

Extractive Sector Transparency Measures Act - Annual Report



Reporting Entity Name

International Petroleum Corporation

Reporting Year

From

01/01/2018

To:

31/12/2018

Date submitted

17/05/2019

Reporting Entity ESTMA Identification Number E478943

- Original Submission
- Amended Report

Other Subsidiaries Included

(optional field)

Not Consolidated

Not Substituted

Attestation by Reporting Entity

In accordance with the requirements of the ESTMA, and in particular section 9 thereof, I attest I have reviewed the information contained in the ESTMA report for the entity(ies) listed above. Based on my knowledge, and having exercised reasonable diligence, the information in the ESTMA report is true, accurate and complete in all material respects for the purposes of the Act, for the reporting year listed above.

Full Name of Director or Officer of Reporting Entity

Christophe Nerguararian

Date

30/04/2019

Position Title

Chief Financial Officer

Extractive Sector Transparency Measures Act - Annual Report

Reporting Year	From: 01/01/2018	To: 31/12/2018	
Reporting Entity Name	International Petroleum Corporation		Currency of the Report USD
Reporting Entity ESTMA Identification Number	E478943		
Subsidiary Reporting Entities (if necessary)			

Payments by Payee

Country	Payee Name ¹	Departments, Agency, etc... within Payee that Received Payments ²	Taxes	Royalties	Fees	Production Entitlements	Bonuses	Dividends	Infrastructure Improvement Payments	Total Amount paid to Payee	Notes ^{3,4}
Netherlands	Government of the Netherlands	Team Oil and Gas	90,000							90,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
France	Government of France	Direction Départementale des Finances Publiques - Aube (see Note 4)	770,000							770,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
France	Government of France	Direction Départementale des Finances Publiques - Marne (see Note 4)	2,530,000							2,530,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
France	Government of France	Service des Impôts des Particuliers Troyes Extérieur (see Note 4)	640,000							640,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
France	Government of France	Service des Impôts des Particuliers Vitry-le François (see Note 4)	90,000							90,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
France	Government of France	Service des Impôts des Particuliers Chalons-en-Champagne (see Note 4)	830,000							830,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
France	Government of France	Service des Impôts des Particuliers Epemay (see Note 4)	480,000							480,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
France	Government of France	Trésoreie de Montmirail (see Note 4)	1,250,000							1,250,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
Malaysia	Petroleum Nasional Berhad		910,000			27,010,000				27,920,000	Production entitlements includes in-kind contributions. The value of the in-kind contributions were determined using volumes reported on a lifting basis and valued at market price. Exchange rate as of the issuer's financial year end 1 USD = 4.0354 MYR

- Additional Notes:**
- (1) All payments are reported in United States Dollars ("USD") which is the reporting currency used in IPC consolidated financial statements. Payments made in currencies other than USD have been translated using a 12 month average exchange rate during the period.
FX rates used:
USD/EUR = 1.1815
MYR/USD = 4.0354
- (2) In 2018, IPC was engaged in production sharing contracts in Malaysia and under these contracts the host government is entitled to a share of the oil or gas produced. These entitlements are commonly paid in-kind. In this report, such volumes are reported on a lifting basis and valued at market price.
- (3) This 2018 IPC ESTMA report does not include payments done by IPC Alberta LTD. and BlackPearl Resources Inc. Please refer to their separate audited ESTMA reports.
- (4) For payments made in France, department names have been reported with their original language.

¹ Enter the proper name of the Payee receiving the money (i.e. the municipality of x, the province of y, national government of z).

² Optional field.

³ When payments are made in-kind, the notes field must highlight which payment includes in-kind contributions and the method for calculating the value of the payment.

⁴ Any payments made in currencies other than the report currency must be identified. The Reporting Entity may use the Additional notes row or the Notes column to identify any payments that are converted, along with the exchange rate and primary method used for currency conversions.

Extractive Sector Transparency Measures Act - Annual Report

Reporting Year	From: 01/01/2018	To: 31/12/2018	
Reporting Entity Name	International Petroleum Corporation		Currency of the Report USD
Reporting Entity ESTMA Identification Number	E478943		
Subsidiary Reporting Entities (if necessary)			

Payments by Project

Country	Project Name ¹	Taxes	Royalties	Fees	Production Entitlements	Bonuses	Dividends	Infrastructure Improvement Payments	Total Amount paid by Project	Notes ²³
Netherlands	Corporate	90,000							90,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
France	Paris Bassin	6,590,000							6,590,000	Exchange rate as of the issuer's financial year end 1 EUR = 1.1815 USD
Malaysia	Bertam MP7	910,000			27,010,000				27,920,000	Production entitlements includes in-kind contributions. The value of the in-kind contributions were determined using volumes reported on a lifting basis and valued at market price. Exchange rate as of the issuer's financial year end 1 USD = 4.0354 MYR

Additional Notes³:

(1) All payments are reported in United States Dollars ("USD") which is the reporting currency used in IPC consolidated financial statements. Payments made in currencies other than USD have been translated using a 12 month average exchange rate during the period.
FX rates used:
USD/EUR = 1.1815
MYR/USD = 4.0354

(2) In 2018, IPC was engaged in production sharing contracts in Malaysia and under these contracts the host government is entitled to a share of the oil or gas produced. These entitlements are commonly paid in-kind. In this report, such volumes are reported on a lifting basis and valued at market price.

(3) This 2018 IPC ESTMA report does not include payments done by IPC Alberta LTD. and BlackPearl Resources Inc. Please refer to their separate audited ESTMA reports.

¹ Enter the project that the payment is attributed to. Some payments may not be attributable to a specific project, and do not need to be disclosed in the "Payments by Project" table.
² When payments are made in-kind, the notes field must highlight which payment includes in-kind contributions and the method for calculating the value of the payment.
³ Any payments made in currencies other than the report currency must be identified. The Reporting Entity may use the "Additional Notes" row or the "Notes" column to identify any payments that are converted, along with the exchange rate and primary method used for currency conversions.

ESTMA INTRODUCTION

International Petroleum Corp. (“IPC” or the “Corporation” and, together with its subsidiaries, the “Group”) has prepared the following annual report (“the Annual Report”) of payments made to government entities for the year ended December 31, 2018 as required by the Extractive Sector Transparency Measures Act S.C. 2014, c.39, s.376 (“ESTMA” or “the Act”).

BASIS OF PREPARATION

The report is presented in United States Dollars, the Company’s reporting currency, and has been prepared in accordance with the requirements of the Act and the Natural Resources Canada (“NRCan”) Technical Reporting Specifications.

The report includes all payments by the subsidiaries of the Group except the payments made by IPC Alberta Ltd. and by BlackPearl Resources Inc. which are disclosed in specific audited ESTMA reports.

The following is a summary of significant policies and judgments that the Group has made for the purpose of preparing the report.

Significant policies

Cash and in-kind payments

Payments are reported on a cash basis and have been reported in the period in which the payment was made. In-kind payments are converted to an equivalent cash value based on cost or, if cost is not determinable, the in-kind payment is reported at the fair market value. The valuation method for each payment has been disclosed in the notes section of the ESTMA Annual Report.

Payments to the “same payee” that meet or exceed USD 75,000 in one category of payment are disclosed. Payments are rounded to the nearest USD 10,000.

Payee

For the purposes of the Act, a payee is:

- a. Any government in Canada or in a foreign state;
- b. A body that is established by two or more governments; or
- c. Any trust, board, commission, corporation or body or other authority that is established to exercise or perform, or that exercises or performs, a power, duty or function of a government for a government referred to in paragraph (a) above or a body referred to in paragraph (b) above.

Payees include governments at any level, including national, regional, provincial, local, or municipal levels. Payees may include non-governmental entities if the benefit bestowed would have otherwise been provided by the government. Payees also include any government-owned or government-controlled entities that exercise or perform a power, duty or function of government.

The individual department, agency or other body of the payee that received the payment has been disclosed in the appropriate section of the ESTMA Annual Report.

Reportable Payments

A reportable payment for ESTMA purposes is one that:

- a. Is made to the same payee;
- b. Is made in relation to the commercial development of oil, gas or minerals; and
- c. Totals, as a single or multiple payments, at least USD 75,000 within one of the following prescribed seven payment categories

Taxes

This category includes taxes paid by the Group on its income, profits or production in relation to the commercial development of oil and gas resources. Taxes reported include property taxes, business taxes and certain provincial resource surcharges. Consumption taxes, personal income taxes and taxes withheld by others on behalf of the Group are excluded as per the Act.

Royalties

Royalties are payments for the rights to extract oil and gas resources, typically at a set percentage of revenue. Both cash royalties and royalties paid in-kind are reported in this category.

Fees

This category may include rental fees, entry fees, administration fees, annual fees, interest penalty charges and regulatory charges as well as fees or other consideration for licenses, permits or concessions. The fee category is broad and includes payments to various payees that in substance is a fee. Consultation payments to Aboriginal governments are reported under this category. Amounts paid in ordinary course commercial transactions in exchange for services provided by a payee are excluded.

Production entitlements

A payee's share of oil, gas or mineral production under a production sharing agreement or similar contractual or legislated arrangement is reported under this category.

Bonuses

Signing, discovery, production and any other type of bonuses paid to a payee in relation to the commercial development of oil and gas resources are reported under this category. The bonus category is broad and includes payments to payees that in substance is a bonus.

Dividends

Dividends are dividend payments, other than dividends paid to a payee as an ordinary shareholder of the Group on shares that were acquired by the payee on the same terms as were available at the time of acquisition to other shareholders, that are not in lieu of any other reportable payment.

Infrastructure improvement payments

This payment category consists of payments for the construction of infrastructure that do not relate primarily to the operational purposes of the Group.

Significant Estimates and Judgements

The preparation of the Report in accordance with the Act requires the use of judgements, estimates and assumptions, which includes evaluation of the substance, rather than the form, of the payment.

Payments by Project Level

Payments have been reported at the project level as required by the Act. A "project" means the operational activities are governed by a single contract, license, lease, concession or similar legal agreement that forms the basis for a payment liability with a payee. If multiple such agreements are substantially interconnected, they would be considered a single project.

"Substantially interconnected" means forming a set of operationally and geographically integrated contracts, licenses, leases or concessions or related agreements with substantially similar terms that are signed with a government and give rise to payment liabilities.

The Group has determined that the operational activities governed by surface or mineral lease contracts related to key operational areas are substantially interconnected and has reported payments related to each such area as a single project. The Group has considered geographical location and common infrastructure as two key indicators for making this determination.

Commercial Development

The Act defines ‘commercial development of oil, gas or minerals’ as:

- a) The exploration or extraction of oil, gas or minerals;
- b) The acquisition or holding of a permit, licence, lease or any other authorization to carry out any of the activities referred to in paragraph (a); or
- c) Any other prescribed activities in relation to oil, gas or minerals.

Payments made by the Group to payees relating to the commercial development of oil, gas or minerals (“commercial development”) are disclosed in this Report. The Group’s initial processing activities which are integrated with its extraction operations are included in commercial development. The Report excludes payments that are not related to the Group’s commercial development activities.

Refunds, rebates and credits

Amounts paid to payees have been reported at the amount paid by the Corporation, including instances where an applicable credit or rebate reduces the amount payable, to reflect the net cash payment to the payee. Cash refunds or rebates received from payees have not been reported where they have not been applied as a credit to amounts owing.

Payments made in situations of joint control

The Group reports all cash payments that it pays directly to a payee, and includes all amounts paid as an operator as part of a joint arrangement (i.e. a working interest). This is the case even where the Group as the operator has been proportionally and directly reimbursed by its non-operating partners. When the Group is a non-operator and payments are made by the operator on behalf of the Group, those payments are not reported.

Acquisition and Divestiture Activities

Acquisitions

Payments to a payee made by the Group relating to the acquisition (for the commercial development of oil, gas or minerals), after the effective date and before the close date of a corporate or asset acquisition have been excluded from this Report. All Payments to a payee made by the Group subsequent to the closing date of a corporate or asset acquisition have been included in this Report.

Divestitures

Payments to a payee made by the Group relating to the divestiture (for the commercial development of oil, gas or minerals), after the effective date and before the close date of a corporate or asset divestiture have been included in this Report.

Corporate Social Responsibility (“CSR”) Payments

The ESTMA Report includes CSR payments that contractually obligate the Group to make to a payee, or to another party under the direction of a payee, as a result of the Group’s commercial development. Additionally, the Group has reported voluntary CSR payments which have been made to a payee, or to another party under the direction of a payee, and relates directly to the Group’s commercial development.