoleninsky Project;
- (d) US\$1.0 million for the remaining costs of Well A-8 at the Alakol Project;
- (e) US\$16.5m for the construction of pipeline and infrastructure, the work-over of existing wells and initial costs towards drilling new exploration wells at the Vamarov Project; and
- (f) the remainder towards capital and operating expenditures and general working capital.

Later in 2012, the Company plans to raise further capital, principally in the form of new equity, in order to fund exploration and development at its projects.

Non-Executive Director Appointments and Resignation

On 17 February 2012, Mr Pierre Godec was appointed as a Non-Executive Director of the Company with immediate effect.

Mr Godec, aged 67, has 40 years' experience in the international oil industry. He spent 32 years with Groupe Elf Aquitaine, having held senior positions at Elf in the UK, Russia, France, USA, Canada, Kazakhstan, Nigeria and Norway. From 1990 to 1993, Mr Godec was CEO and Managing Director of Elf Neftegas in Russia and Kazakhstan. Between 1993 and 1995, he also represented Elf at the European Commission. In May 2000, he retired from Groupe Elf Aquitaine as CEO and Managing Director of Elf Petroleum UK plc and Elf Exploration UK plc. Between 2000 and 2004, Mr Godec worked as an independent international consultant with companies such as McKinsey, Accenture and Northern Oil.

He was a Non-Executive Director of Imperial Energy Corporation plc from July 2004 until its acquisition by ONGC Videsh Limited in January 2009. At Imperial Energy Corporation plc, which was originally listed on AIM but moved up to the London Stock Exchange main board and entered the FTSE 250 index, he was the Senior Non-Executive Director and was Chairman of the audit committee and the remuneration committee.

Currently, Mr Godec is a director of Petrolia E&P Holdings plc and Petroresources Ltd, which are both energy companies registered in Cyprus, controlled by the Larsen Group, with operations outside Cyprus, and he is President of the French Trade Board in Cyprus.

He is a Chevalier de la Legion d'Honneur, Chevalier de l'Ordre National du Merite, and a Fellow of the Energy Institute in London.

On 1 March 2012, Mr Vladimir Mangazeev was appointed as a Non-Executive Director and Mr Mark Gwynne resigned as a Non-Executive Director of the Company.

Mr Vladimir Pavlovich Mangazeev, aged 70, has over 45 years' experience in the oil industry in Russia.

In 1966, he graduated from Tomsk Polytechnic University, majoring in Petroleum Geology and Exploration for Oil & Gas Fields and worked for Tomskneft, where he worked his way up from Petroleum Geologist to Well Survey Group Leader, Chief Field Geologist, Head of Geology Department, Head of Geology and Field Development Department, reaching the position of Chief Geologist by 1978.

From 1978 to 1990, Mr Mangazeev was responsible for supervising the geological and petroleum industry of the Tomsk region. In 1990, he returned to the industry in the position of Deputy Director General for Geology and took charge of Tomskneft's Geological Department.

From 1994 to 1998, as the First Vice-President of VNK (Eastern Oil Company), and, from 1999 to 2007, as the Executive Vice-President of OJSC Yukos Oil Company ("Yukos"), Mr Mangazeev was consistently involved in the modernisation of the petroleum sector, suggesting unprecedented engineering and technological solutions. He initiated and managed some of the most complex field projects such as the development of the Tomsk region, including the gas condensate fields and the largest Eastern Siberian gas-oil field, Yurubcheno-Tokhomskeye.

Being an Honorary Graduate of Tomsk Polytechnic University ("TPU") and recipient of the TPU Silver Medal of Merit, he understands the importance and value of high quality training of employees to ensure the success of the industry.

In the year 2000, Yukos became the second largest Russian oil company in terms of oil production and entered international markets. New and sophisticated technologies, which had emerged in the late 20th Century, required qualified specialists to apply them, so Mr Mangazeev put forward the idea of establishing a centre that would train world-class petroleum engineers for Yukos. This centre became the internationally renowned Heriot-Watt University Approved Support Centre (the "HWUASC"). Under his guidance, Yukos signed a contract in December 2000 with Heriot-Watt University and TPU to become Learning Partners and the grand opening of the HWUASC at TPU took place on 12 September 2001. The first 50 petroleum engineering students graduated from the centre in November 2002. Mr Mangazeev is Honorary Doctor of Engineering of Heriot-Watt University.

During last 4 years, Mr Mangazeev has been President Advisor of OJSC Vostokgazprom, which is a company controlled by OJSC Gazprom, the Russian energy company.

EXPLORATION

Vamarov Project – Western Siberia, Russia

The Company has studied the data from the Vamarov Project, including an independent assessment of the original oil in place and the volume of remaining recoverable oil, and believes that the Vamarov Project may contain up to 55 mmbbl of proved and probable ("2P") reserves. This internal estimate is based on the original oil in place as estimated by the independent assessment, but uses different recovery factors, which the Company believes are appropriate for production using hydraulic fracturing techniques in the region.

13 wells have been drilled on the Zapadno-Novomolodezhniy block and, in March 2012, the Company commenced the work-over of some of these wells and the construction of a short pipeline to tie these wells into the existing pipeline. The commencement of oil production in this block is expected to occur in the third quarter of 2012. A communication corridor passes through the northern part of the Zapadno-Novomolodezhniy block and includes pipelines and a hard-surface all-weather road, which can be used throughout the year, and a power transmission line.

8 wells have been drilled on the Yuzhno-Sardakovsky block and, in March 2012, the Company commenced the work-over and hydraulic fracturing of some of these wells. The commencement of oil production in this block is expected to occur during winter 2012/2013. The nearest oil pipelines are 16 km from the block and the nearest hard-surface road is 11 km from the block.

The Company intends to issue a reserve report for the Vamarov Project in accordance with the industry standard SPE-PRMS standards during the second quarter of 2012.

Krasnoleninsky Project – Western Siberia, Russia

The Company, through its wholly-owned subsidiary IPL Siberia Ltd, owns a 75% equity interest in Souville Investments Ltd ("**Souville**"). Souville is the 100% legal and beneficial holder of Irtysh-Neft, a Russian company having exploration rights to four blocks in Western Siberia ("**Krasnoleninsky Project**"). Assuryan Assets Ltd holds the remaining 25% interest in Souville and, by extension, the Krasnoleninsky Project. The four blocks comprising the Krasnoleninsky Project cover a total area of 1,467 km² and are located in the Khanty-Mansiysk Region in Western Siberia, the largest oil-producing region of Russia.

The 1,467 km² area comprising the Company's four licence blocks has been extensively surveyed by 2,446 line-kilometres of closely-spaced 2D seismic data, which identified more than thirty prospects, including five "superstructures". Within these superstructures, there are a number of potential reservoirs, ranging in age from Paleozoic to Cretaceous, stacked upon each other, offering the potential of multiple producing zones in a single well. In a report to evaluate the hydrocarbon resource potential dated 12 May 2011, Ryder Scott Company-Canada, an independent oil and gas consultant ("**Ryder Scott**"), estimated the unrisks prospective (undiscovered recoverable) resources of the four blocks at 169 (Low Estimate), 260 (Best Estimate) and 385 (High Estimate) million barrels¹. Based on the undiscovered unrisks resource estimates and scoping type resource economic evaluation reports from Ryder Scott and the oil shows in Well No. 1 and Well No. 2, the Company believes that the Krasnoleninsky Project has significant exploration potential.

In May 2011, drilling at both Well No. 1 and Well No.2 reached the target depths of 2,850 metres and 2,930 metres respectively and oil was found during drilling of both wells. The results of the interpretation of electrical logging of Well No. 1 and Well No. 2 were obtained in June 2011, and the interpretation of the electrical logging indicated that the Bazhenov and Tyumen suites are oil-bearing. In addition, the interpretation of the Palaeozoic suite indicated that the fractured zones in both wells are potentially oil-bearing.

During August 2011, the Company discovered an oilfield at Well No. 2. Oil commerciality was established in the J4 formation at the interval between 2,740 metres and 2,745 metres of Well No. 2, from which an unstimulated daily inflow of 6 cubic meters of oil was received. Using the data from this test, the Company

has estimated oil flow rates after hydraulic fracturing to be 202 barrels per day (low case), 419 barrels per day (base case), and 508 barrels per day (high case) from this interval only.

Later in August 2011, the Company also discovered an oilfield during testing of Well No. 1. Oil commerciality was established in the J2-3 formation at the interval between 2,647 metres and 2,665.5 metres of Well No. 1, from which an unstimulated daily inflow of 5.5 cubic metres of oil was recorded.

¹ It should be noted that the discoveries are unappraised and that these discoveries increase the confidence in the Ryder Scott-Canada resource estimates relating to the drilled prospects (which will be the subject of reserves report to be completed during the first quarter of 2012) and de-risks the undrilled prospects in the Krasnoleninsky Project.

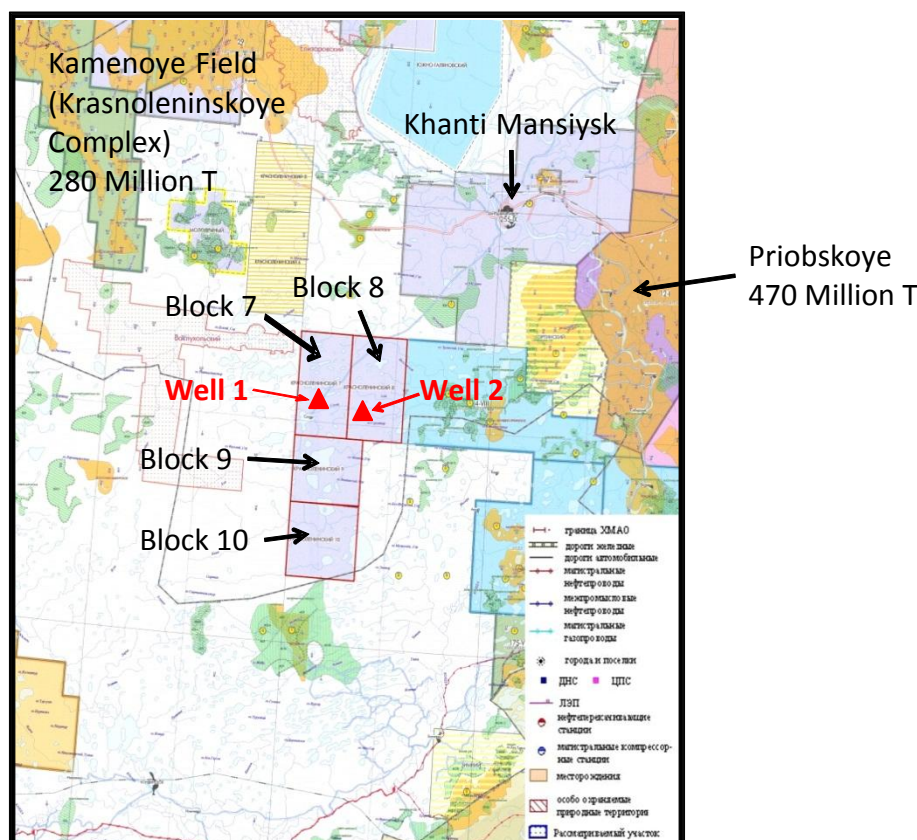


Figure 1: Location Map of Krasnoleninsky Project and Wells No. 1 and No. 2

The Company conducted a stimulation programme using hydraulic fracturing in these two wells during the first quarter of 2012, and intends to issue a reserve report for the Krasnoleninsky Project in accordance with the industry standard SPE-PRMS standards during the second quarter of 2012.

The current approved work program requires the drilling of two wells on the Krasnoleninsky blocks by 30 June 2012 and the drilling of two additional wells by 30 December 2012 ("**Current Work Program**"). The Company satisfied the first part of this requirement by drilling Wells No. 1 and No. 2 during 2011 and plans to satisfy the second part of the Current Work Program by drilling Wells No. 3 and No. 4 in licence blocks 9 and 10 respectively in the second half of 2012.

BUSINESS DEVELOPMENT OPPORTUNITIES

Whilst the Company is focused on exploration at its existing projects, during the quarter, it continued to review other companies and regions, such as Russia and Africa, for opportunities to acquire additional exploration and/or production projects.

Yours faithfully

Tony Sage
Non-Executive Chairman

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About International Petroleum

International Petroleum is an oil and gas exploration company.

The Company is listed on the National Stock Exchange of Australia (**NSX: IOP**). The Company has established a sponsored Level 1 American Depositary Receipt ("**ADR**") program with BNY Mellon and the ADR is quoted on OTCQX International (**OTCQX: ITPLY**).

The Company owns:

1. a 75% equity interest in the exploration rights to four blocks, covering a total area of 1,467 km², located in the Khanty-Mansiysk Autonomous Region in Western Siberia, the largest oil-producing region of Russia in Western Siberia (the "**Krasnoleninsky Project**"). During 2011, the Company drilled two exploration wells in the Krasnoleninsky Project and discovered commercial quantities of oil in both wells.
2. a 100% equity interest in two licences for geological study of subsoil, prospecting and extraction of oil and gas in the Khanty-Mansiysk Autonomous Region in Western Siberia (the "**Vamarov Project**").
3. a 75% equity interest in an exploration licence in the Tomsk region of Western Siberia (the "**Tomsk Exploration Licence**" or the "**Druzhny Project**").
4. a 50% interest in an early stage project covering 24,649 km² in eastern and south eastern Kazakhstan ("**Kazakhstan Project**"), which borders the western boundary of the People's Republic of China. International Petroleum's subsidiary company, North Caspian Petroleum Limited, has exclusive exploration rights to the Kazakhstan Project until November 2012.

Whilst the Company is focused on exploration at its existing projects in Russia and Kazakhstan, it continues to review other companies and areas, such as Russia and Africa, for opportunities to acquire additional exploration and/or production projects.

About OTCQX

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Quarterly Report

Name of entity

INTERNATIONAL PETROLEUM LIMITED

ABN

76 118 108 615

Quarter ended ("current quarter")

31 March 2012

Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter US\$'000	Year to date (3 months) US\$'000
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) staff costs	(532)	(532)
	(b) advertising and marketing	(23)	(23)
	(c) research and development	-	-
	(d) leased assets	-	-
	(e) other working capital	(90)	(90)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	30	30
1.5	Interest and other costs of finance paid	(234)	(234)
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)		
	(a) Payments for exploration	(9,421)	(9,421)
	(b) Payments for business development	(157)	(157)
	(c) VAT refunds received	375	375
Net operating cash flows		(10,052)	(10,052)

		Current quarter US\$'000	Year to date (3 months) US\$'000
1.8	Net operating cash flows (carried forward)	(10,052)	(10,052)
1.9	Cash flows related to investing activities		
	(a) payment of cash consideration for controlled entity acquired in prior year	(3,000)	(3,000)
	(b) payment of liabilities assumed (controlled entity acquired in prior year)	(4,000)	(4,000)
	(c) purchase of equity investments	-	-
	(d) purchase of intellectual property	-	-
	(e) purchase of physical non-current assets	(20)	(20)
	(f) purchase of other non-current assets	-	-
1.10	Proceeds from disposal of:		
	(a) businesses (item 5)	-	-
	(b) equity investments	-	-
	(c) intellectual property	-	-
	(d) physical non-current assets	-	-
	(e) other non-current assets	-	-
1.11	Loans to other entities	-	-
1.12	Loans repaid by other entities	-	-
1.13	Other (provide details if material)		
	(a) Performance bonds put in place	-	-
	(b) Performance bonds relinquished	-	-
	(c) Security for facilities put in place	-	-
	Net investing cash flows	(7,020)	(7,020)
1.14	Total operating and investing cash flows	(17,072)	(17,072)
	Cash flows related to financing activities		
1.15	Proceeds from issues of shares (net of costs)	34,049	34,049
1.16	Proceeds from sale of forfeited shares	-	-
1.17	Proceeds from borrowings	2,200	2,200
1.18	Repayment of borrowings	(7,110)	(7,110)
1.19	Dividends paid	-	-
1.20	Other (provide details if material)	-	-
	Net financing cash flows	29,139	29,139
	Net increase (decrease) in cash held	12,067	12,067
1.21	Cash at beginning of quarter/year to date	918	918
1.22	Exchange rate adjustments	49	49
1.23	Cash at end of quarter	13,034	13,034

Payments to directors of the entity and associates of the directors**Payments to related entities of the entity and associates of the related entities**

		Current quarter US\$'000
1.24	Aggregate amount of payments to the parties included in item 1.2	316
1.25	Aggregate amount of loans to the parties included in item 1.11	-

1.26 Explanation necessary for an understanding of the transactions

US\$315,871 has been paid to directors during the quarter for the provision of their services as directors.

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

On 3 November 2011, the Company assumed control of Vamaro Investments Limited. The purchase consideration included the issue of 55,000,000 International Petroleum Limited shares which were issued on 7 February 2012.

2.2 Details of outlays made by other entities to establish or increase their share in businesses in which the reporting entity has an interest

N/A

Financing facilities available

Add notes as necessary for an understanding of the position. (See AASB 1026 paragraph 12.2).

		Amount available US\$'000	Amount used US\$'000
3.1	Loan facilities	Nil ¹	10,000
3.2	Credit standby arrangements	-	-

¹ Loan facility has been drawn down in full.

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.		Current quarter US\$'000	Previous quarter US\$'000
4.1	Cash on hand and at bank	12,880	767
4.2	Deposits at call	154	151
4.3	Bank overdraft		
4.4	Other (provide details)		
Total: cash at end of quarter (item 1.23)		13,034	918

Acquisitions and disposals of business entities

	Acquisitions (Item 1.9(a))	Acquisitions (Item 1.9(a))	Disposals (Item 1.10(a))
5.1	Name of entity		
5.2	Place of incorporation or registration		
5.3	Consideration for acquisition or disposal		
5.4	Total net assets on acquisition		
5.5	Nature of business		

On 3 November 2011, the Company assumed control of Vamaro Investments Limited ('Vamaro') and Vamaro has been included in the consolidated accounts of International Petroleum Limited ("Company") since 3 November 2011. Details of the acquisition are set out in the Company's 31 December 2011 annual report. During the March 2012 quarter, the following components of the purchase consideration were satisfied:

- the issue of 55,000,000 shares in the Company (issued on 7 February 2012);
- a cash payment of US\$3m (paid on 27 February 2012); and
- liabilities of US\$4m assumed (paid on 13 February 2012).

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act (except to the extent that information is not required because of note 2) or other standards acceptable to NSX.
- 2 This statement gives a true and fair view of the matters disclosed.

Sign here: Claire Tolcon
(Company secretary)

Date: 30 April 2012

Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
2. The definitions in, and provisions of, *AASB 1026: Statement of Cash Flows* apply to this report except for the paragraphs of the Standard set out below.
 - 6.2 - reconciliation of cash flows arising from operating activities to operating profit or loss
 - 9.2 - itemised disclosure relating to acquisitions
 - 9.4 - itemised disclosure relating to disposals
 - 12.1(a) - policy for classification of cash items
 - 12.3 - disclosure of restrictions on use of cash
 - 13.1 - comparative information
3. **Accounting Standards.** NSX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.