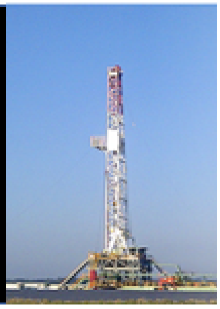
TAMASKA
OIL & GAS LIMITED

102 Forrest Street
Cottesloe WA 6011
PO Box 453
West Perth WA 6872

Tel: '+61 8 9320 4700
Email: info@tamaska.com.au
www.tamaska.com.au



ASX Release

12 January 2022

NOTICE OF GENERAL MEETING

Tamaska Oil & Gas Limited (ASX: TMK) (**Company**) advises that a General Meeting (**Meeting**) of the Company will be held in person at 102 Forrest Street, Cottesloe Western Australia on Friday, 11 February 2022 at 10.00am (WST).

The Australian Securities and Investments Commission (ASIC) has adopted a temporary 'no-action' position in relation to the convening and holding of shareholder meetings. The position follows on from the *Corporations* (*Coronavirus Economic Response*) *Determination (No.3) 2020* which expired on 21 March 2021. ASIC's 'no action' policy addresses, amongst other things, companies providing shareholders with details of an online location where the contents of a notice of meeting can be viewed and downloaded.

Accordingly the Company is not sending hard copies of the Meeting materials to shareholders, unless specifically requested following the date of this letter.

Instead, Shareholders can view and download the Notice of Meeting and accompanying Explanatory Statement on the Company's website at www.tamaska.com.au or from the ASX website at www.asx.com.au.

Due to COVID-19 transmission risks, the Company encourages all Shareholders to vote by proxy, rather than attending the Meeting in person. The Company will adhere to all social distancing measures prescribed by government authorities at the Meeting, and Shareholders attending the Meeting will need to ensure they comply with the protocols. We are concerned for the safety and health of Shareholders, staff and advisers, so we will put in place certain measures including social distancing requirements.

As a precaution in relation to COVID-19, each Resolution will be decided by poll, based on proxy votes and by votes from Shareholders in attendance at the Meeting. Shareholders are strongly encouraged to vote by lodging the proxy form attached to this letter, in accordance with the instructions set out on that form, by no later than 10:00am (WST) on 9 February 2022.

This announcement has been approved by the Board of Tamaska.

For and on behalf of the board.

For further information, please contact:

Brett Lawrence
Managing Director
Tel: +61 8 9320 4700
Email: info@tamaska.com.au

This announcement was authorised for release by:

Brett Lawrence
Managing Director

TAMASKA
OIL & GAS LIMITED

Tamaska Oil and Gas Limited (to be renamed TMK Energy Limited)

ACN 127 735 442

NOTICE OF GENERAL MEETING

The general meeting of the Company will be held at 102 Forrest Street, Cottesloe, Western Australia on Friday, 11 February 2022 at 10:00am (WST).

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Should you wish to discuss any matter please do not hesitate to contact the Company Secretary on +61 8 9320 4700.

Tamaska Oil and Gas Limited (to be renamed TMK Energy Limited)
ACN 127 735 442

NOTICE OF GENERAL MEETING

Notice is hereby given that the general meeting of Shareholders of Tamaska Oil and Gas Limited (**Company**) will be held at 102 Forrest Street, Cottesloe, Western Australia on Friday, 11 February 2022 at 10:00 am (WST) (**Meeting**).

The Explanatory Statement to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Statement and the Proxy Form form part of this Notice.

The Directors have determined pursuant to regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on Wednesday, 9 February 2022 at 10.00 am (WST).

Terms and abbreviations used in this Notice and Explanatory Statement are defined in Section 15.

AGENDA

1. Resolution 1 – Approval of change to scale of activities resulting from the Acquisition

To consider and, if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, subject to the passing of each of the Acquisition Resolutions, for the purposes of Listing Rule 11.1.2 and for all other purposes, Shareholders approve the significant change to the scale of the Company's activities resulting from the Acquisition on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of a counterparty to the Acquisition and their nominees that, of itself or together with one or more other transactions, will result in a significant change to the nature or scale of the entity's activities and any other person who will obtain a material benefit as a result of the Acquisition (except a benefit solely by reason of being a Shareholder) or any associates of those persons.

However, this does not apply to a vote cast in favour of this Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

(ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

2. Resolution 2 – Approval to issue Consideration Securities

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, subject to each of the other Acquisition Resolutions being passed, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve and authorise the issue of 1,600,000,000 Shares and 1,600,000,000 Performance Shares (**Consideration Securities**) to the Vendors (or their nominees) as part of the consideration for the Acquisition on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of the Vendors and their nominees and any other person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder) or any associates of those persons.

However, this does not apply to a vote cast in favour of this Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

(ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

3. Resolution 3 – Section 611, item 7 approval for issue of Consideration Securities to Tsetsen Zantav

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, subject to each of the other Acquisition Resolutions being passed, for the purposes of section 611 item 7 of the Corporations Act, and all other purposes, Shareholder approval is given for the Company to issue a total of 789,000,000 Shares, 789,000,000 Performance Shares (and

789,000,000 Shares on conversion of the Performance Shares) and 35,000,000 Performance Rights (and 35,000,000 Shares on conversion of the Performance Rights) to Tsetsen Zantav as part of the consideration for the Acquisition resulting in Mr Zantav acquiring a relevant interest in the Company exceeding 20%, on the terms and conditions in the Explanatory Statement accompanying this Notice."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by the Vendors and their associates.

An Independent Expert's Report on the Company's proposed Acquisition has been prepared for the purposes of Shareholder approvals under section 611 item 7 of the Corporations Act. The Independent Expert has concluded that the proposed Acquisition is not fair but reasonable to Shareholders. Shareholders should carefully consider the Independent Expert's Report, a copy of which is contained in Schedule 6.

4. Resolution 4 – Approval of Performance Shares

To consider and, if thought fit, to pass with or without amendment, the following resolution as a **special resolution**:

"That, subject to each of the other Acquisition Resolutions being passed, for the purposes of section 246B(1) of the Corporations Act and Rule 2.1 of the Constitution and for all other purposes, the Company be authorised to create a new class of share on the terms and conditions set out in the Explanatory Statement (**Performance Shares**)."

5. Resolution 5 – Appointment of Gema Gerelsaikhan as a Director

To consider and, if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution:**

"That, subject to each of the other Acquisition Resolutions being passed, with effect from Completion, Gema Gerelsaikhan be appointed as a Director."

6. Resolution 6 – Appointment of Stuart Baker as a Director

To consider and, if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution:**

"That, subject to each of the other Acquisition Resolutions being passed, with effect from Completion, Stuart Baker be appointed as a Director."

7. Resolution 7 – Approval to issue Capital Raising Shares

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, subject to each of the other Acquisition Resolutions being passed, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve and authorise the issue of up to 245,000,000 Shares each at an issue price of $0.008 (**Capital Raising Shares**) to the Capital Raising Participants on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of the Capital Raising Participants and their nominees and any other person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder) or any associates of those persons.

However, this does not apply to a vote cast in favour of this Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

    (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

    (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

8. Resolution 8 – Approval for Brett Lawrence to participate in Capital Raising

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 10.11 and for all other purposes, Shareholders approve and authorise Brett Lawrence (or his nominees) to participate in the Capital Raising to the extent of up to 1,875,000 Shares on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Brett Lawrence and his nominees or a person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder) or any associates of those persons.

However, this does not apply to a vote cast in favour of this Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

(ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

9. Resolution 9 – Approval for Tim Wise to participate in Capital Raising

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 10.11 and for all other purposes, Shareholders approve and authorise Tim Wise (or his nominees) to participate in the Capital Raising to the extent of up to 2,500,000 Shares on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Tim Wise and his nominees or a person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder) or any associates of those persons.

However, this does not apply to a vote cast in favour of this Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

(ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

10. Resolution 10 – Approval to issue Introduction Securities

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve and authorise the issue of 50,000,000 Shares and 75,000,000 Options (**Introduction Securities**) to

Chieftan Securities (or its nominees) on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Chieftan Securities and its nominees and any other person who will obtain a material benefit as a result of the proposed issue (except a benefit solely by reason of being a Shareholder) or any associates of those persons.

However, this does not apply to a vote cast in favour of this Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

(ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

11. Resolution 11 – Adoption of TMK Employee Securities Incentive Plan

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

“That, for the purposes of Listing Rule 7.2 Exception 13(b), as an exception to Listing Rule 7.1, and for all other purposes, approval is given for the establishment of the "TMK Employee Securities Incentive Plan" and the issue of up to a maximum of 250,000,000 securities under that plan on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of a person who is eligible to participate in the TMK Employee Securities Incentive Plan and their nominees or any associates of those persons.

However, this does not apply to a vote cast in favour of this Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

    (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

    (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

---

12. Resolution 12 – Approval to issue Performance Rights to Gema Gerelsaikhan

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 10.14 and for all other purposes, Shareholders approve the grant of up to 15,000,000 Performance Rights under the TMK Employee Securities Incentive Plan to Gema Gerelsaikhan or her nominees on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion and Prohibition

The Company will disregard any votes cast in favour this Resolution by or on behalf of a Director or any Key Management Personnel, or an associate of those persons. However, this does not apply to a vote cast in favour of the Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

    (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

    (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In accordance with section 250BD of the Corporations Act, a vote on this Resolution must not be cast by a person appointed as a proxy, where that person is either a member of the Key Management Personnel or a Closely Related Party of such member. However, a vote may be cast by such person if the vote is not cast on behalf of a person who is otherwise excluded from voting, and

(a) the person is appointed as a proxy and the appointment specifies how the proxy is to vote; or

(b) the person appointed as proxy is the Chair and the appointment does not specify how the Chair is to vote but expressly authorises the Chair to exercise the proxy even if the Resolution is connected with the remuneration of a member of the Key Management Personnel.

13. Resolution 13 – Approval to issue Performance Rights to Stuart Baker

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 10.14 and for all other purposes, Shareholders approve the grant of up to 10,000,000 Performance Rights under the TMK Employee Securities Incentive Plan to Stuart Baker or her nominees on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion and Prohibition

The Company will disregard any votes cast in favour this Resolution by or on behalf of a Director or any Key Management Personnel, or an associate of those persons. However, this does not apply to a vote cast in favour of the Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

   (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

   (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In accordance with section 250BD of the Corporations Act, a vote on this Resolution must not be cast by a person appointed as a proxy, where that person is either a member of the Key Management Personnel or a Closely Related Party of such member. However, a vote may be cast by such person if the vote is not cast on behalf of a person who is otherwise excluded from voting, and

(a) the person is appointed as a proxy and the appointment specifies how the proxy is to vote; or

(b) the person appointed as proxy is the Chair and the appointment does not specify how the Chair is to vote but expressly authorises the Chair to exercise the proxy even if the

Resolution is connected with the remuneration of a member of the Key Management Personnel.

14. Resolution 14 – Approval to issue Performance Rights to Brett Lawrence

To consider, and if thought fit, to pass with or without amendment, the following resolution as an ordinary resolution:

"That, for the purposes of Listing Rule 10.14 and for all other purposes, Shareholders approve the grant of up to 10,000,000 Performance Rights under the TMK Employee Securities Incentive Plan to Brett Lawrence or his nominees on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion and Prohibition

The Company will disregard any votes cast in favour this Resolution by or on behalf of a Director or any Key Management Personnel, or an associate of those persons. However, this does not apply to a vote cast in favour of the Resolution by:

(a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or

(b) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or

(c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

(i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and

(ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

In accordance with section 250BD of the Corporations Act, a vote on this Resolution must not be cast by a person appointed as a proxy, where that person is either a member of the Key Management Personnel or a Closely Related Party of such member. However, a vote may be cast by such person if the vote is not cast on behalf of a person who is otherwise excluded from voting, and

(a) the person is appointed as a proxy and the appointment specifies how the proxy is to vote; or

(b) the person appointed as proxy is the Chair and the appointment does not specify how the Chair is to vote but expressly authorises the Chair to exercise the proxy even if the Resolution is connected with the remuneration of a member of the Key Management Personnel.

15. Resolution 15 – Approval to change company name

To consider, and if thought fit, to pass with or without amendment, the following resolution as a special resolution:

“That, for the purposes of section 157(1)(a) of the Corporations Act, the name of the Company be changed from "Tamaska Oil and Gas Limited" to "TMK Energy Limited" with effect from the date that ASIC alters the details of the Company's registration."

Dated 12 January 2022

BY ORDER OF THE BOARD

Sylvia Moss
Company Secretary

EXPLANATORY STATEMENT

An Independent Expert's Report on the Company's proposed Acquisition has been prepared for the purposes of Shareholder approvals under section 611 item 7 of the Corporations Act. The Independent Expert has concluded that the proposed Acquisition is not fair but reasonable to Shareholders. Shareholders should carefully consider the Independent Expert's Report, a copy of which is contained in Schedule 6.

1. Introduction

This Explanatory Statement has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at 102 Forrest Street, Cottesloe, Western Australia on Friday, 11 February 2022 at 10:00 am (WST).

This Explanatory Statement should be read in conjunction with, and forms part of, the accompanying Notice. The purpose of this Explanatory Statement is to provide information to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice.

A Proxy Form is located at the end of the Explanatory Statement.

2. Action to be taken by Shareholders

Shareholders should read the Notice and this Explanatory Statement carefully before deciding how to vote on the Resolutions.

2.1 Proxies

A Proxy Form is attached to the Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Please note that:

(a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;

(b) a proxy need not be a member of the Company; and

(c) a member of the Company entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

3. Proposed Acquisition of Telmen Energy Limited

3.1 Background

As announced to ASX on 16 December 2021, the Company has entered into a binding terms sheet to acquire all of the issued share capital of Telmen Energy Limited (ACN 647 482 684) (Telmen) for a consideration of 1,600,000,000 Shares and 1,600,000,000 Performance Shares (Acquisition).

3.2 Overview of Telmen and the Gurvantes XXXV CSG Project Project

Telmen is an unlisted Australian public company which owns 100% of Telmen Resource LLC, a Mongolian incorporated entity, which in turn holds a 100% interest (subject to the Talon Farmout Agreement detailed below) in the Gurvantes XXXV CSG Project located in the South Gobi Basin of Mongolia. Telmen is led by an Australian and Mongolian team which together bring the expertise and experience to explore and develop the Gurvantes XXXV CSG Project.

Planning and preparations are well advanced for an upcoming multi well exploration drilling program, expected to commence in Q1 2022.

The Gurvantes XXXV CSG Project covers a significant area of 8,400 km2 and is located in what is considered one of the most prospective basins for CSG globally. Within the Project area, multiple very thick, high quality coal seams outcrop at the surface and extend along an east-west strike for approximately 150km. Within the Project area there are six active coal mining operation, twenty-six coal mining leases and numerous coal exploration licenses with a significant amount of exploration for coal having been completed. Preliminary exploration for CSG was initially completed in 2004-2005 and CSG test work characterised the coal as containing high gas quantities of ~10 m3/t with very high methane concentration of >95% CH_4.

The Gurvantes XXXV CSG Project area is situated less than 20 km from the Chinese-Mongolian border and close to the extensive Northern China gas transmission and distribution network. Notably, it is the closest of Mongolia's CSG projects to China's West-East Gas Pipeline. Likewise, it is proximate to several large-scale mining operations with high energy needs. As such, the Gurvantes XXXV CSG Project is ideally situated for future gas sales to satisfy both local Mongolian, as well as Chinese, energy requirements.

Telmen's interest is held by its wholly owned subsidiary, Telmen Resource LLC, via a Production Sharing Agreement (PSA). On 21 January 2019, Telmen Resource LLC entered into a Petroleum Prospecting Agreement for three years on the Tenement with the Mineral Resources and Petroleum Authority (MRPAM), the main government organization in charge of minerals and petroleum related matters. On completion of the work program undertaken for the Petroleum Prospecting Agreement in September 2020, Telmen Resource LLC submitted the prosecting work report which was approved and accepted by MRPAM and a request to proceed to the award of a PSA was lodged. The PSA was subsequently awarded in July 2021.

Subsequent to the award of the PSA in July 2021, Telmen submitted its request for an exploration license which was awarded in September 2021. This exploration license has a duration of 10 years and can be extended for a further 5 years in certain circumstances. The final approval required prior to commencing field operations is the approval of an Environmental Impact Assessment which is well advanced and expected to be received in early 2022.

Telmen expects to commence a high impact drilling program at the Gurvantes XXXV CSG Project in mid Q1 2022. The first phase of the exploration program will include the drilling of at least 4 fully tested cored holes where important data will be gathered to confirm coal thickness, gas contents, gas composition and permeability. The drilling program is expected to allow for the estimation of Contingent Resources and allow for the design of a pilot well program. The current plan for the second phase of the exploration program is to undertake a pilot well program, which is expected to commence on completion of the initial drilling program.

Talon Energy Farmout Agreement

The exploration program is majority funded via a farmout agreement with ASX-listed Talon Energy Limited (ASX:TPD) (**Talon**) which requires Talon to spend US$4.65 million to earn a 33% Working Interest in the PSA via a two-stage farmin (**Farmout Agreement**). Telmen will remain as the Operator under the terms of the Farmout Agreement.

The Farmout Agreement requires Talon to fund 100% of the costs of an agreed budget for an initial work program including the drilling of at least four core holes up to an amount of US$1.5 million. At the conclusion of the initial work program, Talon shall have 90 days during which it may elect to either terminate the Farmout Agreement or elect to enter the second stage of the agreement by spending 100% of the costs of a secondary work program up to an amount of US$3.15 million. Talon will be assigned its Working Interest in the Gurvantes XXXV CSG Project only after it has made the election to proceed with the secondary work program. Following completion of the first and second stage of the exploration program, Telmen will be required to contribute 67% of the costs towards any subsequent work programs and will retain a 67% Working Interest in the PSA, with Talon having the remaining 33% Working Interest.

Independent Prospective Resource Assessment

The Gurvantes XXXV CSG Project is highly prospective for coal seam gas (CSG) and a maiden independent prospective resource assessment was completed in August 2021 by NSAI and delivered a risked 2U (best case) resource of 5.96 TCF.

Gurvantes XXXV CSG Project - Gross (100%) Prospective Gas Resources (TCF)*

Region	Unrisked Prospective Resource (TCF)			Risked Prospective Resource (TCF)		
	1U (Low)	2U (Best)	3U (High)	1U (Low)	**2U (Best)**	3U (High)
Prospect Area	1.30	2.02	3.38	1.17	**1.82**	3.04
Lead Area	6.89	17.94	38.24	1.95	**4.14**	8.21
Total	8.19	19.96	41.62	3.12	**5.96**	11.25

Gas volumes are expressed in the table above are in trillion cubic feet (TCF) at standard temperature and pressure basis.

**Cautionary Statement: The estimated quantities of petroleum that may be potentially recovered by the application of a future development project relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation are required to determine the existence of a significant quantity of potentially movable hydrocarbons.*

***Totals of unrisked prospective resources beyond the prospect and lead levels are not reflective of volumes that can be expected to be recovered and are therefore not shown in the NSAI report.*

The prospective resources shown in the table above have been estimated by NSAI using probabilistic methods and are dependent on a CSG discovery being made. If a discovery is made and development is undertaken, the probability that the recoverable volumes will equal or exceed the unrisked estimated amounts is 90 percent for the low estimate, 50 percent for the best estimate, and 10 percent for the high estimate.

The above table represents 100% of the Gurvantes XXXV CSG Project which is Telmen's current Working Interest. However, as disclosed above, Telmen has entered into a Farmout Agreement with Talon that will entitle Talon to a 33% Working Interest in the Gurvantes XXXV CSG Project if, after completion of the initial work program, Talon elects to proceed to the second stage work program. During the initial work program, Telmen retains 100% Working Interest and will continue to report prospective resources on a 100% basis. If Talon elects to enter the second stage work program, then Talon will earn a 33% Working Interest and accordingly Telmen's Working Interest thereafter will reduce to 67%.

Additionally, the above table represents Telmen's current Working Interest in the Gurvantes XXXV CSG Project and PSA of 100% before any Government share. As royalties are not payable in kind in Mongolia, no netting-out adjustment has been made. The Gurvantes XXXV PSA has terms that determine Government share in various ways. At this stage of the asset life, it's not possible to determine the level of Government take given significant uncertainty over possible gas prices, development and operating costs, and production rates. Telmen therefore currently considers it more appropriate to report Prospective Resources on a Working Interest basis until there is more certainty with respect to the many variables that affect the overall Government share in the production from the Gurvantes XXXV CSG Project.

For further information on Telmen and the Project refer to the Company's ASX announcement regarding the Acquisition.

3.3 Acquisition Terms

The Company has entered into a binding terms sheet for the Acquisition (**Acquisition Agreement**) with Telmen and the four majority shareholders of Telmen (**Major Shareholders**) who represent approximately 70% of the ownership of Telmen.

The largest of the Majority Shareholders, Tsetsen Zantav, owns approximately 50% of Telmen and following Completion will hold approximately 28% of all issued Shares. If all of the Performance Shares vest and that no further dilution occurs through additional capital raisings in the interim, Mr Zantav will hold approximately 38% of the issued share capital of the Company. As a result of Mr Zantav obtaining a relevant interest in excess of 20% in the Company, Shareholder approval is being sought for the issue of the Consideration Securities to Mr Zantav under section 611 item 7 of the Corporations Act (see Resolution 3). An independent expert's report commenting on the Acquisition has also been prepared (see Schedule 6). Section 6 sets out further information.

The material terms and conditions of the Acquisition Agreement are:

(a) The Company will acquire Telmen through the issue of 1,600,000,000 Shares and 1,600,000,000 Performance Shares to be issued to Telmen shareholders on a pro-rata basis to their shareholding in Telmen. The Performance Shares will consist of three tranches, each with certain performance hurdles to be met, as set out in Schedule 2. Approval for the creation of the Performance Shares is the subject of Resolution 4.

(b) The Company will grant 200 million performance rights to the management and certain board members of Telmen. These performance rights will also consist of three tranches and will have the same performance hurdles as for the Performance Shares. The Performance Rights will be granted under a proposed new equity incentive scheme for which approval is sought under Resolution 11 (see Section 12) and approval for the grant of Performance Rights to two proposed new Directors is sought under Resolutions 12 and 13 (see Section 13).

(c) The Major Shareholders will be subject to voluntary escrow of their holding of the Consideration Securities at Completion (**Voluntary Escrow Shares**) as follows:

  (i) 100% of the Voluntary Escrow Shares for the period commencing on completion and ending at 5.00pm (WST) on the date that is 6 months from completion (**Escrow Date 1**);

  (ii) 87.5% of the Voluntary Escrow Shares for the period commencing on Escrow Date 1 and ending at 5.00pm (WST) on the date that is 3 months from Escrow Date 1 (**Escrow Date 2**); and

  (iii) 75% of the Voluntary Escrow Shares for the period commencing on Escrow Date 2 and ending at 5.00pm (WST) on the date that is 3 months from Escrow Date 2.

(d) Completion is conditional upon the satisfaction or waiver of various conditions precedent by 15 February 2022 or such later date agreed by the Company and Telmen. The conditions include:

  (i) the Company and Telmen having completed due diligence on their respective assets, liabilities and operations to their respective satisfaction;

(ii) the Company obtaining all necessary shareholder and regulatory approvals required for the Proposed Acquisition under the ASX Listing Rules and the Corporations Act, including approvals for the Capital Raising and the issue of the performance rights;

(iii) the Company having received firm commitments for an equity capital raising to raise of $1,960,000 million (before transaction costs) at an issue price of not less than $0.008 per Share;

(iv) the Company not entering into any agreement to issue or issuing any further securities other than as contemplated by the agreement;

(v) the Company having not less than $3,800,000 in cash at completion;

(vi) the Company not entering into any new exploration or production asset acquisitions or applications, which require an expenditure commitment greater than $50,000 over any 3 month period (in aggregate);

(vii) there being no material adverse change in the assets or liabilities of the Company;

(viii) the Company procuring entities associated with Mr Craig Burton to sign a voting intention statement, seven days following the execution of the Acquisition Agreement;

(ix) there being no material adverse change in the assets or liabilities of Telmen (including the PSA);

(x) Telmen having not less than $100,000 in cash net of liabilities of the Telmen group excluding any liabilities that Talon will be responsible to fund under its farm in arrangement with Telmen as of the date of Settlement and Tsetsen Zantav accepting US$150,000 in full and final settlement all loans (estimated at US$466,000) owed to him and his related entities with no further amounts being owed to any of those entities at Settlement; and

(xi) the Telmen shareholders other than the Major Shareholders each having entered into separate agreements with the Company for the sale of their Telmen shares.

(e) The Major Shareholders have given comprehensive commercial warranties in relation to Telmen and its assets, including the Project, as are customary for a transaction of this nature. Each of the other Vendors will give limited warranties as to title to their Telmen shares and capacity.

(f) The Acquisition Agreements contain standard limits of liability as are customary for a transaction of this nature.

3.4 Effect of the Acquisition on the Company

(a) **Indicative Capital Structure**

Upon completion of the Acquisition and Capital Raising, the indicative capital structure of the Company will be as follows:

	Shares	**Performance Shares**	**Performance Rights**	**Options**
Current Securities	985,000,000	-	-	-
Placement Securities	245,000,000	-	-	-
Introduction Fees	50,000,000	-	-	75,000,000

Management Incentives	-	-	210,000,000	-
Telmen Acquisition	1,600,000,000	1,600,000,000	-	-
Pro-forma totals	**2,880,000,000**	**1,600,000,000**	**210,000,000**	**75,000,000**

Following completion of the Capital Raising (after costs) the Company will have approximately $3.8 million in cash and 2,880,000,000 Shares on issue.

(b) **Dilution on existing Shareholders**

The dilution of the Acquisition on existing Shareholders (excluding Performance Shares, Performance Rights and Options) is shown below.

	Shares	**% of the Company post Completion**
Existing Shareholders	985,000,000	34.2%
Capital Raising participants	245,000,000	8.5%
Chieftan Securities (Introduction Fee)	50,000,000	1.7%
Vendors	1,600,000,000	55.6%
Total post Completion of the Acquisition	2,880,000,000	100%

(c) **Proposed use of funds**

The Company's proposed use of funds and exploration budget on the two key projects (Napoleon and Gurvantes XXXV) over the 12 month period following Completion is as follows:

Activity	**A$**
Napoleon Project	
Environmental Permit (EP) preparation	198,000
Sub Surface and Engineering (EP)	90,100
Project Management (EP)	116,000
*Gurvantes Project**	
Drilling (Stage 1)	42,600
Pilot Production Program (Stage 2)	922
Contingent Projects	1,325,000
Pro-forma totals	**1,772,622**

*The Gurvantes XXXV CSG Project is the subject of a farmout agreement with Talon (refer to Section 3.2) whereby Talon is paying 100% of the initial US$1.5 million on Stage 1 of the project and if it elects to proceed to Stage 2, the next US$3.15 million of the Stage2 program. Subject to drilling results, Stage 1 may be expanded such that the total costs may exceed the US$1.5 million, in which case Telmen will be required to fund 67% of those additional costs. The contingent projects assumes that the drilling program will be increased by a further US$1.5 million, of which Telmen will be required to fund US$1 million (approximately A$1.325 million).

The above use of funds is indicative only.

(d) **Pro Forma Statement of Financial Position**

A pro forma statement of financial position on completion of the Acquisition and the Capital Raising is set out in Schedule 1. The pro forma statement of financial position is based on the Company's audited statement of financial position as at 30 June 2021.

3.5 Effect of the Acquisition on business of the Company

(a) **Changes to business model**

The Company will continue with it existing producing oil and gas assets and will post completion of the Acquisition add the exploration, and if successful the development, of the new assets.

(b) **Changes to Management**

Upon Completion, Brendan Stats will join as CEO of the Company and Brett Lawrence will step down as Managing Director and assume a non-executive director role. In addition, Dougal Ferguson will be appointed as Chief Commercial Officer of the Company. Gema Gerelsaikhan and Stuart Baker, two of the existing non-executive directors of Telmen will be appointed to the Board of the Company and Logan Robertson will resign as a Director.

Brendan Stats is a Geologist with fifteen years of experience in the Natural Resources industry. He holds a Bachelor of Science (BSc, Geology (hons)) from the University of Melbourne. Mr Stats has been on the ground living or working in Mongolia since 2011 with a particular focus and expertise on coal projects located within the South Gobi basin. Mr Stats's role as CEO of Telmen is to lead the Project development through the early stages of exploration and evaluation. He also leads the stakeholder engagement aspects of Telmen in both Mongolia and Australia. Based in Sydney, Australia.

Ms Gerelsaikhan has more than ten years of experience in marketing/communications and business development in real estate, mining and hospitality sectors. Previously she was Director of Communications / Marketing at Shangri-La Hotel, Ulaanbaatar. She also headed the Singapore and Hong Kong offices of Asia Pacific Investment Partners (APIP) as Chief Marketing & Business Development Officer. Prior to joining APIP, Ms Gerelsaikhan was Business Analyst at SouthGobi Resources, a TSX & HKEx listed coal mining company (TSX:SGQ & HKEx: 1878). She is a founding member of both Mongolian Chamber of Commerce in Hong Kong, as well as Mongolian Chamber of Trade and Commerce in Singapore (currently serving as President). She holds Master's and Bachelor's degree in Economics and Business Administration from Roskilde University in Denmark. It is proposed that Ms Gererlsaikhan will be awarded 15 million Performance Rights (subject to Shareholder approval – see Section 13).

Stuart Baker has more than four decades of experience in the oil and gas sector and currently provides independent advice to corporates and investors in the Australian oil and gas industry. Previously he was Executive Director, Morgan Stanley with dual roles as Co-Head Asia Oil, Gas and Chemicals Research and team leader, Australian energy, mining and utility research, with positions held over a 13-year period. He also worked as a Petrophysical Engineer at Schlumberger Inc. based in South east Asia, rising to General Field Engineer. Mr Baker is currently a member of the investment committee of resource focused ASX listed Lowell Resources Fund (ASX:LRT). Mr Baker has been a director of Central Petroleum Limited (ASX:CTP) since 7 December 2018. It is proposed that Mr Baker will be awarded 10 million Performance Rights (subject to Shareholder approval – see Section 13).

Telmen has an existing operational office in Ulaanbaatar, Mongolia, consisting of a dedicated group of employees and contractors engaged by Telmen Resource LLC, a wholly owned subsidiary of Telmen. With the travel restrictions currently in place due to COVID-19, having a fully operational local office is essential to ensure that operations can continue without any on the ground requirement for expatriates or international expertise.

In addition Tsetsen Zantav, the major shareholder of Telmen (and post completion of the Acquisition the largest shareholder of the Company) will be appointed as a consultant to the Company in the capacity as an advisor to the Board.

The material terms of the appointment of Brendan Stats, Dougal Ferguson and Tsetsen Zantav are detailed in the ASX announcement regarding the Acquisition.

3.6 Advantages of the Acquisition

In addition to the rationale for the Acquisition outlined in Section 3, the Directors are of the view that the following non-exhaustive list of advantages may be relevant to a Shareholder's decision on how to vote on the Acquisition. Refer to section 13.1 of the Independent Expert's Report in Schedule 6 for further advantages of the Acquisition.

(a) the structure of the consideration for the Acquisition ensures that the interests of the Shareholders and the vendors of Telmen (its shareholders) are aligned as the performance Shares are contingent in nature and will only vest and convert into ordinary Shares following achievement of milestones, the satisfaction of which are likely to be value accretive to Shareholders.

(b) If the Acquisition completes, the Company will hold a more comprehensive and diversified portfolio of oil and gas assets. In particular, Gurvantes XXXV is likely to be the Company's new flagship asset (based on RISC's valuation). Despite both Napoleon and Gurvantes XXXV being oil and gas assets, the acquisition of a second project will diversify away part of the project specific risk associated with holding shares in a company with a single exploration asset. Furthermore, the Acquisition will broaden Tamaska's oil and gas exposure into Mongolia, which is considered to have considerable growth opportunities.

(c) The Acquisition will provide Shareholders with greater exposure to the potential upside from Telmen and the Project and the Company will be able to increase its value if it is able to progress the project into development.

(d) The Acquisition will result in the Company owning 100% of Telmen which may improve the attractiveness of the Company and therefore could improve the likelihood of a potential takeover offer in the future.

(e) The Acquisition will result in a larger market capitalisation and enhanced Shareholder base and may encourage new investors in the Company because the Company is pursuing a new strategic growth focused direction. This improvement in the attractiveness of an investment in the Company may lead to an increased liquidity of Shares and greater trading depth than currently experienced by Shareholders. This may improve the Company's ability to raise funds and attract personnel expertise.

(f) The Company will have access to approximately $1.96 million in funding from the Capital Raising (refer to Section 3.8) in connection with the Acquisition, which can be utilised to fund activities on the Project and for general working capital. Should the Acquisition not proceed, the Company will forego access to this cash and may need to consider alternative capital raisings which could be less advantageous to the Company and/or more dilutive to Shareholders.

(g) Shareholders may be exposed to further debt, equity and vendor financing opportunities that would not be available to the Company prior to the Acquisition.

3.7 Disadvantages of the Acquisition

The Directors are of the view that the following non-exhaustive list of disadvantages may be relevant to a Shareholder's decision on how to vote on the Acquisition. Refer to section 13.2 of the Independent Expert's Report in Schedule 6 for the Independent Expert's summary of potential disadvantages of the Acquisition.

(a) Should the Acquisition be completed, the voting power of existing Shareholders will be reduced. As such, the ability of the existing Shareholders to influence decisions, including the composition of the Board or the acquisition or disposal of the Company's assets will be reduced.

(b) Should the Acquisition be completed, existing Shareholders' interests will be diluted as a result of the issue of the Consideration Securities and completion of the Capital Raising. As a result, existing Shareholders' exposure to the upside of Tamaska will reduce.

3.8 Capital Raising

To assist in the ongoing funding of post-Acquisition, the Company has sought and received firm commitments to raise $1,960,000 (before costs) by way of the issue of 245,000,000 Shares each at an issue price of $0.008, with Chieftain Securities acting as lead manager for the raising (**Capital Raising**). Chieftain will be paid fees of 5% of the funds raised and receive an introduction fee of 50 million fully paid shares and 75 million options to acquire TMK shares exercisable at $0.008 per option on or after the date that the volume weighted average price of TMK shares over 20 consecutive trading days is at least $0.02 expiring 3 years from the date of issue.

Completion of the capital raise is subject to Shareholder approval for the issue of the Capital Raising Shares and the Consideration Securities under the Acquisition. Directors Brett Lawrence and Tim Wise will participate in the Capital Raising in the amounts of $15,000 and $20,000 respectively.

The issue of all of the above securities is subject to Shareholder approval of the Consideration Securities.

3.9 Indicative Timetable

An indicative timetable for the Acquisition and Capital Raising is set out in the table below.

Event	**Date**
Announcement released on ASX	15 December 2021
Despatch Notice of Meeting to Shareholders	12 January 2022
Shareholder Meeting	11 February 2022
Completion of Capital Raising	14 February 2022
Completion of Acquisition	14 February 2022

* This timetable is indicative only and may be subject to change. Completion is subject to satisfaction of all of the conditions precedent of the Acquisition Agreement (see above for further details).

3.10 Directors' Recommendations

The Directors unanimously recommend that Shareholders vote in favour of the Acquisition Resolutions.

In making their recommendation, the Directors have considered, among other things, the advantages and disadvantages of the Acquisition Resolutions as summarised in Sections 3.6 and 3.7 and believe that the potential advantages outweigh the potential disadvantages.

3.11 Major Shareholder Support

Mr Craig Burton, a substantial shareholder of the Company, has confirmed his intention to vote in favour of the proposed Acquisition. Entities related to Mr Burton have in aggregate ~20% in the Company.

3.12 Plans for Tamaska if the Acquisition is not approved

If Shareholders do not approve the Acquisition, and consequently the Company does not proceed with the Acquisition, then the Company will still retain its 20% working interest in the Napoleon Prospect, which is located in the Dampier Basin of the North-West Shelf and assess and continue to pursue and assess other potential acquisitions and business opportunities which are consistent with the Company's stated strategy and history of exploiting exploration, appraisal and development stage oil and gas assets.

4. Resolution 1 – Approval for change to scale of activities resulting from Acquisition

4.1 General

As detailed in Section 3.3 above, the Company is proposing to acquire 100% of the shares in Telmen pursuant to the Acquisition.

Listing Rule 11.1.2 empowers the ASX to require a listed company to obtain the approval of its shareholders for a significant change to scale of its activities.

ASX has indicated to the Company that given the change in scale of the Company's activities resulting from the Acquisition, it requires the Company to obtain Shareholder approval pursuant to Listing Rule 11.1.2. The Company is not required to re-comply with the admission requirements set out in Chapters 1 and 2 of the Listing Rules.

If Resolution 1 seeks the required Shareholder approval for the Acquisition under and for the purposes of Listing Rule 11.1.2.

If Resolution 1 is passed, the Company will be able to proceed with the Acquisition. If Resolution 1 is not passed then the Company will not be able to proceed with the Acquisition.

Resolution 1 is an ordinary resolution and is subject to the passing of each of the other Acquisition Resolutions.

4.2 Information required by Guidance Note 12

The following information in respect of Resolution 1 is provided for the purposes of section 7.2 of Guidance Note 12:

(a) The material terms of the Acquisition are set out in Section 3.3.

(b) The consideration payable by the Company for the Acquisition comprises the Consideration Securities (being 1,600,000,000 Shares and 1,600,000,000 Performance Shares), details of which are set out in Sections 3.3 and 5.2.

(c) An summary of the effect of the Acquisition on the business of the Company is set out in Section 3 above including proposed board changes on completion of the Acquisition.

(d) A financial effect of the Acquisition is in sections 3.4 and 3.5.

(e) The effect of the Acquisition on the capital structure of the Company is set out in Section 3.4.

(f) A proposed timetable for the Acquisition is set out in Section 3.9.

(g) ASX takes no responsibility for the contents of this Notice.

(h) A voting exclusion statement is included in this Notice.

5. Resolution 2 – Approval for Issue of Consideration Securities

5.1 Background

As detailed in Section 3 above, the Company has agreed, subject to Shareholder approval, to issue the Consideration Securities to the Vendors as consideration for the Acquisition.

Resolution 2 seeks Shareholder approval under and for the purposes of Listing Rule 7.1 to issue the Consideration Securities to the Vendors (or their nominees) as part of the consideration for the Acquisition.

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

The issue of the Consideration Securities does not fall within any of the exceptions to Listing Rule 7.1 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires Shareholder approval under Listing Rule 7.1.

Resolution 2 seeks the required Shareholder approval to the issue of the Consideration Securities under and for the purposes of Listing Rule 7.1.

If Resolution 2 is passed, the Company will be able to proceed with the issue of the Consideration Securities as part of the consideration for the Acquisition. In addition the issue of the Consideration Securities will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 2 is not passed, the Company will not be able to proceed with the Acquisition. It will still retain its 20% working interest in the Napoleon Prospect, which is located in the Dampier Basin of the North-West Shelf and assess and continue to pursue and assess other potential acquisitions and business opportunities which are consistent with the Company's stated strategy and history of exploiting exploration, appraisal and development stage oil and gas assets.

However even if Shareholder approval for the Acquisition Resolutions is obtained, there is no certainty that the Acquisition will proceed, as the Acquisition Agreements are subject to other conditions precedent which are summarised in Section 3.3(d).

Resolution 2 is an ordinary resolution and is subject to the passing of each of the other Acquisition Resolutions.

5.2 Information required by Listing Rule 7.3

The following information is provided for the purposes of Listing Rule 7.3:

(a) The Consideration Securities will be issued to the Vendors (or their nominees) who are current shareholders of Telmen, none of whom are a related party of the Company.

(b) The maximum number of securities the Company may issue under Resolution 2 is 1,600,000,000 Shares and 1,600,000,000 Performance Shares.

(c) The Consideration Securities comprise the following:

(i) 1,600,000,000 fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue;

(ii) 1,600,000,000 Performance Shares, the terms and conditions of which are set out in Schedule 2;

(d) The Consideration Securities may be issued no later than three months after the date of the Meeting (or such later date to the extent permitted by an ASX waiver or modification of the Listing Rules).

(e) The Consideration Securities will be issued to the Vendors as part of the consideration for the Acquisition. Accordingly, no funds will be raised from the issue of the Consideration Securities.

(f) The material terms of the Acquisition Agreement are set out in Section 3.3.

(g) A voting exclusion statement is included in the Notice.

6. Resolution 3 – Section 611, item 7 approval for issue of Consideration Securities to Mr Tsetsen Zantav

6.1 Background

Section 606 of the Corporations Act prohibits a person acquiring a relevant interest in the issued voting shares of the Company if, because of the acquisition, that person's or another person's voting power in the Company increases from below 20% to more than 20%. The general prohibition in section 606 of the Corporation Act applies to the Company because it is an unlisted public company with more than 50 members.

Item 7 of Section 611 provides an exception to the general prohibition in section 606 of the Corporation Act, whereby a person may acquire a relevant interest in more than 20% of the voting power in a company if its shareholders have approved the acquisition. A detailed summary of the general prohibition in section 606 of the Corporations Act and the exception in section 611 item 7 of the Corporations Act is set out in Section 6.3 below.

Under the terms of the Acquisition Agreement, the Company has agreed to issue a total of 1,600,000,000 Shares and 1,600,000,000 Performance Shares as the total consideration for the Acquisition.

Mr Tsetsan Zantav, a Vendor, will receive 789,000,000 Shares and 789,000,000 Performance Shares under the terms of the Acquisition Agreement and, as a consequence, will hold over 20% of the Company's issued capital following completion of the Acquisition.

The voting power of Mr Zantav will increase from nil as at the date of this Notice to 27.4% on Completion as a result of the issue of the Consideration Securities.

As this voting power will exceed 20% of the total voting power in the Company, the Company is seeking Shareholder approval, pursuant to Resolution 3, for the purposes of section 611 item 7 of the Corporations Act for the proposed issue of a total of 789,000,000 Shares, 789,000,000 Performance Shares (and 789,000,000 Shares on conversion of the Performance Shares) and 35,000,000 Performance Rights (and 35,000,000 Shares on conversion of the Performance Rights) to Mr Zantav as part of the consideration for the Acquisition on Completion.

6.2 Independent Expert's Report

The Directors have engaged BDO as the Independent Expert and commissioned it to prepare a report to provide an opinion as to whether or not the proposed issue of a total of 789,000,000 Shares and 789,000,000 Performance Shares to Tsetsan Zantav, as part of the consideration for the Acquisition and the proposed issue of 35,000,000 Performance Rights to Mr Zantav as part of his remuneration package as a consultant of the Company on completion of the Acquisition, is fair and reasonable to Shareholders who are not associated with the Vendors.

What is fair and reasonable must be judged by the independent expert in all the circumstances of the proposal. This requires taking into account the likely advantages to Shareholders if the proposal is approved and comparing them with the disadvantages to them if the proposal is not approved.

The Independent Expert has concluded that the proposed issue of 789,000,000 Shares and 789,000,000 Performance Shares to Tsetsan Zantav, as part of the consideration for the Acquisition and the proposed issue of 35,000,000 Performance Rights to Mr Zantav as part of his remuneration package as a consultant of the Company on completion of the Acquisition, is not fair but reasonable to Shareholders who are not associated with the Vendors.

The Company strongly recommends that you read the Independent Expert's Report in full, a copy of which is in Schedule 6 to this Explanatory Statement.

6.3 Section 611 Item 7 of the Corporations Act

(a) **General prohibition under section 606 of the Corporations Act**

Section 606 of the Corporations Act prohibits a person acquiring a relevant interest in the issued voting shares of the Company if, because of the acquisition, that person's or another person's voting power in the Company increases from:

(i) 20% or below to more than 20%; or

(ii) a starting point that is above 20% and below 90%.

(b) **Voting power**

The voting power of a person in the Company is determined by reference to section 610 of the Corporations Act. A person's voting power in the Company is the total of the votes attaching to the Shares in the Company in which that person and that person's associates (within the meaning of the Corporations Act) have a relevant interest.

(c) **Relevant interest**

Under section 608 of the Corporations Act, a person will have a relevant interest in Shares if:

(i) the person is the registered holder of the Shares;

(ii) the person has the power to exercise or control the exercise of votes or disposal of the Shares; or

(iii) the person has over 20% of the voting power in a company that has a relevant interest in Shares, then the person has a relevant interest in said Shares.

(d) **Associates**

For the purpose of determining who is an associate you need to consider section 12 of the Corporations Act. Any reference in chapters 6 to 6C of the Corporations Act to an associate is as that term is defined in section 12 of the Corporations Act. The definition of 'associate' in section 12 is exclusive. If a person is an associate under section 11, 13 or 15 of the Corporations Act then it does not apply to chapters 6 to 6C. A person is only an associate for the purpose of chapter 6 to 6C if the person is an associate under section 12.

A person (second person) will be an associate of the other person (first person) if:

(i) the first person is a body corporate and the second person is:

(A) A body corporate the first person controls;

(B) A body corporate that controls the first person: or

(C) A body corporate that is controlled by an entity that controls the first person;

(ii) the second person has entered, or proposes to enter into, a relevant agreement with the first person for the purpose of controlling or influencing the composition of the board of a body corporate or the conduct of the affairs of a body corporate; and

(iii) the second person is a person with whom the first person is acting or proposes to act, in concert in relation to the affairs of a body corporate.

The Corporations Act defines 'control' and 'relevant agreement' very broadly as follows:

(i) Under section 50AA of the Corporations Act control means the capacity to determine the outcome of decisions about the financial and operating policies of the Company. In determining the capacity you need to take into account the practical influence a person can exert and any practice or pattern of behaviour affecting the financial or operating policies of the Company.

(ii) Under section 9 of the Corporations Act relevant agreement means an agreement, arrangement or understanding:

(A) whether formal or informal or partly informal and partly informal;

(B) whether written or oral or partly written and partly oral; and

(C) whether or not having legal or equitable force and whether or not based on legal or equitable rights.

Associates are determined as a matter of fact. For example where a person controls or influences the Board or the conduct of the Company's business affairs, or acts in concert with a person in relation to the entity's business affairs.

(e) Section 611 of the Corporations Act has exceptions to the prohibition in section 606 of the Corporations Act. Item 7 of section 611 of the Corporations Act provides a mechanism by which Shareholders may approve an issue of Shares to a person which results in that person's or another person's voting power in the Company increasing from:

(i) 20% or below to more than 20%; or

(ii) a starting point that is above 20% and below 90%.

6.4 Prescribed information required under section 611 Item 7(b) of the Corporations Act and ASIC Regulatory Guide 74

The following information is required to be provided to Shareholders under section 611 item 7(b) of the Corporations Act and ASIC Regulatory Guide 74 in respect of obtaining approval under Item 7 of Section 611 of the Corporations Act.

Shareholders are also encouraged to carefully read the Independent Expert's Report in Annexure A to this Notice.

(a) **Identity of the person acquiring the securities and their associates**

Tsetsan Zantav holds 50% of the issued share capital of Telmen.

Tsetsen is the founding Director of Telmen Resources LLC, the 100% owned subsidiary of Telmen Energy Limited. Tsetsen held a number of corporate roles prior to founding the Telmen Group where he is currently the CEO (since 2007). The Telmen Group is responsible for a number of high profile, successful developments in Mongolia as well as in Russia and China.

Tsetsen was awarded the Polar Star by order of the President of Mongolia for his contribution to the low-income housing development in Nalaikh District. Tsetsen brings a wealth of experience and expert skills in Strategic Management, Business Leadership, Project Management, Contracts, and Negotiations

789,000,000 Shares and 789,000,000 Performance Shares will be issued to Mr Zantav, as part of the consideration for the Acquisition and the 35,000,000 Performance Rights will be issued to Mr Zantav as part of his remuneration package as a consultant of the Company on completion of the Acquisition.

Mr Zantav will have no ongoing management or control over the Company post-Completion, other than his security holding in the Company and consultancy role in an advisory capacity to the Board.

(b) **Full particulars (including the number and percentage) of securities to which the acquirer will be entitled immediately before and after the acquisition**

As at the date of this Notice, Mr Zantav and his controlled entities do not hold any securities in the Company and do not intend to subscribe for further Shares under the Capital Raising. Following completion of the Acquisition, Mr Zantav will have a relevant interest in the Securities set out in the table below and his voting power in the Company will increase from 0% to 27.4% as set out below. At completion of the Acquisition Mr Zantav will also be issued Performance Shares and Performance Rights. Should these convert to Shares post completion of the Acquisition, without any other Shares being issued, then the voting power of Mr Zantav will increase to 43.55%.

Relevant interest in Shares[1]	Performance Shares	Performance Rights	Voting Power[2]
789,000,000	789,000,000	35,000,000	27.4%

Notes:

1 As at the date of this Notice, Mr Zantav and his controlled entities do not currently hold any Shares in the Company and do not intend to subscribe for further Shares under the Capital Raising.

2 Assumes the Company will have 2,880,000,000 Shares on issue following completion of the Acquisition and Capital Raising. If all of the 789,000,000 Performance Shares and 35,000,000 Performance Rights to be held by Mr Zantav are converted into Shares, his voting power will increase to 43.55% (assuming no other Shares are issued, Performance Shares or Performance Rights are converted into Shares, or any Options on issue are exercised, following completion of the Acquisition and Capital Raising).

(c) **The acquirer's intentions regarding the future of the company if shareholders agree to the issue of the securities to the**

The Company understands that Mr Zantav:

(i) has no present intention of making any changes to the business of the Company other than the significant change resulting from the Acquisition as detailed in Section 3;

(ii) has no present intention of injecting further capital into the Company other than capital to be raised pursuant to the Capital Raising;

(iii) has no present intention of making changes regarding the future employment of present employees of the Company other than changes resulting from the Acquisition;

(iv) does not intend to redeploy any fixed assets of the Company;

(v) does not intend to transfer any property between the Company and either of them or any of their respective associates other than in respect of the Acquisition; and

(vi) has no intention of changing the Company's existing policies in relation to financial matters or dividends.

The above intentions of Mr Zantav are based on information concerning the Company, its business and the business environment which is known to Mr Zantav at the date of this Notice. Mr Zantav's intentions may change as new information becomes available, as circumstances change or in light of new material information, facts and circumstances which may arise when assessing the operational, commercial taxation, and financial implications of those decisions at the relevant time in the future.

(d) **Reasons for the proposed issue of the securities to the acquirer**

The Company is proposing to issue 789,000,000 Shares and 789,000,000 Performance Shares to Mr Zantav, as part of the consideration for the Acquisition and the 35,000,000 Performance Rights to Mr Zantav as part of his remuneration package as a consultant of the Company on completion of the Acquisition.

The key terms of the Acquisition Agreement are set out in Section 3.3 and a summary of the material terms of Mr Zantav's proposed consultancy agreement and remuneration package are in Section 3.5(b).

(e) **When the proposed issue of the securities is to be made**

The Consideration Securities and Performance Rights will be issued on completion of the Acquisition contemporaneous with the completion of the Capital Raising, which is proposed to be in February 2022.

(f) **Material terms of the proposed issue of securities, the acquisition and any contract or proposed contract between the acquirer and the company or any of their associates which is conditional upon, or directly or indirectly dependent on, shareholders agreement to the proposed issue of the securities**

The Consideration Securities will be issued in consideration for the Acquisition. Accordingly, no funds will be raised from the issue. The Consideration Shares will be fully paid ordinary shares in the Company and will be issued on the same terms as the Company's existing Shares and will rank equally with the Company's existing Shares on issue. The Performance Shares will be issued on the terms and conditions set out in Schedule 2.

The key terms of the Acquisition Agreement are set out in Section 3.3 and a summary of the material terms of Mr Zantav's consultancy agreement and proposed remuneration package are in Section 3.5(b).

Other than these agreements, there are no contracts or proposed contracts between Mr Zantav and the Company or any of their associates which are conditional upon, or directly or indirectly dependent on, Shareholder agreement to the issue of the Consideration Securities to the Vendors. Completion is conditional on the shareholder approval sought from shareholders in Resolution 3.

(g) **Interests of directors**

None of the current or proposed Directors have any material personal interest in the outcome of Resolution 3.

(h) **An analysis of whether the proposed issue of securities is fair and reasonable when considered in the context of the interests of shareholders not associated with the acquirer**

Refer to the Independent Expert's Report included in Schedule 6.

6.5 Recommendation of Directors

Based on the information available to the Directors, including:

- the information contained in this Explanatory Statement; and
- the Independent Expert's Report in Schedule 6,

the Directors consider that Resolution 3 is in the best interests of the Company and unanimously recommend that Shareholders vote in favour of Resolution 3.

6.6 Effect on capital structure of the Company

The effect on the capital structure of the Company following completion of the Acquisition and the Capital Raising are set out in Section 3.4

6.7 Advantages of the Acquisition

A non-exhaustive list of advantages of the Acquisition that may be relevant to a Shareholder's decision on how to vote on the Resolution 3 are set out in Section 3.6. Refer also to section 13.1 of the Independent Expert's Report for further advantages of the Acquisition.

6.8 Disadvantages of the Acquisition

A non-exhaustive list of disadvantages of the Acquisition that may be relevant to a Shareholder's decision on how to vote on the Resolution 3 are set out in Section 3.7. Refer also to section 13.2 of the Independent Expert's Report for further disadvantages of the Acquisition.

6.9 Timetable

An indicative timetable for the completion of the Acquisition and Capital Raising is set out in Section 3.9.

6.10 Risk Factors

The Company will undertake the requisite due diligence process (including commercial, financial, legal, technical and other risks) prior to completion of the Acquisition.

While this process is undertaken to identify any material risks specific to Telmen and its business, it should be noted that the usual risks associated with companies with a small market capitalisation are expected to remain after the completion of due diligence.

Shareholders and investors should also be aware that the acquisition agreements to acquire Telmen is conditional on a number of events (refer to Section 3.3). Accordingly there is a risk that the Acquisition may not be completed.

Investing in a company involves risks of various kinds, some of which are within the realms of influence of the Company and some, arising from external factors, which may be beyond the control of the Company.

7. Resolution 4 – Approval of Performance Shares

The Company seeks Shareholder approval to create the Performance Shares as a new class of share on the terms and conditions in Schedule 2.

Resolution 4 is a special resolution. Resolution 4 is subject to the passing of each of the other Acquisition Resolutions.

Under Rule 2.1 of the Constitution and subject to the Corporations Act, the Listing Rules and other clauses of the Constitution, the Directors may at any time issue such number of shares either as ordinary shares or shares of a named class or classes (being either an existing class or a new class) at the issue price that the Directors determine.

Section 246C(5) of the Corporations Act provides that if a company has one class of share and seeks to issue a new class of share, such issue is taken to vary the rights attached to the shares already issued.

Under section 246B(1) of the Corporations Act, if a company has a constitution which sets out the procedure for varying or cancelling (in the case of a company with share capital) rights attached to shares in a class of shares, those rights may be varied or cancelled only in accordance with the procedure.

In accordance with Rule 2.2 of the Constitution, if at any time the share capital of the Company is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may be varied, whether or not the Company is being wound up:

(a) with the consent in writing of the holders of three quarters of the issued shares of that class; or

(b) if authorised by a special resolution passed at a separate meeting of the holders of the shares of the class.

Accordingly, the Company seeks approval from Shareholders to create the Performance Shares as a new class of Securities on the terms and conditions set out in Schedule 2.

ASX has confirmed that the terms are appropriate and equitable for the purposes of Listing Rule 6.1.

8. Resolutions 5 and 6 – Appointment for New Directors

In connection with the Acquisition, Gema Gerelsaikhan and Stuart Baker are are proposed to be appointed to the Board as additional Directors. Details are set out in Section 3.4(e).

The Company in general meeting may by ordinary resolution appoint a person as a Director.

Each of Ms Gerelsaikhan and Mr Stuart, having consented to act, seek approval to be appointed as a Director with effect from Completion.

Resolutions 5 and 6 are separate and independent ordinary resolutions, and are subject to the passing of each of the other Acquisition Resolutions.

See Section 3.4(e) for short biographies for each of Ms Gerelsaikhan and Mr Baker.

9. Resolution 7 – Approval to issue Capital Raising Shares

9.1 Background

As detailed in Section 3.8, the Company is proposing, subject to Shareholder approval, to conduct a placement of up to 245,000,000 Shares to the Capital Raising Participants to raise up to $1,960,000 (before costs) in connection with the Acquisition.

The Company's proposed use of the funds raised from the issue of the Capital Raising Shares is set out in Section 3.4(c).

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

The issue of the Capital Raising Shares does not fall within any of the exceptions to Listing Rule 7.1 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires Shareholder approval under Listing Rule 7.1.

Resolution 7 seeks the required Shareholder approval to the issue of the Capital Raising Shares under and for the purposes of Listing Rule 7.1.

If Resolution 7 is passed, the Company will be able to proceed with the issue of the Capital Raising Shares and will raise up to $1,960,000 (before costs) to be used as set out in Section 3.4(c). In addition, the issue of the Capital Raising Shares will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 7 is not passed then the Company will not be able to proceed with the Acquisition. It will still retain its 20% working interest in the Napoleon Prospect, which is located in the Dampier Basin of the North-West Shelf and assess and continue to pursue and assess other potential acquisitions and business opportunities which are consistent with the Company's stated strategy and history of exploiting exploration, appraisal and development stage oil and gas assets.

Resolution 7 is an ordinary resolution and is subject to the passing of each of the other Acquisition Resolutions.

9.2 Information required by Listing Rule 7.3

The following information is provided for the purposes of Listing Rule 7.3:

(a) The Capital Raising Shares will be issued to the Capital Raising Participants who are various professional and sophisticated investors introduced by Chieftan Securities, none of whom are a related party of the Company.

(b) The maximum number of Shares the Company may issue under Resolution 7 is 245,000,000 Shares.

(c) The Capital Raising Shares will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue.

(d) The Capital Raising Shares may be issued no later than three months after the date of the Meeting (or such later date to the extent permitted by an ASX waiver or modification of the Listing Rules).

(e) The Capital Raising Shares will each be issued at $0.008

(f) The maximum funds that may be raised is $1,960,000 (before costs). The Company's proposed use of the funds raised from the issue of the Capital Raising Shares is set out in Section 3.4(c).

(g) A voting exclusion statement is included in the Notice.

10. Resolutions 8 and 9 – Approval for Related Parties to Participate in Capital Raising

10.1 Background

It is proposed that current Directors Brett Lawrence and Tim Wise (or their nominees), participate in the Capital Raising. They seek approval to subscribe for up to 4,375,000 Shares in aggregate respectively (**Director Capital Raising Shares**).

Further details of the Capital Raising are set out in Section 3.8.

Listing Rule 10.11 provides that, unless one of the exceptions in Listing Rule 10.12 applies, a listed company must not issue or agree to issue equity securities to:

(a) a related party;

(b) a person who is, or was at any time in the six months prior to the issue or agreement, a substantial (30%+) holder in the company;

(c) a person who is, or was at any time in the six months prior to the issue or agreement, a substantial (10%+) holder in the company and who has nominated a director to the board of the company pursuant to a relevant agreement which gives them the right or expectation to do so;

(d) an associate of a person referred to in paragraphs (a) to (c) above; or

(e) a person whose relationship with the company or a person referred to in a Listing Rules 10.11.1 to 10.11.4 is such that, in ASX's opinion, the issue or agreement should be approved by its shareholders,

unless it obtains the approval of its shareholders.

The proposed issue of the Director Capital Raising Shares falls within Listing Rule 10.11.1 and does not fall within any of the exceptions in Listing Rule 10.12. It therefore requires Shareholder approval under Listing Rule 10.11.

Resolutions 8 and 9 seeks the required Shareholder approval to the issue of the Director Capital Raising Shares under and for the purposes of Listing Rule 10.11.

If Resolutions 8 and 9 are passed, those Directors may subscribe for up to the maximum number of Director Capital Raising Shares, and the Company will issue such Shares to those Directors, pursuant to the Capital Raising.

If Resolutions 8 and 9 are not passed, the Directors will not participate in the Capital Raising and the Company will not issue the Director Capital Raising Shares to them.

Resolutions 8 and 9 are ordinary resolutions.

10.2 Information required by Listing Rule 10.13

The following information is provided for the purposes of Listing Rule 10.13:

(a) The Director Capital Raising Shares will be issued to Brett Lawrence and Tim Wise (or their nominees).

(b) Mr Lawrence and Mr Wise are each a related party of the Company within the category of Listing Rule 10.11.1 by virtue of being a Director.

(c) The maximum number of Shares the Company may issue under Resolutions 8 and 9 is as follows:

    (i) Brett Lawrence: 1,875,000 Shares

    (ii) Tim Wise: 2,500,000 Shares

(d) The Director Capital Raising Shares will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue.

(e) The Director Capital Raising Shares may be issued no later than one month after the date of the Meeting (or such later date to the extent permitted by an ASX waiver or modification of the Listing Rules).

(f) The Director Capital Raising Shares will each be issued at $0.008.

(g) The funds raised from the issue of the Director Capital Raising Shares will be aggregated with the other funds raised pursuant to the Capital Raising and used for the purposes set out in Section 3.4(c).

(h) A voting exclusion statement is included in the Notice.

11. Resolution 10 – Approval to issue Introduction Securities

11.1 Background

As noted in Section 3.8, the Company has agreed, subject to Shareholder approval, to issue the Introduction Securities to Chieftan Securities (or its nominees) as fees for advisory services provided to the Company as lead manager of the Capital Raising.

The Company has agreed to issue the Introduction Securities to Chieftan Securities (or its nominee) subject to Shareholder approval. The issue of the Introduction Securities therefore requires Shareholder approval under Listing Rule 7.1.

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

Resolution 10 seeks the required Shareholder approval for the issue of the Introduction Securities under and for the purposes of Listing Rule 7.1.

If Resolution 10 is passed, the Company will be able to proceed with the issue of the Introduction Securities. In addition the issue of the Introduction Securities will be excluded from the calculation of the number of equity securities that the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 10 is not passed then the Company will not be able to proceed with the issue of the Introduction Securities and the Company will seek to negotiate an alternative fee arrangement with Chieftan Securities for the services provided.

Resolution 10 is an ordinary resolution.

11.2 Information required by Listing Rule 7.3

The following information is provided for the purposes of Listing Rule 7.3:

(a) The Introduction Securities will be issued to Chieftan Securities (or its nominees).

(b) The maximum number of securities the Company will issue is 50,000,000 Shares (**Introduction Shares**) and 75,000,000 Options (**Introduction Options**).

(c) The Introduction Shares will be issued in the same class as Shares currently on issue (as fully paid ordinary shares).

(d) The Introduction Options will be exercisable at \$0.008 each on or after the date that the volume weighted average price of Shares traded on ASX over 20 consecutive trading days is at least \$0.02. They will expire 3 years from their date of issue. The terms and conditions of the Introduction Options are set out in Schedule 3.

(e) The Introduction Securities may be issued no later than three months after the date of the Meeting (or such later date to the extent permitted by an ASX waiver or modification of the Listing Rules).

(f) The Introduction Securities will each be issued at an issue price of \$0.00001. Funds raised from the issue of the Introduction Securities will be used to provide additional general working capital.

(g) A voting exclusion statement is included in the Notice.

12. Resolution 11– Adoption of TMK Employee Securities Incentive Plan

The Company considers that it is desirable to establish a new securities incentive plan pursuant to which the Company can issue securities to eligible Directors, employees and consultants in order to attract, motivate and retain such persons and to provide them with an incentive to deliver growth and value to all Shareholders.

Accordingly, Resolution 11 seeks Shareholder approval for the adoption of the TMK Employee Incentive Securities Plan (**Plan**) in accordance with Listing Rule 7.2 Exception 13.

Under the Plan, the Board may offer to eligible persons the opportunity to subscribe for such number of securities in the Company as the Board may decide and on the terms set out in the rules of the Plan, a summary of which is set out in Schedule 4.

In addition, a copy of the Plan is available for review by Shareholders at the registered office of the Company until the date of the Meeting. A copy of the Plan can also be sent to Shareholders upon request to the Company Secretary. Shareholders are invited to contact the Company if they have any queries or concerns.

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

Listing Rule 7.2, Exception 13 provides an exception to Listing Rule 7.1 by which equity securities issued under an employee incentive scheme are exempt for a period of three years from the date on which shareholders approve the issue of equity securities under the scheme as an exception to Listing Rule 7.1.

If Resolution 11 is passed, the Company will be able to issue Securities under the Plan to eligible participants over a period of three years without impacting on the Company's ability to issue up to 15% of its total ordinary securities without Shareholder approval in any 12 month period.

If Resolution 11 is not passed, the Company will not adopt the Plan and will not be able to issue Securities to eligible participants under the Plan.

No Securities have been issued under the Plan as it is a new employee incentive plan and has not previously been approved by Shareholders.

The maximum number of Securities that the Company proposes to issue under the Plan following Shareholder approval of the adoption of the Plan is 250,000,000.

Prior Shareholder approval will be required under Listing Rule 10.14 before any Director or associate of a Director can participate in the Plan.

Pursuant to the Listing Rules, Shareholders must re-approve the Plan and all unissued securities issuable pursuant thereto every three years.

A voting exclusion statement is included in the Notice.

Resolution 11 is an ordinary resolution.

13. Resolutions 12 to 14 – Approval to grant Performance Rights to Related Parties

13.1 Background

The Company is proposing to grant 25,000,000 Plan Performance Rights to proposed Directors, Gema Gerelsaikhan and Stuart Baker and 10,000,000 Plan Performance Rights to existing director Brett Lawrence, under the Plan as follows:

(a) Gema Gerelsaikhan - 15,000,000 Performance Rights; and

(b) Stuart Baker - 10,000,000 Performance Rights; and

(c) Brett Lawrence - 10,000,000 Performance Rights.

Subject to the Acquisition proceeding and Completion occurring, the Performance Rights are to be granted to the proposed Directors for nil cash consideration as incentive based remuneration in connection with their proposed roles as Directors. The Board considers that the incentives represented by the grant of the Performance Rights is a cost effective and efficient way for the Company to appropriately incentivise and reward the Directors' performance and assist with retaining and motivating the recipients in their proposed roles, as opposed to alternative forms of incentive such as the payment of cash compensation.

Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire equity securities under an employee incentive scheme:

(a) a director of the company (Listing Rule 10.14.1);

(b) an associate of a director of the company (Listing Rule 10.14.2); or

(c) a person whose relationship with the company or a person referred to in a Listing Rules 10.14.1 to 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders (Listing Rule 10.14.3),

unless it obtains the approval of its shareholders.

The grant of the Performance Rights to the proposed Directors falls within Listing Rule 10.14.1 as the individuals concerned will be Directors at the time of grant. The grant therefore requires Shareholder approval under Listing Rule 10.14.

Resolutions 12 to 14 seek the required Shareholder approval to the grant of the Performance Rights to the proposed Directors under Listing Rule 10.14.

If Resolutions 12 to 14 are passed, the Company will grant the Performance Rights to the Directors following the Meeting.

If Resolutions 12 to 14 are not passed, the Company will not grant the Performance Rights to the proposed Directors and the Company will need to determine an alternative form of incentive for the proposed Directors.

Resolutions 12 and 13 are ordinary resolutions.

13.2 Chapter 2E of the Corporations Act

For a public company, or an entity that the public company controls, to give a financial benefit to a related party of the public company, the public company or entity must:

(a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and

(b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The grant of Performance Rights to the proposed Directors pursuant to Resolutions 12 and 13 constitutes giving a financial benefit and the proposed Directors who will be related parties of the Company at the time of issue by virtue of being Directors.

After a review of publicly available information relating to the remuneration structures of ASX listed companies, including those operating in the oil and gas industry, the Directors consider that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required in respect of the grant of the above Performance Rights to the proposed Directors because the grant of these Performance Rights is considered reasonable remuneration in the circumstances.

13.3 Information required by Listing Rule 10.15

The following information is provided for the purposes of Listing Rule 10.15:

(a) The Performance Rights will be granted to Gema Gerelsaikhan, Stuart Baker and Brett Lawrence (or their nominees).

(b) The recipients fall within the category of Listing Rule 10.14.1 because they will be or are proposed to be Directors at the time of issue.

(c) The following number of Performance Rights will be granted:

    (i) Gema Gerelsaikhan: 15,000,000 Performance Rights comprising:

    - 5,625,000 Class A Performance Rights
    - 5,625,000 Class B Performance Rights; and
    - 3,750,000 Class C Performance Rights

(ii) Stuart Baker: 10,000,000 Performance Rights comprising:

- 3,750,000 Class A Performance Rights
- 3,750,000 Class B Performance Rights; and
- 2,500,000 Class C Performance Rights

(iii) Brett Lawrence: 10,000,000 Performance Rights comprising:

- 3,750,000 Class A Performance Rights
- 3,750,000 Class B Performance Rights; and
- 2,500,000 Class C Performance Rights

Details of Class A, Class B and Class C Performance Rights are set out in Schedule 5.

(d) Mr Brett Lawrence's current remuneration is $5,000 per month (excluding GST). The balance of the recipients are not currently Directors and do not receive any remuneration from the Company. They are proposed to be appointed as Directors at Completion, with a total annual remuneration package of $36,000 per annum in Director's fees.

(e) The Plan is a new incentive scheme for which approval is sought from Shareholders under Resolution 11. No securities have previously been issued under the Plan.

(f) The Performance Rights will be granted under the Plan, a summary of which is set out in Schedule 4 and on the terms and conditions (including vesting conditions) as set out in Schedule 5.

(g) The Performance Rights may be granted no later than three years after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules).

(h) The Performance Rights will be granted for nil consideration as they are being issued as incentive-based remuneration. Accordingly, no funds will be raised from the grant of the Plan Performance Rights.

(i) A summary of the Plan is set out in Schedule 4.

(j) No loans will be made to the recipient in connection with the grant of the Performance Rights.

(k) Details of any securities issued under the Plan will be published in the annual report of the Company relating to a period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14.

Any additional persons covered by Listing Rule 10.14 who become entitled to participate in the Plan after Resolutions 12 and 13 are approved and who were not named in the Notice will not participate until approval is obtained under Listing Rule 10.14.

(l) A voting exclusion statement is included in the Notice.

14. Resolution 15 – Approval to change company name

Resolution 15 seeks Shareholder approval to change the Company's name from "Tamaska Oil and Gas Ltd" to "TMK Energy Limited" as part of the Acquisition.

The Directors consider the proposed change in the Company's name is desirable because it will more accurately reflect the Company's future operations.

Section 157(1)(a) of the Corporations Act provides that a company may change its name by passing a special resolution adopting the new name.

Resolution 15 is a special resolution and requires approval of 75% of the votes cast by Shareholders. Resolution 15 is subject to the approval of each of the other Restructure Resolutions.

If Resolution 15 is passed, the Company's name will be changed from "Tamaska Oil and Gas Ltd" to "TMK Energy Limited" with effect from the date that ASIC alters the Company's

The Directors unanimously recommend that Shareholders vote in favour of Resolution 15.

15. Definitions

$ means Australian Dollars.

Acquisition has the meaning in Section 3.1.

Acquisition Agreements has the meaning in Section 3.1.

Acquisition Resolutions means collectively Resolutions 1, 2, 3, 4 and 7.

ASIC means Australian Securities and Investments Commission.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

BDO means BDO Corporate Finance (WA) Pty Ltd ABN 27 124 031 045 AFS Licence No 316158.

Board means the board of Directors.

Capital Raising has the meaning in Section 3.8.

Capital Raising Participants means various sophisticated and professional investors introduced by Chieftan Securities.

Capital Raising Shares has the meaning in Resolution 7.

Chair means the chair of this Meeting.

Chieftan Securities means Chieftan Securities Pty Ltd.

Closely Related Party has the meaning in section 9 of the Corporations Act.

Constitution means the current constitution of the Company.

Company means Tamaska Oil and Gas Limited ACN 127 735 442.

Completion means completion of the Acquisition.

Corporations Act means the Corporations Act 2001 (Cth).

Consideration Securities has the meaning given in Resolution 2.

Director means a director of the Company.

Equity Securities has the same meaning as in the Listing Rules.

Explanatory Statement means the explanatory memorandum attached to the Notice.

Financial Report means the annual financial report prepared under Chapter 2M of the Corporations Act of the Company and its controlled entities.

Independent Expert means BDO.

Independent Expert's Report means the independent expert's report prepared by BDO set out in Schedule 6.

Introduction Options has the meaning in Section 11.2.

Introduction Securities has the meaning in Resolution 10.

Introduction Shares has the meaning in Section 11.2.

Key Management Personnel means a person having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

Listing Rules means the listing rules of ASX.

Major Shareholders has the meaning given in Section 3.3.

Meeting has the meaning in the introductory paragraph of the Notice.

Notice means this notice of meeting.

Option means an option to acquire a Share.

Option holder means the holder of an Option.

Performance Shares has the meaning given in Resolution 4.

Plan has the meaning given in Section 12.

Project has the meaning given in Section 3.1.

Proxy Form means the proxy form attached to the Notice.

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

Resolution means a resolution contained in this Notice.

Schedule means a schedule to this Notice.

Section means a section contained in this Explanatory Statement.

Securities means Shares, Performance Shares, Options and Performance Rights and any other securities.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a shareholder of the Company.

Telmen has the meaning given in Section 3.1.

Trading Day means a day determined by ASX to be a trading day in accordance with the Listing Rules.

Vendors means the Major Shareholders and other shareholders of Telmen.

VWAP means volume weighted average price.

WST means Western Standard Time, being the time in Perth, Australia.

In this Notice, words importing the singular include the plural and vice versa.

Schedule 1 – Pro Forma Statement of Financial Position of the Company following completion of the Acquisition and Capital Raising

	Note	TMK Audited for the period ended 30-Jun-21 $	Telmen Group Unaudited Management Accounts 31-Oct-21 $	Pro-forma adjustments $	Subsequent Event Adjustments $	Pro-forma Consolidated Unaudited 31-Oct-21 $
Current assets						
Cash & cash equivalents	**1,2**	2,397,478	521,648	1,862,000	(208,333)	4,572,792
Trade & other receivables		18,758	6,282	-	-	25,040
Total current assets		2,416,236	527,930	1,862,000	(208,333)	4,597,833
Non-current assets						
Other Assets		450,000	-	-	-	450,000
Deferred exploration and evaluation assets		-	2,480,655	-	-	2,480,655
Oil & Gas Properties		40,430	-	-	-	40,430
Total non-current assets		490,430	2,480,655	-	-	2,971,085
Total assets		2,906,666	3,008,585	1,862,000	(208,333)	7,568,918
Current liabilities						
Trade & other payables		79,156	188,740	-	-	267,896
Total current liabilities		79,156	188,740	-	-	267,896
Non current liabilities						
Restoration Provision		34,776	-	-	-	34,776
Borrowings	**2**	-	758,220	-	(758,220)	0
Total non current liabilities		34,776	758,220	-	(758,220)	34,776
Total liabilities		113,932	946,960	-	(758,220)	302,672
Net assets		2,792,734	2,061,625	1,862,000	549,887	7,266,246
Equity						
Issued Share Capital	**1**	31,928,673	1,930,713	1,862,000	-	35,721,386
Reserves	**3**	1,437,090	-	400,000	-	1,837,090
Accumulated losses	**2,3**	(30,573,029)	130,913	(400,000)	549,887	(30,292,229)
Total equity		2,792,734	2,061,625	(400,000)	549,887	(30,292,229)

Note 1 - Issue of 245 million shares at $0.008 as part of the capital raising (after costs).
Note 2 - Payment of US$150,000 in full and final satisfaction of all related party loans in Telmen Group.
Note 3 - Issue of 50 million Introduction Shares to Chieftain Securities

Schedule 2 – Terms and Conditions of Performance Shares

The Performance Shares will be issued on the following material terms and conditions.

Definitions

For the purpose of these terms and conditions:

ASX means ASX Limited ACN 008 624 691 or, as the context permits, the securities exchange operated by that entity.

Change of Control Event means

(a) the occurrence of:

    (i) the offeror under a takeover offer in respect of all Shares announcing that it has achieved acceptances in respect of 50.1% or more of the Shares; and

    (ii) that takeover bid has become unconditional,

    provided that the offeror did not have control of the Company at the time that the Performance Shares are issued; or

(b) the announcement by the Company that:

    (i) shareholders of the Company have at a Court convened meeting of shareholders voted in favour, by the necessary majority, of a proposed scheme of arrangement under which all Shares are to be either:

        (A) cancelled; or

        (B) transferred to a third party; and

    (ii) the Court, by order, approves the proposed scheme of arrangement,

    provided that the offeror did not have control of the Company at the time that the Performance Shares are issued.

Company means Tamaska Oil and Gas Limited ACN 127 735 442.

Corporations Act means the Corporations Act 2001 (Cth).

Expiry Date has the meaning given to that term in paragraph 1(b) of these terms and conditions.

Holder means a holder of a Performance Share.

Listing Rules means the Listing Rules of the ASX.

Milestone has the meaning given to that term in paragraph 1(a) of these terms and conditions.

Milestone Achievement Date has the meaning given to that term in paragraph 1(a) of these terms and conditions.

Performance Share means a performance share in the Company issued on these terms and conditions.

Share means a fully paid ordinary share in the Company.

Terms and Conditions

1. Conversion and Expiry of Performance Shares

(a) (**Conversion on achievement of Milestones**) Upon the achievement of the following milestones (**Milestones**) the relevant number of Performance Shares will convert on a one for one basis into Shares.

Milestone	Vesting Condition	No. Performance Shares Converting	Expiry Date
1	Both of the following occurring: (i) the volume weighted average price of Shares over 20 consecutive trading days being at least $0.02; and (ii) commencement of a drilling program within the Gurvantes XXXV Project area.	600,000,000	3 years from the date of issue
2	Either of the following occurring: (i) intersection of 25m of coal seams in any 2 of the first 4 wells within the Gurvantes XXXV Project area; or (ii) 100 billion cubic feet (bcf) of 2C (best estimate contingent resource) Petroleum Resources Management System (PRMS) compliant resource within the Gurvantes XXXV Project area.	600,000,000	5 years from the date of issue
3	Determination of a 100 bcf 2C PRMS resource within the Gurvantes XXXV Project area.	400,000,000	5 years from the date of issue

(b) (**Expiry**) Unless converted earlier under paragraph 1(a) above, the Performance Shares will expire and cease to be capable of conversion, other than under paragraph 1(c) below, on the relevant Expiry Date set out in the table in paragraph 1(a) (**Expiry Date**).

(c) (**No conversion**) To the extent that the Performance Shares have not converted into Shares on or before the relevant Expiry Date, then all such unconverted Performance Shares held by each holder will automatically consolidate into one Performance Share and will then convert into one Share.

(d) (**Conversion procedure**) The Company will issue a Holder with a new holding statement for the Share or Shares as soon as practicable following the conversion of each Performance Share.

(e) (**Ranking of shares**) Each Share into which the Performance Shares will convert will upon issue:

(i) rank equally in all respects (including, without limitation, rights relating to dividends) with other issued Shares;

(ii) be issued credited as fully paid;

(iii) be duly authorised and issued by all necessary corporate action; and

(i) be issued free from all liens, charges and encumbrances whether known about or not including statutory and other pre-emption rights and any transfer restrictions.

2. Conversion on Change of Control

If there is a Change of Control Event prior to the conversion of the Performance Shares, then the Milestone will be deemed to have been achieved by the relevant Expiry Date and each Performance Share will automatically and immediately convert into Shares.

3. Takeover Provisions

(a) If the conversion of Performance Shares (or part thereof) under these terms and conditions would result in any person being in contravention of section 606(1) of the Corporations Act then the conversion of each Performance Share that would cause the contravention will be deferred until such time or times thereafter that the conversion would not result in a contravention of section 606(1) of the Corporations Act. Following a deferment under this paragraph, the Company will at all times be required to convert that number of Performance Shares that would not result in a contravention of section 606(1) of the Corporations Act.

(b) The Holders will give notification to the Company in writing if they consider that the conversion of Performance Shares (or part thereof) under these terms and conditions may result in the contravention of section 606(1) of the Corporations Act, failing which the Company will assume that the conversion of Performance Shares (or part thereof) under these terms and conditions will not result in any person being in contravention of section 606(1) of the Corporations Act.

(c) The Company may (but is not obliged to) by written notice request the Holders to give notification to the Company in writing within seven days if they consider that the conversion of Performance Shares (or part thereof) under these terms and conditions may result in the contravention of section 606(1) of the Corporations Act. If the Holders do not give notification to the Company within seven days that they consider the conversion of Performance Shares (or part thereof) under these terms and conditions may result in the contravention of section 606(1) of the Corporations Act then the Company will assume that the conversion of Performance Shares (or part thereof) under these terms and conditions will not result in any person being in contravention of section 606(1) of the Corporations Act.

4. Rights attaching to Performance Shares

(a) (**Share capital**) Each Performance Share is a share in the capital of the Company.

(b) (**General meetings**) Each Performance Share confers on a Holder the right to receive notices of general meetings and financial reports and accounts of the Company that are circulated to shareholders. A Holder has the right to attend general meetings of shareholders of the Company.

(c) (**No voting rights)** A Performance Share does not entitle a Holder to vote on any resolutions proposed at a general meeting of shareholders of the Company.

(d) (**No dividend rights**) A Performance Share does not entitle a Holder to any dividends.

(e) (**No right to surplus profits or assets**) A Performance Share does not entitle a Holder to participate in the surplus profits or assets of the Company upon winding up of the Company.

(f) (**No right to a return of capital**) A Performance Share does not entitle a Holder to a return of capital, whether upon winding up of the Company, upon a reduction of capital or otherwise.

(g) (**Not transferable**) A Performance Share is not transferable.

(h) (**Reorganisation of capital**) If there is a reorganisation (including, without limitation, consolidation or sub-division, but excluding a return of capital) of the issued capital of the Company, the rights of a Holder will be varied (as appropriate) in accordance with the Listing Rules which apply to reorganisation of capital at the time of the reorganisation.

(i) (**Quotation of shares on conversion**) An application will be made by the Company to ASX for official quotation of the Shares issued upon the conversion of each Performance Share within the time period required by the Listing Rules.

(j) (**Participation in entitlements and bonus issues**) A Performance Share does not entitle a Holder to participate in new issues of capital offered to holders of Shares, such as bonus issues and entitlement issues.

(k) (**No other rights**) A Performance Share does not give a Holder any other rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.

Schedule 3 - Terms and Conditions of Introduction Options

1. Entitlement

The Options entitle the holder to subscribe for one Share upon the exercise of each Option.

2. Exercise price

The exercise price of each Option is $0.008 (**Exercise Price**).

3. Expiry date

The expiry date of each Option is the date that is three years from the date of grant (**Expiry Date**).

4. Exercise period and vesting dates

The Options issued to a holder vest on the date that the volume weighted average price of Shares on ASX over 20 consecutive trading days is at least $0.02 (**Vesting Date**).

The Options are exercisable at any time after the Vesting Date and on or prior to the Expiry Date.

5. Notice of exercise

The Options may be exercised by notice in writing to the Company (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised. Any Notice of Exercise of an Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt.

6. Shares issued on exercise

Shares issued on exercise of the Options will rank equally with the then issued Shares.

7. Options not quoted

The Company will not apply to ASX for quotation of the Options.

8. Quotation of Shares on exercise

Application will be made by the Company to ASX for official quotation of the Shares issued upon the exercise of the Options.

9. Timing of issue of Shares

After an Option is validly exercised, the Company must, within 15 Business days of receiving the Notice of Exercise and receipt of cleared funds equal to the sum payable on the exercise of the Option, issue the Shares and do all such acts, matters and things to obtain the grant of official quotation of the Shares on ASX no later than 5 Business Days after issuing the Shares.

10. Participation in new issues

There are no participation rights or entitlements inherent in the Options and the holder will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

11. Adjustment for bonus issues of Shares

If the Company makes a bonus issue of Shares or other securities to existing Shareholders (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment):

(a) the number of Shares which must be issued on the exercise of an Option will be increased by the number of Shares which the option holder would have received if the option holder had exercised the Option before the record date for the bonus issue; and

(b) no change will be made to the Exercise Price.

12. Adjustment for rights issue

If the Company makes an issue of Shares pro rata to existing Shareholders there will be no adjustment of the Exercise Price of an Option.

13. Adjustments for reorganisation

If there is any reorganisation of the issued share capital of the Company, the rights of the option holder may be varied to comply with the Listing Rules which apply to a reorganisation of capital at the time of the reorganisation.

14. Options not transferable

The Options are not transferable, except with the prior written approval of the Company and subject to compliance with the Corporations Act.

15. Lodgment instructions

Cheques shall be in Australian currency made payable to the Company and crossed "Not Negotiable". The application for Shares on exercise of the Options with the appropriate remittance should be lodged at the Company's share registry.

Schedule 4 – Summary of TMK Employee Securities Incentive Plan

Summary of the TMK Employee Securities Incentive Plan ("**Plan**") and terms on which offers may be made:

1. **Eligible Participant**

   "**Eligible Participant**" means a person who is a full-time or part-time employee, officer, or contractor of the Company, or an Associated Body Corporate (as defined in ASIC Class Order 14/1000), or such other person who has been determined by the Board to be eligible to participate in the Plan from time to time.

   The Company will seek Shareholder approval for Director and related party participation in accordance with ASX Listing Rule 10.14.

2. **Purpose**

   The purpose of the Plan is to:

   (a) assist in the reward, retention and motivation of Eligible Participants;

   (b) link the reward of Eligible Participants to Shareholder value creation; and

   (c) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of Securities.

3. **Plan administration**

   The Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Plan rules in its sole and absolute discretion. The Board may delegate its powers and discretion.

4. **Eligibility, invitation and application**

   The Board may from time to time determine that an Eligible Participant may participate in the Plan and make an invitation to that Eligible Participant to apply for Securities on such terms and conditions as the Board decides.

   On receipt of an Invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part.

   If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation.

5. **Grant of Securities**

   The Company will, to the extent that it has accepted a duly completed application, grant the Participant the relevant number of Securities, subject to the terms and conditions set out in the invitation, the Plan rules and any ancillary documentation required.

6. **Terms of Convertible Securities**

   Each "**Convertible Security**" represents a right to acquire one or more Shares (for example, under an option or performance right), subject to the terms and conditions of the Plan.

   Prior to a Convertible Security being exercised a Participant does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security by virtue of holding the Convertible

Security. A Participant may not sell, assign, transfer, grant a security interest over or otherwise deal with a Convertible Security that has been granted to them unless otherwise determined by the Board. A Participant must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.

7. Vesting of Convertible Securities

Any vesting conditions applicable to the grant of Convertible Securities will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that Convertible Security will lapse.

8. Exercise of Convertible Securities and cashless exercise

To exercise a Convertible Security, the Participant must deliver a signed notice of exercise and, subject to a cashless exercise of Convertible Securities (see below), pay the exercise price (if any) to or as directed by the Company, at any time following vesting of the Convertible Security (if subject to vesting conditions) and prior to the expiry date as set out in the invitation or vesting notice.

An invitation may specify that at the time of exercise of the Convertible Securities, the Participant may elect not to be required to provide payment of the exercise price for the number of Convertible Securities specified in a notice of exercise, but that on exercise of those Convertible Securities the Company will transfer or issue to the Participant that number of Shares equal in value to the positive difference between the Market Value of the Shares at the time of exercise and the exercise price that would otherwise be payable to exercise those Convertible Securities.

Market Value means, at any given date, the volume weighted average price per Share traded on the ASX over the 5 trading days immediately preceding that given date, unless otherwise specified in an invitation.

A Convertible Security may not be exercised unless and until that Convertible Security has vested in accordance with the Plan rules, or such earlier date as set out in the Plan rules.

9. Delivery of Shares on exercise of Convertible Securities

As soon as practicable after the valid exercise of a Convertible Security by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Plan rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.

10. Forfeiture of Convertible Securities

Where a Participant who holds Convertible Securities ceases to be an Eligible Participant or becomes insolvent, all unvested Convertible Securities will automatically be forfeited by the Participant, unless the Board otherwise determines in its discretion to permit some or all of the Convertible Securities to vest.

Where the Board determines that a Participant has acted fraudulently or dishonestly; committed an act which has brought the Company, the Group or any entity within the Group into disrepute, or wilfully breached his or her duties to the Group or where a Participant is convicted of an offence in connection with the affairs of the Group; or has a judgment entered against him or her in any civil proceedings in respect of the contravention by the Participant of his or her duties at law, in equity or under statute, in his or her capacity as an employee, consultant or officer of the Group, the Board may in its discretion deem all unvested Convertible Securities held by that Participant to have been forfeited.

Unless the Board otherwise determines, or as otherwise set out in the Plan rules:

(a) any Convertible Securities which have not yet vested will be forfeited immediately on the date that the Board determines (acting reasonably and in good faith) that any applicable vesting conditions have not been met or cannot be met by the relevant date; and

(b) any Convertible Securities which have not yet vested will be automatically forfeited on the expiry date specified in the invitation or vesting notice.

11. Change of control

If a change of control event occurs in relation to the Company, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the Participant's Convertible Securities will be dealt with, including, without limitation, in a manner that allows the Participant to participate in and/or benefit from any transaction arising from or in connection with the change of control event provided that, in respect of Convertible Securities, the maximum number of Convertible Securities (that have not yet been exercised) that the Board may determine will vest and be exercisable into Shares under this Rule is that number of Convertible Securities that is equal to 10% of the Shares on issue immediately following vesting under this Rule, which as far as practicable will be allocated between holders on a pro-rata basis on the basis of their holdings of Convertible Securities on the date of determination of vesting.

12. Rights attaching to Plan Shares

All Shares issued or transferred under the Plan, or issued or transferred to a Participant upon the valid exercise of a Convertible Security, ("**Plan Shares"**) will rank pari passu in all respects with the Shares of the same class. A Participant will be entitled to any dividends declared and distributed by the Company on the Plan Shares and may participate in any dividend reinvestment plan operated by the Company in respect of Plan Shares. A Participant may exercise any voting rights attaching to Plan Shares.

13. Disposal restrictions on Plan Shares

If the invitation provides that any Plan Shares are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction.

For so long as a Plan Share is subject to any disposal restrictions under the Plan, the Participant will not:

(a) transfer, encumber or otherwise dispose of, or have a security interest granted over that Plan Share; or

(b) take any action or permit another person to take any action to remove or circumvent the disposal restrictions without the express written consent of the Company.

14. Adjustment of Convertible Securities

If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Convertible Securities will be changed to the extent necessary to comply with the ASX Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.

If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Convertible Securities is entitled, upon exercise of the Convertible Securities, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.

Unless otherwise determined by the Board, a holder of Convertible Securities does not have the right to participate in a pro rata issue of Shares made by the Company or sell renounceable rights.

15. Participation in new issues

There are no participation rights or entitlements inherent in the Convertible Securities and holders are not entitled to participate in any new issue of Shares of the Company during the currency of the Convertible Securities without exercising the Convertible Securities.

16. Compliance with applicable law

No Security may be offered, grated, vested or exercised if to do so would contravene any applicable law. In particular, the Company must have reasonable grounds to believe, when making an invitation, that the total number of Plan Shares that may be issued upon exercise of Convertible Securities offer when aggregated with the number of Shares issued or that may be issued as a result of offers made at any time during the previous three year period under:

(a) an employee incentive scheme of the Company covered by ASIC Class Order 14/1000; or

(b) an ASIC exempt arrangement of a similar kind to an employee incentive scheme,

but disregarding any offer made or securities issued in the capital of the Company by way of or as a result of:

(c) an offer to a person situated at the time of receipt of the offer outside Australia;

(d) an offer that did not need disclosure to investors because of section 708 of the Corporations Act (exempts the requirement for a disclosure document for the issue of securities in certain circumstances to investors who are deemed to have sufficient investment knowledge to make informed decisions, including professional investors, sophisticated investors and senior managers of the Company); or

(e) an offer made under a disclosure document,

would exceed 5% (or such other maximum permitted under any applicable law) of the total number of Shares on issue at the date of the invitation.

17. Maximum number of Securities

The Company will not make an invitation under the Plan if the number of Plan Shares that may be issued, or acquired upon exercise of Convertible Securities offered under an invitation, when aggregated with the number of Shares issued or that may be issued as a result of all invitations under the Plan, will exceed 15% of the total number of issued Shares at the date of the invitation.

18. Amendment of Plan

Subject to the following paragraph, the Board may at any time amend any provisions of the Plan rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the Plan and determine that any amendments to the Plan rules be given retrospective effect, immediate effect or future effect.

No amendment to any provision of the Plan rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.

19. Plan duration

The Plan continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the Plan for a fixed period or indefinitely, and may end any suspension. If the Plan is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants.

If a Participant and the Company (acting by the Board) agree in writing that some or all of the Securities granted to that Participant are to be cancelled on a specified date or on the occurrence of a particular event, then those Securities may be cancelled in the manner agreed between the Company and the Participant.

20. Income Tax Assessment Act

The Plan is a plan to which Subdivision 83A-C of the Income Tax Assessment Act 1997 (Cth) applies (subject to the conditions in that Act).

Schedule 5 – Terms and conditions of Performance Rights

Definitions

In these terms and conditions, unless the context otherwise requires:

ASX means ASX Limited ACN 008 624 691 or, where the context requires, the financial market operated by it.

Board means the board of directors of the Company.

Business Day means a day (other than a Saturday, Sunday or public holiday) on which banks are open for general banking business in Perth, Australia.

Change of Control Event has the meaning given in condition 14(b).

Company means Tamaska Oil and Gas Limited ACN 127 735 442.

Corporations Act means the Corporations Act 2001 (Cth).

Expiry Date means the relevant date of expiry for satisfaction of a vesting condition for each class of Performance Right, as set out in paragraph 2.

Holder means a holder of a Performance Right.

Listing Rules means the official Listing Rules of the ASX as they apply to the Company from time to time.

Performance Right means the right to acquire a Share on these terms and conditions.

Share means a fully paid ordinary share in the capital of the Company.

Vesting Condition has the meaning given in condition 2.

VWAP means volume weighted average price.

Terms and Conditions of Performance Rights

1. Performance Rights

Each Performance Right is a right of the Holder (and/or its nominees) to acquire a Share subject to these terms and conditions.

2. Vesting Condition

The Performance Rights will vest as follows:

Tranche	Vesting Condition	Expiry Date
Class A Performance Rights	Both of the following occurring: (i) the volume weighted average price of Shares over 20 consecutive trading days being at least $0.02; and (ii) commencement of a drilling program within the Gurvantes XXXV Project area.	3 years from the date of grant
Class B Performance Rights	Either of the following occurring: (i) intersection of 25m of coal seams in any 2 of the first 4 wells within the Gurvantes XXXV Project area; or (ii) 100 billion cubic feet (bcf) of 2C (best estimate contingent resource) Petroleum Resources Management System (PRMS) compliant resource within the Gurvantes XXXV Project area.	5 years from the date of grant
Class C Performance Rights	Determination of a 100 bcf 2C PRMS resource within the Gurvantes XXXV Project area.	5 years from the date of grant

3. Exercise

Upon the Vesting Condition being satisfied, the Holder may exercise a Performance Right by delivering a written notice of exercise (**Notice of Exercise**) to the Company Secretary at any time prior to the relevant Expiry Date. The Holder is not required to pay a fee in order to exercise Performance Rights.

4. Expiry

Any Performance Rights that have not been exercised prior to the relevant Expiry Date will automatically expire on the Expiry Date or upon the Holder leaving the Company.

5. Transfer

A Performance Right is not transferable, other than to a trust or superannuation fund of which the Holder is a beneficiary.

6. Entitlements and bonus issues

The Holder of a Performance Right will not be entitled to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues.

7. Reorganisation of capital

In the event that the issued capital of the Company is reconstructed, all the Holder's rights will be changed to the extent necessary to comply with the Listing Rules at the time of reorganisation provided that, subject to compliance with the Listing Rules, following such reorganisation the Holder's economic and other rights are not diminished or terminated.

8. Right to receive Notices and attend general meetings

Each Performance Right confers on the Holder the right to receive notices of general meetings and financial reports and accounts of the Company that are circulated to Shareholders. A Holder has the right to attend general meetings of the Company.

9. Voting rights

A Performance Right does not entitle the Holder to vote on any resolutions proposed at a general meeting of the Company, subject to any voting rights provided under the Corporations Act or the Listing Rules where such rights cannot be excluded by these terms.

10. Dividend rights

A Performance Right does not entitle the Holder to any dividends.

11. Return of capital rights

The Performance Rights do not confer any right to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.

12. Rights on winding up

The Performance Rights have no right to participate in the surplus profits or assets of the Company upon a winding up of the Company.

13. Change in control

(a) If prior to the earlier of the conversion or the relevant Expiry Date a Change in Control Event occurs, then each Performance Right will automatically and immediately convert into a Share. However, if the number of Shares to be issued as a result of the conversion of the Performance Rights is in excess of 10% of the total fully diluted share capital of the Company at the time of the conversion, then the number of Performance Rights to be converted will be reduced so that the aggregate number of Shares to be issued on conversion of the Performance Rights is equal to 10% of the entire fully diluted share capital of the Company.

(b) A Change of Control Event occurs when:

  (i) takeover bid: the occurrence of the offeror under a takeover offer in respect of all Shares announcing that it has achieved acceptances in respect of more than 50.1% of shares and that takeover bid has become unconditional; or

  (ii) scheme of arrangement: the announcement by the Company that the Shareholders have at a Court-convened meeting of Shareholders voted in favour, by the necessary majority, of a proposed scheme of arrangement under which all Company securities are to be either cancelled transferred to a third party, and the Court, by order, approves the proposed scheme of arrangement.

(c) The Company must ensure the allocation of shares issued under sub-paragraph (a) is on a pro rata basis to all Holders in respect of their respective holdings of Performance Rights and all remaining Performance Rights held by each Holder will remain on issue until conversion or expiry in accordance with the terms and conditions set out herein.

14. Timing of issue of Shares on exercise

Within 10 Business Days of receiving an Exercise Notice, the Company will:

(a) issue the number of Shares required under these terms and conditions in respect of the number of Performance Rights specified in the Notice of Exercise;

(b) if required, give ASX a notice that complies with section 708A(5) (e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and

(c) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Performance Rights.

15. Compliance with law

The conversion of the Performance Rights is subject to compliance at all times with the Corporations Act and the Listing Rules.

16. Application to ASX

Performance Rights will not be quoted on ASX. On conversion of Performance Rights into Shares, the Company will within five (5) Business Days after the conversion, apply for official quotation on ASX of the Shares issued upon such conversion.

17. Ranking of Shares

Shares into which the Performance Rights will convert will rank parri passu in all respects with existing Shares.

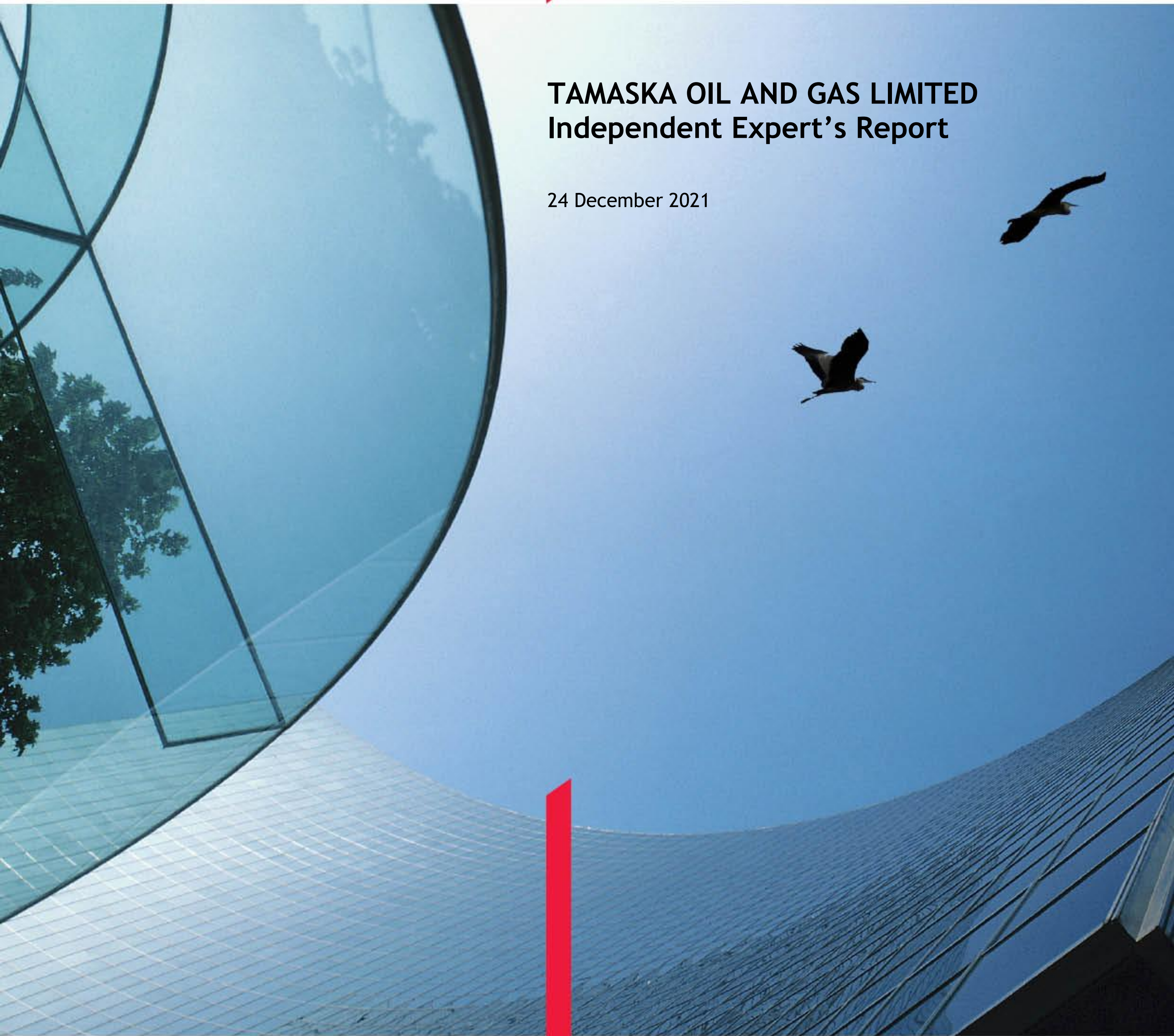
18. No other rights

A Performance Right does not give a Holder any rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.

THIS PAGE IS INTENTIONALLY BLANK

TAMASKA OIL AND GAS LIMITED
Independent Expert's Report

24 December 2021



Financial Services Guide

24 December 2021

BDO Corporate Finance (WA) Pty Ltd ABN 27 124 031 045 ('**we**' or '**us**' or '**ours**' as appropriate) has been engaged by Tamaska Oil and Gas Limited (**'Tamaska'**) to provide an independent expert's report on the proposal for Tamaska to acquire 100% of the issued capital of Telmen Energy Limited (**'Telmen'**) for consideration comprising shares and performance shares in Tamaska which will result in Mr. Tsetsen Zantav's interest in Tamaska increasing above 20%. You are being provided with a copy of our report because you are a shareholder of Tamaska and this Financial Services Guide ('**FSG**') is included in the event you are also classified under the Corporations Act 2001 ('**the Act**') as a retail client.

Our report and this FSG accompanies the Notice of Meeting required to be provided to you by Tamaska to assist you in deciding on whether or not to approve the proposal.

Financial Services Guide
This FSG is designed to help retail clients make a decision as to their use of our general financial product advice and to ensure that we comply with our obligations as a financial services licensee.

This FSG includes information about:

- Who we are and how we can be contacted;
- The services we are authorised to provide under our Australian Financial Services Licence No. 316158;
- Remuneration that we and/or our staff and any associates receive in connection with the general financial product advice;
- Any relevant associations or relationships we have; and
- Our internal and external complaints handling procedures and how you may access them.

Information about us
We are a member firm of the BDO network in Australia, a national association of separate entities (each of which has appointed BDO (Australia) Limited ACN 050 110 275 to represent it in BDO International). The financial product advice in our report is provided by BDO Corporate Finance (WA) Pty Ltd and not by BDO or its related entities. BDO and its related entities provide professional services primarily in the areas of audit, tax, consulting, mergers and acquisition, and financial advisory services.

We and BDO (and its related entities) might from time to time provide professional services to financial product issuers in the ordinary course of business and the directors of BDO Corporate Finance (WA) Pty Ltd may receive a share in the profits of related entities that provide these services.

Financial services we are licensed to provide
We hold an Australian Financial Services Licence that authorises us to provide general financial product advice for securities to retail and wholesale clients, and deal in securities for wholesale clients. The authorisation relevant to this report is general financial product advice.

When we provide this financial service we are engaged to provide an expert report in connection with the financial product of another person. Our reports explain who has engaged us and the nature of the report we have been engaged to provide. When we provide the authorised services we are not acting for you.

General Financial Product Advice
We only provide general financial product advice, not personal financial product advice. Our report does not take into account your personal objectives, financial situation or needs. You should consider the appropriateness of this general advice having regard to your own objectives, financial situation and needs before you act on the advice. If you have any questions, or don't fully understand our report you should seek professional financial advice.

Fees, commissions and other benefits that we may receive
We charge fees for providing reports, including this report. These fees are negotiated and agreed with the person who engages us to provide the report. Fees are agreed on an hourly basis or as a fixed amount depending on the terms of the agreement. The fee payable to BDO Corporate Finance (WA) Pty Ltd for this engagement is approximately $40,000.

Except for the fees referred to above, neither BDO, nor any of its directors, employees or related entities, receive any pecuniary benefit or other benefit, directly or indirectly, for or in connection with the provision of the report and our directors do not hold any shares in Tamaska.

Other assignments
BDO Audit (WA) Pty Ltd is the auditor of Tamaska. We do not consider that this impacts on our independence in accordance with the requirements of Regulatory Guide 112 'Independence of Experts'. We have completed a conflict search of BDO affiliated organisations within Australia. This conflict search incorporates all Partners, Directors and Managers of BDO affiliated organisations. We are not aware of any circumstances that, in our view, would constitute a conflict of interest or would impair our ability to provide objective assistance in this matter.

Remuneration or other benefits received by our employees
All our employees receive a salary. Our employees are eligible for bonuses based on overall productivity but not directly in connection with any engagement for the provision of a report. We have received a fee from Tamaska for our professional services in providing this report. That fee is not linked in any way with our opinion as expressed in this report.

Referrals
We do not pay commissions or provide any other benefits to any person for referring customers to us in connection with the reports that we are licensed to provide.

Complaints resolution
Internal complaints resolution process
As the holder of an Australian Financial Services Licence, we are required to have a system for handling complaints from persons to whom we provide financial product advice. Complaints can be in writing addressed to The Complaints Officer, BDO Corporate Finance (WA) Pty Ltd, Level 9, Mia Yellagonga Tower 2, 5 Spring Street, Perth WA 6000 or, by telephone or email using the contact details within the following report.

When we receive a complaint we will record the complaint, acknowledge receipt of the complaint in writing within 1 business day or, if the timeline cannot be met, then as soon as practicable and investigate the issues raised. As soon as practical, and not more than 30 days after receiving the complaint, we will advise the complainant in writing of our determination.

Referral to External Dispute Resolution Scheme
If a complaint is made and the complainant is dissatisfied with the outcome of the above process, or our determination, the complainant has the right to refer the matter to the Australian Financial Complaints Authority Limited ('**AFCA**').

AFCA is an independent company that has been established to impartially resolve disputes between consumers and participating financial services providers.

Our AFCA Membership Number is 12561. Further details about AFCA are available on its website www.afca.org.au or by contacting it directly via the details set out below.

Australian Financial Complaints Authority Limited
GPO Box 3
Melbourne VIC 3001
AFCA Free call: 1800 931 678
Website: www.afca.org.au
Email: info@afca.org.au

You may contact us using the details set out on page 1 of the accompanying report.

TABLE OF CONTENTS

Tel: +61 8 6382 4600
Fax: +61 8 6382 4601
www.bdo.com.au

Level 9, Mia Yellagonga Tower 2
5 Spring Street
Perth, WA 6000
PO Box 700 West Perth WA 6872
Australia

24 December 2021

The Directors
Tamaska Oil and Gas Limited
102 Forrest Street
Cottesloe WA 6011

Dear Directors

INDEPENDENT EXPERT'S REPORT

1. Introduction

On 16 December 2021, Tamaska Oil and Gas Limited (**'Tamaska'** or **'the Company'**) announced that it had entered into a binding terms sheet with the shareholders of Telmen Energy Limited (**'Telmen'**) to acquire 100% of the issued capital of Telmen (**'Acquisition'**). Telmen is an oil and gas exploration company which holds a production sharing agreement (**'PSA'**) over the Gurvantes XXXV South Gobi Natural Gas Project (**'Gurvantes XXXV'**), located in Mongolia.

Under the terms of the Proposed Transaction, the following consideration will be issued to the shareholders of Telmen according to their respective shareholdings in Telmen (**'Consideration'**):

- 1,600,000,000 fully paid ordinary shares in Tamaska (**'Consideration Shares'**); and
- 1,600,000,000 performance shares in Tamaska, converting into fully paid ordinary shares in Tamaska upon satisfaction of certain milestones, which are detailed in Section 4 of our Report (**'Consideration Performance Shares'**), together, the **'Consideration Securities'**.

Mr Tsetsen Zantav (**'Mr Zantav'**) is a 49% shareholder of Telmen. Accordingly, Mr Zantav will receive 789,000,000 Consideration Shares and 789,000,000 Consideration Performance Shares, which will result in Mr Zantav's maximum holding in Tamaska following the Proposed Transaction increasing to 43.55%. As the Proposed Transaction will result in Mr Zantav's voting power in Tamaska increasing from below 20% to more than 20%, approval from Tamaska shareholders not associated with Telmen (**'Shareholders'**) is required in order for the Company to enter into the Proposed Transaction.

The Company also proposes to raise up to $1.96 million (before costs) via the issue of 245,000,000 shares at an issue price of $0.008 per share to professional and sophisticated investors (**'Capital Raising'**). The Capital Raising exceeds the 15% limit pursuant to Australian Securities Exchange (**'ASX'**) Listing Rule 7.1 and as such, shareholder approval is being sought for the issue of shares pursuant to the Capital Raising.

As lead manager of the Capital Raising and advisor to the Proposed Transaction, Chieftain Securities Pty Ltd (**'Chieftain'**) will receive fees equivalent to 5% of the funds raised under the Capital Raising, 50,000,000 ordinary shares in Tamaska (**'Chieftain Shares'**) and 75,000,000 options (**'Chieftain Options'**) (together, the **'Chieftain Securities'**).

In addition, the Company also proposes to issue 210,000,000 performance rights to key management personnel (‘**KMP**’) of Telmen (‘**KMP Performance Rights**’). Of the 210,000,000 KMP Performance Rights, 35,000,000 KMP Performance Rights are proposed to be issued to Mr Zantav. The KMP Performance Rights have the same milestones and are to be issued in the same proportions as the Consideration Performance Shares (collectively, the ‘**Performance Securities**’).

As set out in the Notice of Meeting, only Resolution 3 (Item 7, section 611 approval) requires the opinion of an independent expert. We note that the following resolutions are conditional on each other:

- Resolution 1 – “Approval for change to scale of activities resulting from Acquisition”;
- Resolution 2 – “Approval for issue of Consideration Securities”;
- Resolution 3 – “Section 611, item 7 approval for issue of Consideration Securities to Mr. Tsetsen Zantav”; and
- Resolution 7 – “Approval to issue Capital Raising Shares”.

Therefore, given the issue of the aforementioned securities are conditional on the Acquisition and vice versa, our opinion pursuant to item 7, section 611 pertains to all conditional elements of the transaction (‘**Proposed Transaction**’).

Further details of the Proposed Transaction are outlined in Section 4 of our Report.

All currencies are quoted in Australian Dollars unless otherwise stated.

2. Summary and Opinion

2.1 Requirement for the report

The directors of Tamaska have requested that BDO Corporate Finance (WA) Pty Ltd (‘**BDO**’) prepare an independent expert’s report (‘**our Report**’) to express an opinion as to whether or not the Proposed Transaction is fair and reasonable to Shareholders.

Our Report is prepared pursuant to Item 7 Section 611 (‘**item 7 s611**’) of the Corporations Act 2001 (Cth) (‘**Corporations Act**’ or ‘**the Act**’) and is to accompany the Company’s Notice of Meeting, which is required to be provided to Shareholders in order to assist in their decision whether to approve the Proposed Transaction.

2.2 Approach

Our Report has been prepared having regard to Australian Securities and Investments Commission (‘**ASIC**’) Regulatory Guides 74 *Acquisitions Approved by Members* (‘**RG 74**’), RG 111 *Content of Expert’s Reports* (‘**RG 111**’), RG 112 *Independence of Experts* (‘**RG 112**’), RG 170 *Prospective Financial Information* (‘**RG 170**’) and Information Sheet 214: *Mining and Resources: Forward-looking Statements* (‘**IS 214**’).

In arriving at our opinion, we have assessed the terms of the Proposed Transaction as outlined in the body of our Report and have considered:

- How the value of a Tamaska share prior to the Proposed Transaction on a controlling interest basis compares to the value of a Tamaska share following the Proposed Transaction on a minority interest basis;
- The likelihood of an alternative proposal being available to Tamaska;

- Other factors which we consider to be relevant to the Shareholders in their assessment of the Proposed Transaction; and
- The position of Shareholders should the Proposed Transaction not proceed.

2.3 Opinion

We have considered the terms of the Proposed Transaction as outlined in the body of this report and have concluded that, in the absence of a superior proposal, the Proposed Transaction is not fair but reasonable to Shareholders.

We consider the Proposed Transaction to be not fair to Shareholders because the minority interest value of a share in Tamaska following the Proposed Transaction on a diluted basis is less than the controlling interest value of a Tamaska share prior to the Proposed Transaction. However, we consider the Proposed Transaction to be reasonable for Shareholders because the advantages of the Proposed Transaction outweigh the disadvantages. In particular, the performance milestones that are required to be met in order for the Performance Securities to vest, are likely to result in value accretion. Therefore if these conditions are met Shareholders will also participate in this upside. However, there are insufficient reasonable grounds to quantify this value uplift, should it materialise. Given that the Company is seeking shareholder approval for Mr Zantav to increase his holding to a maximum of 43.55%, which assumes that the Performance Securities held by Mr Zantav are converted to ordinary shares, the dilution associated with the vesting of these performance shares is considered in the assessment of fairness without the resulting value accretion that Shareholders may participate in, should the performance milestones be achieved.

As a result, in addition to the reasonableness factors detailed in section 13, we consider the Proposed Transaction to be reasonable to Shareholders because it provides Shareholders with the opportunity to participate in the potential upside associated with Gurvantes XXXV.

2.4 Fairness

In Section 12, we compared the value of a Tamaska share prior to the Proposed Transaction on a controlling interest basis to the value of a Tamaska share following the Proposed Transaction on a minority interest basis, as detailed below:

	Ref	Low $	Preferred $	High $
Value of a Tamaska share prior to the Proposed Transaction on a controlling interest basis	10	$0.0026	$0.0065	$0.0103
Value of a Tamaska share following the Proposed Transaction on a minority interest basis	11	$0.0017	$0.0039	$0.0062

Source: BDO analysis

We note from the above that the minority interest value of a Tamaska share following the Proposed Transaction is less than the controlling interest value of a Tamaska share prior to the Proposed Transaction when a direct comparison is made between the corresponding low, preferred and high values.

We have also presented a scenario analysis, which determines whether the Proposed Transaction is value accretive to Shareholders under the following three scenarios:

- The low value of Napoleon (as assessed by an independent technical specialist) eventuates;

- The preferred value of Napoleon (as assessed by an independent technical specialist) eventuates; and
- The high value of Napoleon (as assessed by an independent technical specialist) eventuates.

Our scenario analysis is presented below:

Scenario analysis	Low $	Preferred $	High $
Low values for Napoleon			
Value per Tamaska share prior to the Proposed Transaction (control)	$0.0026	$0.0026	$0.0026
Value per Tamaska share following the Proposed Transaction (minority)	$0.0017	$0.0031	$0.0045
Value accretive?	No	Yes	Yes
Preferred values for Napoleon			
Value per Tamaska share prior to the Proposed Transaction (control)	$0.0065	$0.0065	$0.0065
Value per Tamaska share following the Proposed Transaction (minority)	$0.0025	$0.0039	$0.0053
Value accretive?	No	No	No
High values for Napoleon			
Value per Tamaska share prior to the Proposed Transaction (control)	$0.0103	$0.0103	$0.0103
Value per Tamaska share following the Proposed Transaction (minority)	$0.0032	$0.0047	$0.0062
Value accretive?	No	No	No

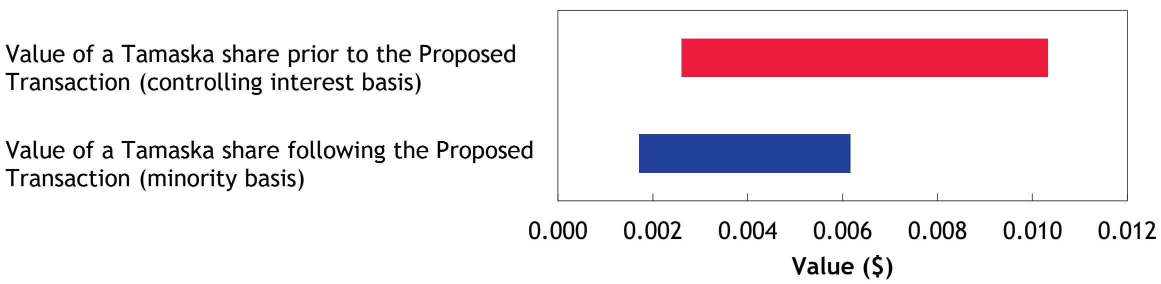
We note from the above, that the Proposed Transaction is only value accretive in two out of the possible nine scenarios, which are outlined below:

- The low value of Napoleon and the preferred value of Gurvantes XXXV eventuates; and
- The low value of Napoleon and the high value of Gurvantes XXXV eventuates.

Given that the Proposed Transaction is not value accretive to Shareholders in seven of the possible nine scenarios as set out above (including all three scenarios under the preferred value of Napoleon), we consider the Proposed Transaction to be not fair for Shareholders.

Notwithstanding the above, we note that the preferred and high values of a Tamaska share following the Proposed Transaction are contained within the range of values of a Tamaska share prior to the Proposed Transaction, which we have considered in our reasonableness assessment. The valuation ranges are graphically presented below:

Valuation Summary



Source: BDO analysis

2.5 Reasonableness

We have considered the analysis in Section 13 of our Report, in terms of both:

- advantages and disadvantages of the Proposed Transaction; and
- other considerations, including the position of Shareholders if the Proposed Transaction does not proceed and the consequences of not approving the Transaction.

In our opinion, the position of Shareholders if the Proposed Transaction is approved is more advantageous than the position if the Proposed Transaction is not approved. Accordingly, in the absence of any other relevant information and/or a superior proposal we believe that the Proposed Transaction is reasonable for Shareholders.

The respective advantages and disadvantages considered are summarised below:

ADVANTAGES AND DISADVANTAGES			
Section	Advantages	Section	Disadvantages
13.1.1	The Consideration is structured in such a way to align the interests of the vendors of Telmen with Shareholders	13.2.1	Dilution of Shareholders' interests
13.1.2	Diversification of Tamaska's exploration portfolio which may improve the attractiveness of the Company's shares		
13.1.3	The acquisition of a new flagship asset may improve the liquidity of the Company's shares		
13.1.4	Access to funding from the Capital Raising		
13.1.5	Shareholders will have the opportunity to participate in the potential upside of Gurvantes XXXV		

Other key matters we have considered include:

Section	Description
13.3	Alternative Proposal
13.4	Practical Level of Control
13.5	Consequences of not approving the Proposed Transaction
13.6	Other considerations

3. Scope of the Report

3.1 Purpose of the Report

Section 606 of the Corporations Act ('**Section 606**') expressly prohibits the acquisition of shares by a party if the party acquiring the interest does so through a transaction and because of the transaction, that party's or someone else's voting power in the company increases from 20% or below to more than 20%.

Following the implementation of the Proposed Transaction and conversion of the Performance Securities held by Mr Zantav, Mr Zantav's interest will increase to a maximum of 43.55% of the issued capital of Tamaska.

Section 611 of the Corporations Act ('**Section 611**') provides exceptions to the Section 606 prohibition and item 7 s611 permits such an acquisition if Shareholders have agreed to the acquisition. This agreement must be by resolution passed at a general meeting at which no votes are cast in favour of the resolution by the party to the acquisition or any party who is associated with the acquiring party. Item 7 s611 states that shareholders of the company must be given all information that is material to the decision on how to vote at the meeting.

RG 74 states that to satisfy the obligation to provide all material information on how to vote on the item 7 s611 resolution, Tamaska can commission an Independent Expert's Report.

The directors of Tamaska have commissioned this Independent Expert's Report to satisfy this obligation.

3.2 Regulatory guidance

Neither the Listing Rules nor the Corporations Act defines the meaning of 'fair and reasonable'. In determining whether the Proposed Transaction is fair and reasonable, we have had regard to the views expressed by ASIC in RG 111. This regulatory guide provides guidance as to what matters an independent expert should consider to assist security holders to make informed decisions about transactions.

This regulatory guide suggests that where the transaction is a control transaction, the expert should focus on the substance of the control transaction rather than the legal mechanism used to effect it. RG 111 suggests that where a transaction is a control transaction, it should be analysed on a basis consistent with a takeover bid.

In our opinion, the Proposed Transaction is a control transaction as defined by RG 111 and we have therefore assessed the Proposed Transaction as a control transaction to consider whether, in our opinion, it is fair and reasonable to Shareholders.

3.3 Adopted basis of evaluation

RG 111 states that a transaction is fair if the value of the offer price or consideration is equal to or greater than the value of the securities subject of the offer.

This comparison should be made assuming a knowledgeable and willing, but not anxious, buyer and a knowledgeable and willing, but not anxious, seller acting at arm's length. When considering the value of the securities subject of the offer in a control transaction it is inappropriate for the expert to apply a discount on the basis that the shares being acquired represent a minority or portfolio interest, as such the expert should consider this value inclusive of a control premium. Further to this, RG 111 states that a transaction is reasonable if it is fair. It might also be reasonable if despite being 'not fair' the expert believes that there are sufficient reasons for security holders to accept the offer in the absence of any superior offer.

Having regard to the above, BDO has completed this comparison in two parts:

- A comparison between the value of a Tamaska share prior to the Proposed Transaction on a controlling interest basis and the value of a Tamaska share following the Proposed Transaction on a minority interest basis (fairness – see Section 12 'Is the Proposed Transaction Fair?'); and
- An investigation into other significant factors to which Shareholders might give consideration, prior to approving the resolution, after reference to the value derived above (reasonableness – see Section 13 'Is the Proposed Transaction Reasonable?').

This assignment is a Valuation Engagement as defined by Accounting Professional & Ethical Standards Board professional standard APES 225 'Valuation Services' ('**APES 225**').

A Valuation Engagement is defined by APES 225 as follows:

'an Engagement or Assignment to perform a Valuation and provide a Valuation Report where the Valuer is free to employ the Valuation Approaches, Valuation Methods, and Valuation Procedures that a reasonable and informed third party would perform taking into consideration all the specific facts and circumstances of the Engagement or Assignment available to the Valuer at that time.'

This Valuation Engagement has been undertaken in accordance with the requirements set out in APES 225.

4. Outline of the Proposed Transaction

On 16 December 2021, Tamaska announced that it had entered into a binding terms sheet with shareholders of Telmen to acquire 100% of the issued capital of Telmen.

Under the terms of the Proposed Transaction, the following consideration will be issued to the shareholders of Telmen according to their respective shareholdings in Telmen:

- 1,600,000,000 Consideration Shares; and
- 1,600,000,000 Consideration Performance Shares, which convert into fully paid ordinary shares in Tamaska upon satisfaction of the following milestones:

Description	Milestone
Tranche 1 (600,000,000)	The Tranche 1 Consideration Performance Shares vest upon both of the following occurring: • The volume-weighted average price (**'VWAP'**) of Tamaska shares being equal to, or greater than $0.020 for 20 trading days; and • Commencement of a drilling program within the Gurvantes XXXV area within three years from the date of issue.
Tranche 2 (600,000,000)	The Tranche 2 Consideration Performance Shares vest upon either of the following occurring: • Intersection of 25m of coal seams in any two of the first four wells; or • 100 billion cubic feet (**'bcf'**) of Petroleum Resources Management System (**'PRMS'**) best estimate of contingent resources (**'2C'**) within five years from the date of issue.
Tranche 3 (400,000,000)	The Tranche 3 Consideration Performance Shares vest upon 100bcf 2C PRMS compliant resource within five years from the date of issue.

The completion of the Proposed Transaction is subject to the following significant conditions precedent:

- The Company obtaining all necessary shareholder and regulatory approvals required for the Proposed Transaction, including approvals for the Capital Raising and the issue of the Performance Securities;
- The Company having received firm commitments for an equity capital raising to raise $1.96 million at an issue price of not less than $0.008 per share;
- The Company having not less than $3.80 million in cash at completion; and
- The shareholders of Telmen each having entered into separate agreements with the Company for the sale of their Telmen shares.

The Company also proposes to complete a Capital Raising of up to $1.96 million (before costs). The Capital Raising exceeds the 15% limit pursuant to ASX Listing Rule 7.1 and as such, shareholder approval is being sought for the issue of shares pursuant to the Capital Raising.

As lead manager of the Capital Raising, Chieftain will receive fees of 5% of the funds raised under the Capital Raising, 50,000,000 Chieftain Shares and 75,000,000 Chieftain Options, which are exercisable at $0.008 per option subject to the VWAP of Tamaska shares over 20 consecutive trading days being at least $0.020, expiring three years from the date of issue.

In addition, the Company also proposes to issue 210,000,000 KMP Performance Rights. Of the 210,000,000 KMP Performance Rights, 35,000,000 KMP Performance Rights are proposed to be issued to Mr Zantav. We note that the KMP Performance Rights have the same milestones and are to be issued to the vendors in the same proportions as the Consideration Performance Shares.

The table below sets out the impact on the interests in Tamaska held by Shareholders, Mr Zantav and other parties prior to and following the implementation of the Proposed Transaction. We have also presented the impact on holdings following the vesting and conversion of the Performance Securities held by Mr Zantav, as the Company is seeking shareholder approval for the interests of Mr Zantav to increase to a maximum of 43.55% of the issued capital of Tamaska. We note that although all the Performance Securities have the same milestones, the Performance Securities do not automatically convert to ordinary shares in Tamaska upon vesting and as such, it is possible for only the Performance Securities held by Mr Zantav to vest and convert to ordinary shares, which we have considered below in order to present the maximum possible holding of Mr Zantav. This represents the maximum approval level that is being sought.

Description	Existing Shareholders	Mr Zantav	Other	Total
Shares on issue at the date of our Report	985,000,000	-	-	985,000,000
% holdings prior to the Proposed Transaction	*100.00%*	-	-	*100.00%*
Consideration Shares to be issued	-	789,000,000	811,000,000	1,600,000,000
Consideration Performance Shares	-	789,000,000	-	789,000,000
KMP Performance Rights		35,000,000	-	35,000,000
Shares issued pursuant to the Capital Raising	-	-	245,000,000	245,000,000
Chieftain Shares to be issued	-	-	50,000,000	50,000,000
Shares on issue following the Proposed Transaction	985,000,000	1,613,000,000	1,106,000,000	3,704,000,000
% holdings following the Proposed Transaction	*26.59%*	*43.55%*	*29.86%*	*100.00%*

The maximum level of dilution to existing Shareholders' interests arises in the event that all the Performance Shares vest and convert into ordinary shares and the Chieftain Options are exercised, which results in Shareholders being diluted from holding 100% of the issued capital of Tamaska to holding a minimum of 20.67%, assuming that Shareholders do not participate in the Capital Raising.

Description	Existing Shareholders	Mr Zantav	Other	Total
Shares on issue at the date of our Report	985,000,000	-	-	985,000,000
% holdings prior to the Proposed Transaction	*100.00%*	-	-	*100.00%*
Consideration Shares to be issued	-	789,000,000	811,000,000	1,600,000,000
Shares issued on vesting of the Consideration Performance Shares	-	789,000,000	811,000,000	1,600,000,000
Shares issued on vesting of the KMP Performance Rights		35,000,000	175,000,000	210,000,000
Shares issued pursuant to the Capital Raising	-	-	245,000,000	245,000,000
Chieftain Shares to be issued	-	-	50,000,000	50,000,000
Shares issued on exercise of the Chieftain Options			75,000,000	75,000,000
Shares on issue following the Proposed Transaction	985,000,000	1,613,000,000	2,167,000,000	4,765,000,000
% holdings following the Proposed Transaction	*20.67%*	*33.85%*	*45.48%*	*100.00%*

As at the date of our Report, the Company currently has no options or performance rights on issue.

Further details of the Proposed Transaction and the Capital Raising are set out in the Notice of Meeting.

5. Profile of Tamaska

5.1 History

Tamaska is an ASX-listed oil and gas exploration company with operations located in Western Australia (**'WA'**) and the United States of America (**'USA'**). The Company's flagship asset is its 20% equity interest in the Talisman Deeps Project, known as the Napoleon Prospect (**'Napoleon'**), located in the Carnarvon Basin, offshore WA. The Company also holds working interests in two oil and gas assets, namely the West Klondike Project (**'West Klondike'**), located in Louisiana, USA and the Fusselman Project (**'Fusselman'**), located in Texas, USA.

The Company was incorporated in 2007 and subsequently listed on the ASX in 2008 as the then Kilgore Oil and Gas Limited. Tamaska's head office is located in Cottesloe, WA.

The current directors of Tamaska are:

- Mr. Brett Lawrence – Managing Director;
- Mr. Logan Robertson – Non-Executive Director; and
- Mr. Timothy Wise – Non-Executive Director.

5.2 Napoleon Prospect

Napoleon is situated within the Barrow-Dampier sub-basin, located in the Carnarvon Basin, offshore WA. The prospect comprises two adjacent graticular blocks spanning an area of approximately 161km^2.

The Company acquired its 20% equity interest in Napoleon on 24 February 2021 through the acquisition of a 20% shareholding in Skye Napoleon Pty Ltd (**'Skye Napoleon'**), which in turn holds all the petroleum rights below 2,700m in the offshore petroleum production licence, WA-8-L. The remaining interest in Skye Napoleon is held by Arrochar Pty Ltd. The title to the WA-8-L licence is held by a joint venture of Kato NWS Pty Ltd and Kato Amulet Pty Ltd, both of which are wholly owned by Skye Energy Ventures Pty Ltd. This joint venture acquired the WA-8-L licence from the previous titleholders Santos Limited, Tap Oil Limited and Kufpec Australia Pty Ltd in 2019.

Tamaska has the right to convert its 20% shareholding in Skye Napoleon to a 20% direct participating interest in Napoleon, subject to the Company forming a joint venture over the project. Napoleon is also subject to a 2% royalty obligation, which will transfer to the joint venture once formed.

Consideration payable by Tamaska to the vendors of Skye Napoleon comprised 45 million ordinary shares in Tamaska and 45 million performance shares which convert into ordinary shares in Tamaska on the first to occur of either:

- An independent estimate assessing the 2U (P50) prospective recoverable resource of Napoleon to be greater than 120 million barrels of oil equivalent (**'boe'**); or
- An authorisation for expenditure (**'AFE'**) in relation to the first exploration well on Napoleon being issued and Tamaska resolving to participate in respect of its share of the AFE.

Subsequently on 29 October 2021, the Company announced that the 45 million performance shares had been converted into ordinary shares in Tamaska, following the achievement of the first milestone.

On 4 October 2021, the Company announced that ERC Equipoise Pte Ltd (**'ERCE'**) had completed an independent estimate of prospective resources and the geological chance of success for Napoleon. The independent estimate provided mean unrisked gross prospective gas resources of 1,528 billion standard cubic feet (**'bscf'**) of gas for the main target within Napoleon and unrisked gross prospective condensate resources of 66 million barrels of condensate with a geological chance of success of 24%.

Since acquiring its 20% interest in Napoleon, the Company has incurred approximately $366,000 on exploration and evaluation activities. In the twelve months following completion of the Proposed Transaction, the Company is proposing to spend $400,000 on Napoleon, with the potential for an additional $2 million if an advanced payment or deposit is required to secure a well slot for the planned Napoleon exploration well.

Further technical information on Napoelon is available in the Technical Specialist Report in Appendix 3.

5.3 West Klondike Project

Tamaska holds an 11.36% working interest in the following six tenements in the Wilbert Sons LLC #1 well, located in Iberville Parish, Louisiana: WK#1A, WK#1B, WK#1C, WK#2, WK#3A and WK#3B. The well comprises two discovered gas zones, namely the Nod Blan zone and the Lario zone.

Tamaska first participated in the drilling of the West Klondike discovery well in late 2012. The well commenced producing gas from the lower Nod Blan zone in 2014, which has since been depleted.

In 2017, Oleum Operating LLC (**'Oleum'**) acquired a 76.7% interest in West Klondike and assumed operatorship. Oleum focussed on the unproduced Lario zone, re-entering and recompleting the well before performing a small hydraulic frac. A jet pump was subsequently installed to assist with oil lift and the well was placed back in production in April 2017.

Oleum is producing the field intermittently when economically viable and when required to maintain production status under the terms of the lease. The Lario zone is estimated to contain a further 150,000 barrels if an additional well is drilled, which has been classified as 3C contingent resources as at 30 June 2021.

Gross production since 2014 has totalled 297 million cubic feet gas and 5,136 barrels of oil. Presently, West Klondike is producing approximately 15 barrels of oil per month and is therefore not considered material for the purposes of the valuation in Section 10 and Section 11 of our Report.

5.4 Fusselman Project

Tamaska holds a 12.50% working interest in the Clayton Johnson #3F well, located in Borden County. Fusselman is operated by Marshfield Oil & Gas, LLC (**'Marshfield'**) and was drilled to its total depth of 9,883 feet in 2013 in which production commenced.

During the June 2017 quarter, it was determined that the production was depleted to below cost and there were no other potential zones to complete. Marshfield has since abandoned the well in accordance with good oil field practice and the production facilities have been removed and sold.

5.5 Recent Corporate Events

Parta Acquisition

On 16 August 2019, the Company announced that it had acquired a 100% equity interest in Parta Energy Pty Ltd (**'Parta'**), a special purpose vehicle that had acquired rights to a 50% participating interest in the

Parta exploration licence, onshore Romania (‘**Parta Licence**’). The consideration payable was 70 million ordinary shares in Tamaska and 70 million performance shares.

The Company subsequently entered into a farm-in agreement with ADX Energy Panonia Srl (‘**ADX Energy**’), under which the Company would earn a 50% interest in the Parta Licence by spending US$1.5 million towards an agreed work program and budget which would fund a 3D seismic program.

As at 30 June 2020, the agreed work program had been held up by approval issues and the earn-in period under the farm-in agreement subsequently expired. As set out in section 5.7. the asset was impaired to nil during the year ended 30 June 2020. On 8 September 2020, the board elected to not extend the earn-in period.

5.6 Historical Statements of Financial Position

Historical Statements of Financial Position	Audited as at 30-Jun-21	Audited as at 30-Jun-20	Audited as at 30-Jun-19
	$	$	$
CURRENT ASSETS			
Cash and cash equivalents	2,397,478	2,912,406	1,626,391
Trade and other receivables	18,758	12,087	23,162
TOTAL CURRENT ASSETS	**2,416,236**	**2,924,493**	**1,649,553**
NON-CURRENT ASSETS			
Investment in associate	450,000	-	-
Oil and gas properties	40,430	44,133	43,971
TOTAL NON-CURRENT ASSETS	**490,430**	**44,133**	**43,971**
TOTAL ASSETS	**2,906,666**	**2,968,626**	**1,693,524**
CURRENT LIABILITIES			
Trade and other payables	79,156	56,088	52,319
TOTAL CURRENT LIABILITIES	**79,156**	**56,088**	**52,319**
NON-CURRENT LIABILITIES			
Restoration provision	34,776	37,960	37,145
TOTAL NON-CURRENT LIABILITIES	**34,776**	**37,960**	**37,145**
TOTAL LIABILITIES	**113,932**	**94,048**	**89,464**
NET ASSETS	**2,792,734**	**2,874,578**	**1,604,060**
EQUITY			
Issued share capital	31,519,783	31,029,783	28,705,778
Issued share options	408,890	408,890	408,890
Share based payment reserve	581,483	581,483	539,148
Other reserves	855,607	853,286	853,245
Accumulated losses	(30,573,029)	(29,998,864)	(28,903,001)
TOTAL EQUITY	**2,792,734**	**2,874,578**	**1,604,060**

Source: Tamaska’s audited financial statements for the years ended 30 June 2019, 30 June 2020 and 30 June 2021.

Commentary on Historical Statements of Financial Position

- Cash and cash equivalents decreased from $2.91 million as at 30 June 2020 to $2.40 million as at 30 June 2021. The decrease in cash held was primarily the result of payments to suppliers and employees of $0.32 million, foreign exchange losses of $0.13 million and exploration costs of $0.12 million. This was partially offset by proceeds of $0.04 million from the exercise of 5 million unlisted options at an exercise price of $0.008 each.
- Investment in associate of $0.45 million as at 30 June 2021 relates to the Company's 20% shareholding in Skye Napoleon, which is further detailed in Section 5.2 of our Report.

5.7 Historical Statements of Profit or Loss and Other Comprehensive Income

Historical Statements of Profit or Loss and Other Comprehensive Income	Audited for the year ended 30-Jun-21 $	Audited for the year ended 30-Jun-20 $	Audited for the year ended 30-Jun-19 $
Revenue			
Oil revenue	1,065	1,066	2,671
Government grant	10,000	10,000	-
Interest income	-	13,879	37,244
Total revenue	**11,065**	**24,945**	**39,915**
Cost of sales	(4,231)	(9,136)	(21,729)
Accounting and audit fees	(55,482)	(31,243)	(38,472)
Directors' fees	(112,000)	(115,498)	(69,000)
Professional and consultancy fees	(81,842)	(79,348)	(56,550)
Regulatory expenses	(49,050)	(54,558)	(35,691)
Amortisation of oil and gas properties	-	(825)	(1,666)
Depreciation	-	-	(703)
Impairment of capitalised oil and gas expenditure	-	(747,746)	-
Fair value loss of financial asset at fair value through profit and loss	(127,540)	-	-
Office and administration expenses	(29,865)	(114,847)	(25,610)
Loss of operating activities	**(448,945)**	**(1,128,256)**	**(209,506)**
Foreign exchange gains/(losses)	(125,220)	32,393	119
Loss before tax	**(574,165)**	**(1,095,863)**	**(209,387)**
Income tax (expense)/benefit	-	-	-
Loss for the year after income tax	**(574,165)**	**(1,095,863)**	**(209,387)**
Other comprehensive income			
Exchange differences on the translation of foreign operations	2,321	41	(1,785)
Total comprehensive loss for the year, net of tax	**(571,844)**	**(1,095,822)**	**(211,172)**

Source: Tamaska's audited financial statements for the years ended 30 June 2019, 30 June 2020 and 30 June 2021.

Commentary on Historical Statements of Profit or Loss and Other Comprehensive Income

- Oil revenue relates to revenue generated from West Klondike. Further information on West Klondike is detailed in Section 5.3 of our Report.
- Impairment of capitalised oil and gas expenditure of $0.75 million for the year ended 30 June 2020 relates to the Parta Licence farm-in agreement with ADX Energy. The asset was impaired to nil due to the earn-in period under the farm-in agreement expiring, which is further detailed in Section 5.2 of our Report.
- Fair value loss of financial asset at fair value through profit and loss of $0.13 million for the year ended 30 June 2021 relates to an advance made to Skye Napoleon. Considering the nature of the loan advance and the ongoing uncertainty around recoverability, there was no recognised fair value of the advance to Skye Napoleon.

5.8 Capital Structure

The share structure of Tamaska as at 8 December 2021 is outlined below:

	Number
Total ordinary shares on issue	985,000,000
Top 20 shareholders	689,920,779
Top 20 shareholders - % of shares on issue	70.04%

Source: Tamaska share registry information

The range of shares held in Tamaska as at 8 December 2021 is as follows:

Range of Shares Held	Number of Ordinary Shareholders	Number of Ordinary Shares	Percentage of Issued Shares (%)
1 - 1,000	32	6,859	0.00%
1,001 - 5,000	31	88,057	0.01%
5,001 - 10,000	4	31,407	0.00%
10,001 - 100,000	150	9,519,934	0.97%
100,001 – and over	329	975,353,743	99.02%
TOTAL	**546**	**985,000,000**	**100.00%**

Source: Tamaska share registry information

The ordinary shares held by the most significant shareholders as at 8 December 2021 are detailed below:

Name	No. of Ordinary Shares	Percentage of Issued Shares (%)
Aviemore Capital Pty Ltd	86,846,869	8.82%
Hoperidge Enterprises Pty Ltd	79,399,885	8.06%
W I G Pty Ltd <Gold Tree A/C>	79,000,000	8.02%
Subtotal	**245,246,754**	**24.90%**
Others	739,753,246	75.10%
Total ordinary shares on Issue	**985,000,000**	**100.00%**

Source: Tamaska share registry information

As at the date of our Report, the Company has no options or performance rights on issue.

6. Profile of Telmen

6.1 History

Telmen was incorporated in January 2021 as an Australian public company and through its wholly owned subsidiary Telmen Resources LLC (**'Telmen Resources'**), is an oil and gas exploration company with operations in Mongolia. Telmen's (through its wholly owned subsidiary, Telmen Resources) main operation is a coal bed methane (**'CBM'**) prospecting licence and a PSA over Gurvantes XXXV, located in the South Gobi Basin, onshore Mongolia.

Established in 2012, Telmen Resources was a privately owned Mongolian company formed for the purpose of exploration and development of Mongolia's natural resources. The personnel of Telmen Resources comprises professionals from both Mongolia and Australia with experience in the identification, exploration and operations of natural resources projects in Mongolia.

6.2 Gurvantes XXXV

Gurvantes XXXV is an exploration project for coal seam gas which covers approximately 8,400km^2 of the South Gobi Basin, onshore Mongolia. Gurvantes XXXV is situated approximately 20km from the China-Mongolia border and is proximal to the Northern China gas transmission and distribution network. Gurvantes XXXV is the closest of Mongolia's CBM projects to China's West-East gas pipeline and is proximal to several coal seam gas operations owned by Petrovis Resources LLC, Jade Gas Holdings Limited and Elixir Energy Limited.

On 21 January 2019, Telmen Resources was granted a CBM prospecting licence over Gurvantes XXXV for a term of three years. From February 2019 to June 2020, Telmen Resources completed a work program comprising an environmental baseline study, gravity study, compilation of available geological and drilling data, 2D seismic survey, submission of exploration program and an environmental assessment report.

In February 2021, Telmen Resources entered into a farm-out agreement with Talon Energy Limited (**'Talon'**), whereby Talon can spend approximately US$4.65 million to earn a 33% participating interest in the then proposed Gurvantes XXXV PSA. Further, Talon has a preferential right to increase its participating interest in the Gurvantes XXXV PSA by matching any third party offer in respect of the transfer or sale of an additional interest over a three year period from February 2021.

Consideration payable by Talon to Telmen Resources comprised US$0.35 million in initial cash consideration and US$1.00 million in deferred consideration, which is payable upon independent certification of 1.5 trillion cubic feet (**'TCF'**) of 2C at Gurvantes XXXV.

The initial work program is to be funded by Talon up to an amount of US$1.50 million pursuant to the farm-in agreement and consists of drilling at least four core holes in addition to other geological and geophysical work, the first year's PSA fees and office costs. Phase 1 is estimated to be completed by June 2022.

Upon completion of Phase 1, Talon may elect to continue to Phase 2 or terminate the farm-in agreement. If Talon elects to continue to Phase 2, it will receive a 33% interest in the Gurvantes XXXV PSA and will then be required to spend the next US$3.15 million on Gurvantes XXXV. Phase 2 is estimated to be completed by early 2023, after which Telmen Resources will be required to fund 67% of all ongoing exploration, evaluation and development expenditure.

On 27 July 2021, Telmen Resources, was awarded the CBM PSA over Gurvantes XXXV by the Mineral Resources and Petroleum Authority of Mongolia. Subsequently on 9 September 2021, Telmen Resources was granted the corresponding exploration license which has an initial term of ten years with the option to extend for a further five years.

In August 2021, Netherland Sewell & Associates Inc. (**'NSAI'**) completed the maiden independent prospective resource assessment of Gurvantes XXXV which delivered a PMRS unrisked best estimate qualifying as Prospective Resources (**'2U'**) (best case) of 19.96 trillion cubic feet (**'TCF'**) and a risked 2U (best case) resource of 5.96 TCF.

In the twelve months following completion of the Proposed Transaction, the Company is proposing to spend $55,000 on Gurvantes XXXV, representing the budget that is not funded by Talon under the farm-in agreement.

Further technical information on Gurvantes XXXV is available in the Technical Specialist Report in Appendix 3.

7. Economic analysis

7.1 Australia

Tamaska is exposed to the risks and opportunities of the Australian market due to its current interest in Napoleon and its listing on the ASX. Accordingly, we have presented an economic analysis on Australia.

Overview

The Australian economy contracted by 1.1% over 2020, a smaller decline than the 6.0% contraction initially anticipated in the wake of the global pandemic.

COVID-19 led to the largest contraction in global economic activity since the 1930s. Labour markets were disrupted, and inflation initially declined. The easing of containment measures in some nations led to a new surge in infections, postponing a fuller and faster economic recovery. The global economic downturn was concentrated in the services (mainly travel and hospitality) sector, with the manufacturing sector staging a recovery, initially in China, but then in other industrial nations.

The pandemic has had a significant impact on the Australian economy and financial system, along with causing increased volatility in financial markets. Equity prices experienced sharp declines and the yield on government bonds reached historic lows in March 2020, however both have risen since. Measures taken by the Australian Government and the Reserve Bank of Australia ('**RBA**') have improved stability in equity and bond markets over the back end of 2020 and through the course of 2021.

Globally, financial market conditions have rebounded from the period of dislocation in March 2020, with the improvement of financial conditions driven by the successful development of COVID-19 vaccines, historically low interest rates and increasing housing prices. Financial conditions in Australia continue to remain highly accommodative, with most lending rates at record lows.

Currently, economic conditions vary considerably around the country and across industries, with economic activity remaining stable in states without major Delta outbreaks, namely Queensland, South Australia and WA. However, economic activity is set to rebound in the Delta affected states as key vaccination rate thresholds are met and restrictions on activity are eased. Overall, the Australian economy is expected to recover relatively quickly from the interruption caused by the Delta outbreak, with GDP expected to grow by approximately 3% over 2021. The emergence of the Omicron strain is a new source of uncertainty, however it is not expected to derail the recovery, with the economy expected to return to its pre-Delta path in the first half of 2022.

Government and RBA Policies

The Australian Government introduced a range of stimulus measures in response to the economic impact of COVID-19, totalling $507 billion since the beginning of the pandemic.

Support from public policy has cushioned the effects of the health-related activity restrictions on incomes and has shaped the recovery of the economy. In aggregate, household disposable income has increased throughout the pandemic, despite the large contraction in economic activity and even as many people lost their jobs or worked fewer hours. The largest contributor to this support was the $101 billion JobKeeper program, which is estimated to have supported more than 25% of all workers nationwide.

In mid-March 2020, the RBA introduced a comprehensive package of policy measures to support the Australian economy. Most notably, the RBA announced it would focus on lowering the cash rate and the yield on 3-year Australian Government bonds to 0.25%. In November 2020, the RBA further lowered the cash rate to 0.10% and has maintained this rate since. Since March 2020, the RBA has purchased approximately $315 billion worth of government bonds in the secondary market and will continue to do so at a rate of $4 billion a week until at least mid-February 2022.

At its November 2021 meeting, the RBA made the decision to discontinue the 0.10% target for the yield on the 3-year government bond, reflecting the improvement in the economy and the earlier than expected progress towards the inflation target. The RBA explained that given that other market interest rates have moved in response to the expectations of higher inflation and lower unemployment, the effectiveness of the yield target in maintaining the structure of interest rates in Australia had diminished.

In addition, the RBA established a term funding facility (**'TFF'**) for authorised deposit-taking institutions, unlocking access to additional funding to small and medium-sized businesses. The TFF closed to new drawdowns on 30 June 2021, at which time $188 billion of funding was outstanding, however the TFF will continue to support low-cost fixed-rate borrowing costs until mid-2024.

Tamaska qualified for the Australian government cash flow boost for the years ended 30 June 2020 and 30 June 2021.

Economic Indicators

The RBA's November 2021 Statement on Monetary Policy outlined that the setback to the Australian economy resulting from the Delta outbreak was significant, with GDP expected to have contracted by 2.50% in the September 2021 quarter. However, it highlighted that the economy is recovering rapidly on the back of rising vaccination rates and easing to activity restrictions. According to the RBA's baseline scenario, the Australian economy is expected to grow by approximately 3.00% over 2021, 5.50% over 2022 and 2.50% over 2023.

Consumer Price Index (**'CPI'**) inflation of 0.8% in the September 2021 quarter was higher than expected, bringing CPI inflation to 3.0% over the year to the September 2021 quarter. However, inflation remains subdued in underlying terms, at 2.1%. Measures of underlying inflation attempt to remove the effect of irregular or temporary price changes in the CPI, which may be unrelated to broad conditions in the economy. The disparity between the CPI and underlying inflation is largely due to higher petrol prices, higher home-building costs and disruptions to global supply chains. According to the RBA's baseline scenario, underlying inflation is expected to be around 2.25% over 2021 and 2022, gradually increasing to 2.50% over 2023.

The RBA has remained firm in its position that it will not increase the cash rate until inflation is sustainably within the 2% to 3% target range, which will require the labour market to tighten enough in order to generate increased wage growth.

Wages growth is expected to pick up in the near term, as the remaining wage freezes and cuts implemented in 2020 are unwound and the labour market conditions tighten. The Wage Price Index is forecast to increase to above 2.00% by the end of 2021, bringing it back in line with pre-pandemic growth levels, before strengthening to be around by 2.50% over 2022, and 3.00% over 2023 as the unemployment rate declines, approaching 4.00%. The main uncertainties relate to the persistence of the current disruptions to global supply chains and the access to foreign labour as international travel restrictions continue.

From late September 2021, Australian Government bond yields have risen alongside increases in sovereign bond yields globally, to be around the levels reached in early 2021. This reflected rising inflation expectations both domestically and offshore and expectations that central banks would reduce stimulus earlier than previously expected. The yield on the April 2024 Australian Government bond rose to over

0.75% in October 2021 after being close to zero for much of August and September 2021. However, bond yields have recently declined due to concerns about the Omicron variant.

The COVID-19 outbreak has severely affected the labour market. The measured unemployment rate increased by more than 2% over the course of a few months, reaching 7.4% in June 2020, the highest rate in more than two decades. However, since June 2020, the unemployment rate has declined to 4.6% as of November 2021, lower than the pre-pandemic levels of 5.2%. The Delta outbreak has caused hours worked in Australia to fall, however a bounce-back is now underway, with job advertisement data suggesting that many firms are now hiring which will boost employment over the coming months. The RBA expects the unemployment rate to trend lower over the next couple of years, reaching 4.25% at the end of 2022 and 4.00% at the end of 2023. The country's participation rate is expected to recover quickly to historically high levels, in contrast to the experience of other advanced economies.

The Australian dollar depreciated significantly during the height of the market turmoil in March 2020. However, as at December 2021, the Australian dollar has appreciated to above its level prior to the onset of COVID-19, albeit below the levels seen earlier in 2021. The appreciation was in line with the currencies of a range of other developed economies against the backdrop of a depreciation of the United States dollar, as well as an increase in the demand for Australian commodity exports. The Australian dollar reached year-to-date lows in late-November 2021 as it declined 4.9% relative to the United States dollar over November 2021, representing the largest monthly decrease since March 2020. The depreciation was attributable to uncertainty relating to the economic recovery and potential delays to the tightening plans of the RBA following the emergence of the Omicron strain.

Outlook

The ongoing rollout of vaccinations and government policy stimulus has laid the groundwork for a sustained economic recovery. Whilst economic activity in Australia contracted sharply in the September 2021 quarter due to the Delta outbreak, this setback has delayed but not derailed the economic recovery that was underway in the first half of the year. Under the RBA's central scenario, GDP is forecast to grow by 5.5% over 2022 and 2.50% over 2023 as vaccination rates increase even further and restrictions are eased. Further outbreaks of the virus and associated restrictions on activity are the key risks to the outlook. At its December 2021 meeting, the RBA acknowledged the emergence of the Omicron strain is a new source of uncertainty, however it is not expected to derail the economy.

Source: www.rba.gov.au *Statement by Phillip Lowe, Governor: Monetary Policy Decision dated 7 December 2021 and prior periods,* www.rba.gov.au *Statement on Monetary Policy November 2021,* www.abs.gov.au *Consumer Price Index, Australia September 2021 and prior periods,* Australian Government *2020-21 Budget Overview.*

7.2 Mongolia

Following the Proposed Transaction, Tamaska will gain exposure to the risks and opportunities of the Mongolian market due to Telmen's interest in Gurvantes XXXV. Accordingly, we have also presented an economic analysis of Mongolia.

Economic performance

According to the Asian Development Bank (**'ADB'**), the highlights of the economic performance of Mongolia during 2020 are outlined below:

- Prior to the COVID-19 outbreak, the country's GDP growth averaged 5.9% over 2017 through to 2020, boosted by stronger external demand and a recovery in foreign direct investment (**'FDI'**). However, as a result of COVID-19, the economy contracted by 5.3% over 2020, offsetting the growth of 5.2% over 2019, representing the first contraction in 11 years and the deepest since 1992;

- Trade, services, and other businesses excluding mining and agriculture contracted by 7.7%, which contributed a decrease in 4.0 percentage points to growth. A 9.0% fall in exports of goods and services was largely driven by a contraction in mining, primarily in coking coal and crude oil production, which dragged growth down by another 1.9 percentage points, whilst stagnation in manufacturing and construction subtracted a further 0.2 percentage points. This was partially offset by a 6.2% expansion in agriculture output which contributed an increase in 0.8 percentage points to growth;
- The mining industry accounted for 25% of the country's GDP, with the country's main deposits being in coal, copper, gold, petroleum and uranium;
- Net FDI declined by 28.8%, while government capital expenditure remained stable;
- Inflation slowed to 3.7% as declines in utility and transportation costs and prices for non-food items outweighed temporary supply shocks and higher prices for imported food products;
- Public debt including foreign liabilities of the Bank of Mongolia rose from 79.1% of GDP in 2019 to 92.4% of GDP in 2020 as a result of the economic contraction and a large fiscal deficit equal to 11.0% of GDP; and
- The Central Bank cut the policy rate by 5 percentage points to 6%, reduced the local currency reserve requirement ratio to 6% and launched a new credit support instrument providing new lending to exporters outside of mining and small to medium sized business at the end of 2020.

The ADB has been Mongolia's largest multilateral development partner since 1991, supporting the country's transformation to a middle-income, market-based economy. Since 1991, ADB has committed sovereign loans totalling US$3 billion, grants of US$335 million and non-sovereign loans of US$182 million. In 2020, the ADB provided immediate COVID-19 support through a COVID-19 Rapid Response Program loan of US$100 million to assist the government to mitigate severe health and economic impacts, deliver medical equipment and supplies and improve infection control and testing capacities.

Economic prospects

Mongolia's growth prospects will depend largely on the COVID-19 situation and responses in policy, the pace of economic rebound in the People's Republic of China and the speed in which commodity exports rebound. Until the vaccination target - being 60% of the population by the end of 2021 - is achieved, concern about public health will continue to weaken domestic demand and business confidence.

GDP growth is forecast to recover to 4.8% in 2021 and 5.7% in 2022, driven by favourable terms of trade, elevated domestic demand and higher export demand for coking coal, copper and iron ore.

Inflation is set to increase to approximately 6.9% in 2021 and 8.5% in 2022, rising above the 6.0% medium-term inflation target set by the central bank as domestic demand recovers, fuel prices increase and exchange rate effects pass through to prices of imported goods.

The ADB highlighted several downside risks to the outlook, including deterioration in the investment climate, prolonged COVID-19 impacts on economic activity and slow implementation of the vaccination program which would limit improvement in business confidence and domestic demand.

Source: Asian Development Outlook 2021, ADB Mongolia Fact Sheet 2021

8. Industry analysis

We note that the primary focus of Tamaska's operations is the exploration of gas assets. However, we have included a brief overview of the oil market as well as the gas market, as both form the basis for the global energy market. The demand for gas is intrinsically linked to the demand for oil, and on this basis we consider it relevant to include an overview of the oil industry as a means of providing a greater context behind the determinants of the gas market. Following the Proposed Transaction, Tamaska will gain exposure to the oil and gas industry of Mongolia as a result of Telmen's interest in Gurvantes XXXV.

Accordingly, we have presented an update on the Australian and Mongolian oil and gas sector.

8.1 Global Oil and Gas Industry

The primary products of the oil and gas industry are crude oil and natural gas, and to a lesser extent, liquefied petroleum gas, coal seam gas and shale oil and gas. Historically, oil and gas have been extracted from "conventional" plays in which the hydrocarbons are trapped by an overlying layer of permeable rock allowing for traditional extraction methods. However, oil and gas can also be found in other geological settings, such as shale formations. Shale oil and gas resources are formed within the organic rich shale source rock. As the low permeability of the shale inhibits the oil and gas from migrating to permeable reservoir rocks, shale oil and gas is often referred as 'unconventional' plays or 'tight' oil and gas.

Over the last decade, there has been significant growth in unconventional resource development due to breakthroughs in technology, which have resulted in resources located in shale and other tight formations becoming commercially viable. According to the US Energy Information Administration's ('**US EIA**') short term energy outlook, global oil production in 2020 totalled 4.16 billion tonnes or 92.3 million barrels daily. This is a decrease of almost 8.9 million barrels daily on the year prior, which was the largest historical decline by volume and the first since 2009. This was a direct result of COVID-19 containment measures limiting road and air travel and industrial production.

While the growth, cost and risk profiles of oil and gas industry products may vary, depending on the method and technology necessary for extraction, commodities are generally traded on the same market once extracted. The global oil and gas industry is therefore one of the largest in the world, and as is inherent to large markets, the industry is dominated by large highly integrated companies. The scale of operations and the capital investment required to bring fields into production represent high barriers to entry.

The transport sector including road, rail, sea and air, accounts for the majority of global oil consumption, and as a result, demand for oil is largely influenced by global economic growth. According to the Department of Industry, Science, Energy and Resources' ('**DISR**') resources and energy quarterly, the top five consumers of oil are the United States (20%), China (15%), European Union (13%), India (4%) and Japan (4%). Oil prices are expected to average US$70 a barrel for the remainder of 2021, which is an increase from 2020, when prices were affected by COVID-19.

Demand for natural gas is strongly linked with energy consumption for both industrial and residential electricity production, with the generation of electricity accounting for 40% of consumption of natural gas. According to the DISR, the next three largest uses of natural gas are residential, industrial and transport. Natural gas accounted for 23% of the world's energy mix in 2019 and 349 million tonnes of liquefied natural gas ('**LNG**') were sold in 2020. This represented an increase of only 1%, which is much lower than the longer term growth trend in the industry, reflecting the impacts of COVID-19 on LNG demand.

8.2 Coal Seam Gas Industry

Coal seam gas (also known as coal bed methane) is a natural gas found in coal deposits, typically 300 to 600 metres underground. During the formation of coal, large quantities of gas are generated and stored within the coal on internal surfaces, held in place by water pressure. The extraction process involves reducing this water pressure by the drilling of wells through the coal to allow the release of natural gas. Following the separation of gas and water, the gas is then piped to compression plants for transportation via gas transmission pipelines. In some instances, hydraulic fracturing or 'fracking' is used to extract coal seam gas. This technique involves the injection of fluid under high pressure into a coal seam to widen existing fractures and create new ones. A 'proppant' such as sand is mixed with the injected fluid to keep the fractures open once the fracture treatment and the pressure is complete.

According to IBISWorld, modern extraction techniques, technological advancements which convert natural gas into LNG and significant infrastructure investment have allowed gas extraction activity and demand for coal seam gas to increase strongly since 2014. The key external drivers of the industry are demand from gas supply, the export price of LNG, demand from fossil fuel electricity generation and net energy consumption. Effects of the COVID-19 pandemic and subsequent falls in LNG export prices have slowed industry revenue growth. However, as economies recover from lockdowns in 2020 and extreme winter weather in Northeast Asia generates additional gas consumption, Asian markets are currently placing upward pressure on export prices.

The extraction of gas from coal seams has consequences on the surrounding environment and water resources. In order to produce gas from coal seams, water must be extracted first, lowering the pressure so the gas can flow out of the coal. Groundwater extraction may affect the quality and reduce the quantity of groundwater in adjacent aquifers that may be used for town water supply, irrigation, or by springs and other ecosystems. Further harm may arise from the storage and disposal of extracted groundwater and the effects of chemicals used in drilling and hydraulic fracturing.

Whilst global production data for coal seam gas is rarely publicised, coal seam gas accounted for approximately 5% of natural gas in the USA throughout the 2010s, 24% of Australia's gas production in 2018 and rapidly increasing amounts in China (the world's largest coal producer).

8.3 Australian Gas Industry

Since 2011, Australian LNG exports have increased from 20 million tonnes to an expected 81 million tonnes in 2021. This is off the back of large-scale capital investment in the industry, with a number of project developments being concluded. Industry revenue is expected to grow at an annualised rate of 6.1% in the five years through to 2025-26, as countries move away from coal based power and look towards cleaner alternatives.

Australia's LNG earnings fell sharply in 2020-21 to $30 billion, down from $48 billion in 2019-20. The decline was driven by weak contract prices, especially in the September and December quarters of 2020. Export earnings are forecast to increase to $56 billion in 2021-22, with oil-linked contract prices predicted to be higher than pre-COVID-19 levels and supported by high Asian LNG spot prices.

Australia has ten operational LNG facilities, which are owned by seven large players, being Chevron Australia Pty Ltd, Woodside Petroleum Limited, Shell Australia Pty Ltd, ConocoPhillips Company, Santos Limited, Origin Energy Limited and INPEX Operations Australia Pty Ltd. The industry as a whole has a nameplate capacity of 88 million tonnes per year and generated $48 billion in export earnings for the 2019-20 year. Disruptions to major projects has affected industry supply, with both Gorgon and Prelude having shut down time due to technical issues. Prelude has yet to reach its nameplate capacity of 3.6 million tonnes per annum.

The growing demand for natural gas is tied to many developed economies transitioning towards cleaner energy. Natural gas is a well suited alternative to other energy sources, as it can be quickly dispatched, easily transported and emits half the emissions of coal based power.

Demand over 2020 fell sharply as a result of the COVID-19 outbreak, with many producers facing write downs on their gas assets. Queensland was heavily affected, as projects in this region rely on more expensive coal seam gas production. However, a combination of robust demand growth as economies recover from 2020 lockdowns, extreme winter weather in Northeast Asia which has generated additional gas consumption and tighter than expected supply as a series of outages hampered gas production and export capacity pushed natural gas prices to record highs in October 2021.

8.4 Mongolian Gas Industry

Presently, the Mongolian gas industry is largely undeveloped and does not export, due to a combination of its historical alignment with the Soviet Union and low levels of demand from China in the late 20th century. Elixir Energy Limited made the country's first coal seam gas discovery in 2020 whilst drilling the Nomgon-1 well at its 100% owned Nomgon IX CBM PSA located on the China-Mongolia border. This also represented the first coal seam gas PSA issued by the Mongolian government.

The gas industry in Mongolia has faced challenges in terms of installing long distance infrastructure to develop new mines. However, the absence of previous exploration and production of natural gas and Mongolia's proximity to China presents growth opportunities within the industry. Notably, by 2022, China is expected to become the world's largest LNG importer, with approximately 74 million tonnes of LNG expected to be imported in 2021.

Given its current energy mix, the Mongolian gas industry has the potential to play a vital role in the country's energy transition to meet its 'carbon-neutral by 2060' pledge. This will be achieved through reducing the emissions from the extraction and processing of gas, alongside supporting the development of alternative, low-carbon energy sources.

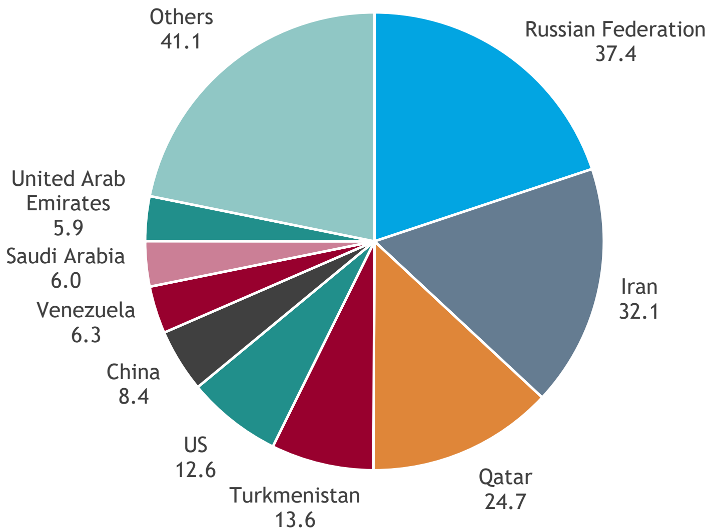
Presently, there is increasing demand for onsite heat and power generation to supply large industrial sites and mining projects in Mongolia. Current mining projects account for approximately 40% of national energy consumption, with the largest projects located in the South Gobi region, namely the Oyu Tolgoi, Tavaan Tolgoi and South Gobi coal mines. The attractiveness of this industry stems from the potential competitiveness of the Chinese market given Mongolia's close proximity to major east coast Chinese cities and gas transmission infrastructure. Further benefits include the absence of high costs of the shipping and liquefaction process that will ultimately drive the longevity of local demand.

8.5 Global Reserves

Natural Gas

Technically recoverable natural gas resource at the start of 2021 was measured at 188 trillion m^3. Russia, Iran and Qatar were the largest regions, collectively representing 50% of total recoverable natural gas resource. At the current production rate, the known resource is sufficient to meet 50 years of global production.

Total proved natural gas reserves by country (end 2020) (TCF)



Source: www.cia.gov, World Factbook, updated November 2021

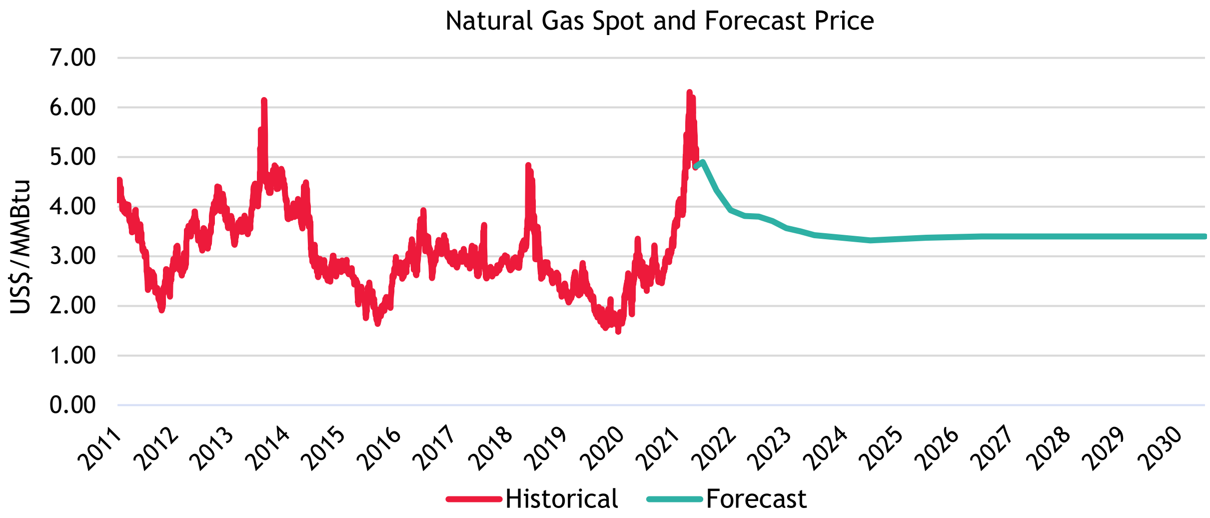
8.6 Outlook

Oil and gas production has increased over the last 20 years and is forecast to continue doing so into the mid to long-term. Demand for natural gas is forecast to continue its recent growing trend as economies recover from 2020 lockdowns.

Global energy demand is predicted to increase by 35% over the period from 2015 to 2040, driven largely by electricity production and growth in developing and non-Organisation for Economic Co-operation and Development countries, particularly India. Natural gas is anticipated to be the largest contributor, increasing its share in the global energy mix by 3.6% and overtaking coal as the second largest energy source behind oil. Forecast increases in oil prices and tighter regulations surrounding energy efficiency are expected to drive this change.

The Australian Government Department of Industry, Science, Energy and Resources (**'DISER'**) predicts global LNG trade to increase by 7.8% in 2022 and 1.5% in 2023. Growth is expected to moderate beyond the outlook period as the increase in demand from emerging Asia is partially offset by decreasing demand elsewhere. Given the large scale expansion of global LNG capacity in recent years, import demand is expected to remain below export capacity over the medium term.

The natural gas spot price since 2011 and forecast prices through to 2030 are depicted in the graph below:



Source: Bloomberg and Consensus Economics

The outlook for gas depends on the region – Asian LNG for instance is expected to face excess supply and storage constraints, particularly after China cancelled LNG deliveries during its COVID-19 lockdown in 2020. The US on the other hand, could see improving natural gas prices over the longer term as US shale production was reduced in response to the decrease in crude oil prices. Our analysis of consensus forecasts for natural gas prices indicates a gradual decline over the four years to 2025, before approaching the long term forecast (from 2026 to 2030) of approximately US$3.40/MMBtu.

Substitutes for oil and gas include coal, solar power, wind power, hydroelectricity and nuclear energy. The DISER predicts that renewable energy sources will experience the fastest average annual consumption growth rate of 6.8%, however it is anticipated that oil and gas will still supply more than 50% of global energy needs by 2040. As discoverable reserves are depleted and alternative fuels become more widely available with advances in technology, these traditional fuel sources will face a more apparent threat of substitution. Nonetheless, for the medium term, oil and gas will continue to play a fundamental role in all economies, particularly in developing countries lacking the investment and infrastructure necessary to move to renewable fuel sources.

Source: IBIS World *Liquefied Natural Gas Production in Australia Report* October 2020, https://www.iea.org *Gas Market Report Q4-2021*, BP *Statistical Review of World Energy 2021*, BP *Energy Outlook 2021* and DISER *Resources and Energy Quarterly September 2021*

9. Valuation approach adopted

There are a number of methodologies which can be used to value a business or the shares in a company. The principal methodologies which can be used are as follows:

- Capitalisation of future maintainable earnings ('**FME**');
- Discounted cash flow ('**DCF**');
- Quoted market price basis ('**QMP**'); and
- Net asset value ('**NAV**').

A summary of each of these methodologies is outlined in Appendix 2.

Different methodologies are appropriate in valuing particular companies, based on the individual circumstances of that company and available information.

It is possible for a combination of different methodologies to be used together to determine an overall value where separate assets and liabilities are valued using different methodologies. When such a combination of methodologies is used, it is referred to as a 'sum-of-parts' (**'Sum-of-Parts'**) valuation.

The approach using the Sum-of-Parts involves separately valuing each asset and liability of the company. The value of each asset and liability may be determined using different methodologies as described above. The component parts are then valued using the NAV methodology, which involves aggregating the estimated fair market value of each individual company's assets and liabilities.

9.1 Value of Tamaska prior to the Proposed Transaction

In our assessment of the value of a Tamaska share prior to the Proposed Transaction, we have chosen to employ the following methodologies:

- Sum-of-Parts as our primary methodology, which estimates the market value of a company by assessing the realisable value of its identifiable assets and liabilities. The value of each asset and liability may be determined using different methods and the component parts are then aggregated using the NAV methodology. The value derived from this methodology reflects a control value; and
- QMP as our secondary methodology, as this represents the value that a Shareholder may receive for a Tamaska share if it were sold on market. The value derived from this methodology reflects a minority interest, therefore a premium for control would be added to the value using the QMP approach.

We have employed the Sum-of-Parts methodology in estimating the fair market value of Tamaska by aggregating the estimated fair market values of its underlying assets and liabilities, having consideration for the:

- Value of Tamaska's interest in Napoleon, relying on an independent technical specialist report (**'Technical Specialist Report'**); and
- Value of Tamaska's other assets and liabilities, using the NAV methodology.

We have chosen these methodologies for the following reasons:

- Tamaska's mineral assets do not currently generate a material level of income nor are there any material level of historical profits that could be used to represent future earnings, therefore we do not consider the application of the FME approach to be appropriate;
- Tamaska's mineral assets have no material level of foreseeable future net cash inflows on which we would have sufficient reasonable grounds in accordance with RG 170 and IS 214 therefore we do not consider the application of the DCF approach to be appropriate;
- The core value of Tamaska lies in Napoleon and as it is currently not producing, and there is no revenue or cash flows currently being generated, we have commissioned an independent technical specialist to value Tamaska's interest in Napoleon. This value has been combined with the value of Tamaska's other assets and liabilities. Therefore, we consider the Sum-of-Parts approach to be an appropriate methodology to use in assessing the value of a Tamaska share prior to the Proposed Transaction; and
- We have adopted QMP as our secondary approach. The QMP basis is a relevant methodology to consider because Tamaska's shares are listed on the ASX, therefore reflecting the value that a Shareholder will receive for a share sold on the market. This means there is a regulated and observable market where Tamaska's shares can be traded. However, in order for the QMP methodology to be considered appropriate, the listed shares should be liquid and the market should be fully informed of the Company's activities.

Technical Expert

In performing our valuation of Tamaska's interest in Napoleon, we have relied on the Technical Specialist Report, which includes an assessment of the market value of Tamaska's interest in Napoleon.

The Technical Specialist Report has been prepared in accordance with PRMS and the Australasian Code for Public Reporting of Technical Assessments and Valuation of Mineral Assets (2015 Edition) (**'VALMIN Code'**) where relevant. The Technical Specialist Report has been prepared by RISC Advisory Pty Ltd (**'RISC'**) in accordance with industry practices and is compliant with the requirements of the PRMS and the VALMIN Code. The specific valuation methodologies used by RISC are referred to in the respective sections of our Report and in further detail in the Technical Specialist Report contained in Appendix 3.

9.2 Value of Tamaska following the Proposed Transaction

In our assessment of the value of a Tamaska share following the Proposed Transaction, we have chosen to employ the Sum-of-Parts valuation approach. We have employed the Sum-of-Parts method in estimating the fair market value of Tamaska following the Proposed Transaction by aggregating the estimated fair market values of its underlying assets and liabilities, having consideration to the:

- Value of Tamaska prior to the Proposed Transaction, as assessed in Section 11 of our Report;
- Value of Telmen's interest in Gurvantes XXXV relying on the value ascribed by RISC, the independent technical specialist;
- Value of Telmen's other assets and liabilities, applying the cost approach under the NAV methodology;
- The Consideration Shares issued and shares issued pursuant to the Capital Raising; and
- Cash raised (net of costs incurred) from the Capital Raising.

We have chosen these methodologies for the following reasons:

- Gurvantes XXXV does not currently generate any income nor are there any historical profits that could be used to represent future earnings, therefore we do not consider the application of the FME approach to be appropriate. Further, the FME methodology is not typically appropriate for finite life assets such as mining or oil and gas assets;
- Gurvantes XXXV has no foreseeable future net cash inflows on which we would have sufficient reasonable grounds in accordance with RG 170 and IS 214, to use as the basis for a DCF valuation. Therefore, we do not consider the application of the DCF approach to be appropriate;
- As Gurvantes XXXV is currently non-producing, and there is no revenue or cash flows currently being generated, we have commissioned RISC to value Telmen's interest in Gurvantes XXXV. The core value of Telmen lies in the Gurvantes XXXV project and as the independent valuation provided by RISC is based on more than one methodology, we do not consider the utilisation of a secondary methodology to be appropriate when valuing a Tamaska share following the Proposed Transaction. Therefore, we consider the Sum-of-Parts approach to be an appropriate methodology to use in assessing the value of a Tamaska share following the Proposed Transaction.

Technical Expert

In performing our valuation of Gurvantes XXXV, we have relied on the Technical Specialist Report, which includes an assessment of the market value of Gurvantes XXXV.

The Technical Specialist Report has been prepared in accordance with PRMS and the VALMIN Code where relevant. We are satisfied with the valuation methodologies adopted by RISC, which we believe are in accordance with industry practices and are compliant with the requirements of the PRMS and the VALMIN Code. The specific valuation methodologies used by RISC are referred to in the respective sections of our Report and in further detail in the Technical Specialist Report contained in Appendix 3.

10. Valuation of Tamaska prior to the Proposed Transaction

Our valuation of Tamaska prior to the Proposed Transaction comprises the following:

- Sum-of-Parts method as our primary valuation methodology (Section 10.1); and
- QMP of Tamaska as our secondary valuation methodology (Section 10.2).

10.1 Sum-of-Parts

We have employed the Sum-of-Parts methodology in estimating the fair market value of a Tamaska share on a controlling interest basis prior to the Proposed Transaction, by aggregating the estimated fair market values of its underlying assets and liabilities, having consideration of the following:

- Value of Tamaska's 20% interest in Napoleon; and
- Value of Tamaska's other assets and liabilities.

Our Sum-of-Parts valuation is set out in the table below:

Value of Tamaska prior to the Proposed Transaction	Ref	Low $	Preferred $	High $
Value of Tamaska's interest in Napoleon	10.1.1	400,000	4,200,000	8,000,000
Value of Tamaska's other assets and liabilities	10.1.2	2,168,429	2,168,429	2,168,429
Total value of Tamaska prior to the Proposed Transaction (control)		2,568,429	6,368,429	10,168,429
Shares on issue prior to the Proposed Transaction	10.1.3	985,000,000	985,000,000	985,000,000
Value per Tamaska share prior to the Proposed Transaction (control)		$0.0026	$0.0065	$0.0103

Source: BDO analysis

We have assessed the value of a Tamaska share prior to the Proposed Transaction (on a controlling interest basis) to be in the range of $0.0026 to $0.0103, with a preferred value of $0.0065.

10.1.1. Valuation of Tamaska's interest in Napoleon

In performing our valuation of Tamaska's interest in Napoleon, we have relied on the Technical Specialist Report prepared by RISC, which includes an assessment of the market value of Tamaska's interest in Napoleon.

We instructed RISC to provide an independent market valuation of Tamaska's interest in Napoleon. RISC applied the farm-in promotion factor for its preferred and high valuation and a cost approach methodology to inform the low end of its valuation range. We note that RISC's valuations assumes Tamaska retains a 20% working interest in Napoleon, following election to convert its 20% shareholding in Skye Napoleon to a 20% direct interest in Napoleon.

The range of values for Tamaska's interest in Napoleon, as assessed by RISC, is set out below:

Napoleon Prospect	Low $	Preferred $	High $
Tamaska's net interest in Napoleon	400,000	4,200,000	8,000,000
Total	**400,000**	**4,200,000**	**8,000,000**

Source: Technical Specialist Report prepared by RISC

The table above indicates a range of values between $400,000 and $8,000,000, with a preferred value of $4,200,000. For further information on RISC's approach and valuation, refer to the Technical Specialist Report which is included in Appendix 3 of our Report.

10.1.2. Valuation of Tamaska's other assets and liabilities

The other assets and liabilities of Tamaska represent the assets and liabilities that have not been specifically addressed elsewhere in our Sum-of-Parts valuation. From our discussions with Tamaska and analysis of the other assets and liabilities, outlined in the table below, we do not consider there to be a material difference between book value and fair value, unless an adjustment has been noted below.

Value of Tamaska's other assets and liabilities	Note	Audited as at 30-Jun-21 $	Adjusted $
CURRENT ASSETS			
Cash and cash equivalents	a)	2,397,478	2,228,827
Trade and other receivables	b)	18,758	18,758
TOTAL CURRENT ASSETS		**2,416,236**	**2,247,585**
NON-CURRENT ASSETS			
Investment in Associate (Talisman Project)	c)	450,000	-
Oil and gas properties	c)	40,430	-
TOTAL NON-CURRENT ASSETS		**490,430**	**-**
TOTAL ASSETS		**2,906,666**	**2,247,585**
CURRENT LIABILITIES			
Trade and other payables	b)	79,156	79,156
TOTAL CURRENT LIABILITIES		**79,156**	**79,156**
NON-CURRENT LIABILITIES			
Restoration provision	c)	34,776	-
TOTAL NON-CURRENT LIABILITIES		**34,776**	**-**
TOTAL LIABILITIES		**113,932**	**79,156**
NET ASSETS		**2,792,734**	**2,168,429**

Source: Tamaska's audited financial statements for the year ended 30 June 2021, unaudited management accounts as at 31 October 2021 and BDO analysis

We have not undertaken a review of Tamaska's unaudited accounts in accordance with Australian Auditing and Assurance Standard 2405 'Review of Historical Financial Information' and do not express an opinion on this financial information. However, nothing has come to our attention as a result of our procedures that would suggest the financial information within the management accounts has not been prepared on a reasonable basis.

We have been advised that there has not been any other significant change in the net assets of Tamaska since 30 June 2021 and that the above assets and liabilities represent their fair market values apart from the adjustments detailed below. Where the above balances differ materially from the audited position at 30 June 2021, we have obtained supporting documentation to validate the adjusted values used, which provides reasonable grounds for reliance on the unaudited financial information.

We note the following in relation to the above valuation to Tamaska's other assets and liabilities:

Note a): Cash and cash equivalents

Management have provided us with the bank balance as at 30 September 2021, which we have verified against Tamaska's September 2021 Quarterly Cash flow report. We have also adjusted the cash position for movements subsequent to 30 September 2021 and have obtained bank statements to support the balance.

Note b): Trade and other receivables and trade and other payables

Management have provided us with management accounts as at 31 October 2021. Given that the trade and other receivables and trade and other payables balances have not moved materially since the audited position at 30 June 2021, we have relied on the audited position as at 30 June 2021. Due to their nature, we do not expect the value of the receivables and payables to be materially different to their book value.

Note c): Investment in Associate, oil and gas properties and restoration provision

We have adjusted the book value for investment in associate of $450,000, oil and gas properties of $40,430 and the restoration provision of $34,776 as at 30 June 2021 to nil, as these are accounted for in the valuation of Tamaska's mineral assets, which have been valued separately in Section 10.1.1.

10.1.3. Shares on issue prior to the Proposed Transaction

As detailed in Section 5.8, the number of Tamaska shares on issue as at the date of our Report is 985,000,000.

10.2 Quoted Market Prices for Tamaska Securities

To provide a comparison to the valuation of Tamaska in Section 10.1, we have also assessed the quoted market price for a Tamaska share.

The quoted market value of a company's shares is reflective of a minority interest. A minority interest is an interest in a company that is not significant enough for the holder to have an individual influence in the operations and value of that company.

RG 111.43 suggests that when considering the value of a company's shares for the purposes of approval under Item 7 of s611 the expert should consider a premium for control. An acquirer could be expected to pay a premium for control due to the advantages they will receive should they obtain 100% control of another company. These advantages include the following:

- control over decision making and strategic direction;
- access to underlying cash flows;
- control over dividend policies; and
- access to potential tax losses.

Whilst Telmen will not be obtaining 100% of Tamaska, RG 111 states that the expert should calculate the value of a target's shares as if 100% control were being obtained. The expert can then consider an acquirer's practical level of control when considering reasonableness. Reasonableness has been considered in Section 13.

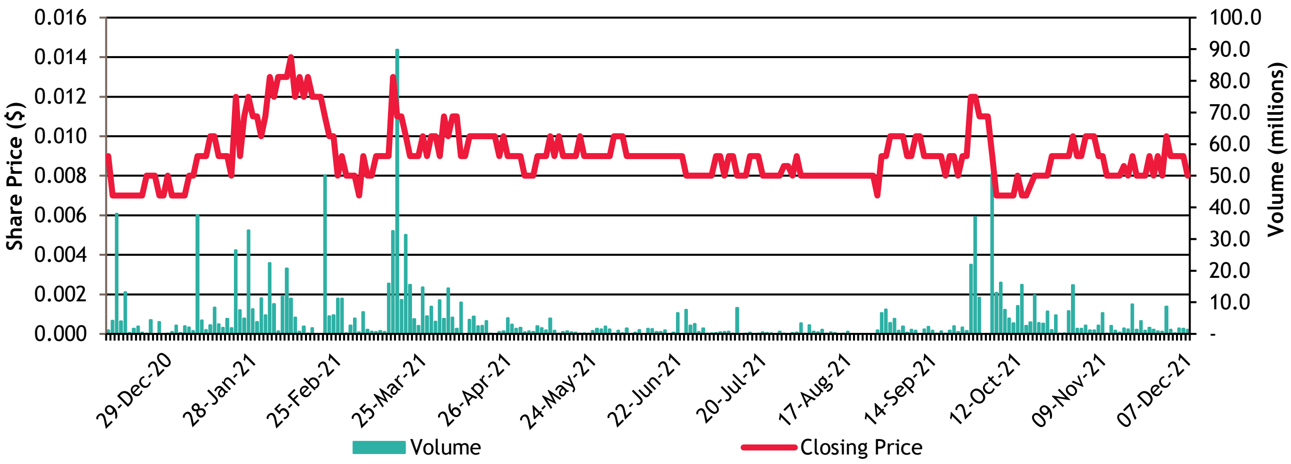
Therefore, our calculation of the quoted market price of a Tamaska share including a premium for control has been prepared in two parts. The first part is to calculate the quoted market price on a minority interest basis. The second part is to add a premium for control to the minority interest value to arrive at a quoted market price value that includes a premium for control.

Minority interest value

Our analysis of the quoted market price of a Tamaska share is based on the pricing prior to the announcement of the Proposed Transaction. This is because the value of a Tamaska share after the announcement may include the effects of any change in value as a result of the Proposed Transaction. However, we have considered the value of a Tamaska share following the announcement when we have considered reasonableness in Section 13.

Information on the Proposed Transaction was announced to the market on 16 December 2021. However, in assessing the QMP of Tamaska, we have considered trading over the twelve months to 7 December 2021, which was the last day on which shares were traded prior to the announcement date.

Tamaska share price and trading volume history



Source: Bloomberg

The daily price of Tamaska shares from 7 December 2020 to 7 December 2021 has ranged from a low of $0.007 on a number of days to a high of $0.014 on 10 February 2021. The highest single day of trading over the assessed period was 17 March 2021, when 89,816,897 shares were traded.

During this period a number of announcements were made to the market. The key announcements are set out below:

Date	Announcement	Closing Share Price Following Announcement $ (movement)			Closing Share Price Three Days After Announcement $ (movement)		
04/10/2021	Napoleon Independent Resources Estimate	0.009	▼	18.2%	0.007	▼	22.2%
30/09/2021	Trading Halt	0.011	►	0.0%	0.007	▼	36.4%
24/09/2021	Annual Report 2021	0.009	►	0.0%	0.011	▲	22.2%

Date	Announcement	Closing Share Price Following Announcement $ (movement)			Closing Share Price Three Days After Announcement $ (movement)		
30/07/2021	June 2021 Quarterly Activities and Cashflow Report	0.009	▲	12.5%	0.008	▼	11.1%
30/04/2021	March 2021 Quarterly Activities and Cashflow Report	0.008	▼	11.1%	0.009	▲	12.5%
23/04/2021	Performance Shares Issued and Appendix 3G	0.010	▲	11.1%	0.009	▼	10.0%
15/03/2021	Notice of Meeting	0.009	►	0.0%	0.011	▲	22.2%
15/03/2021	General Meeting	0.009	►	0.0%	0.011	▲	22.2%
12/03/2021	Half Year Report December 2020	0.009	►	0.0%	0.011	▲	22.2%
24/02/2021	Secondary Trading Notice	0.010	►	0.0%	0.008	▼	20.0%
24/02/2021	Acquisition Shares Issued and Appendix 2A	0.010	►	0.0%	0.008	▼	20.0%
22/02/2021	Proposed issue of Securities - TMK	0.011	▼	8.3%	0.008	▼	27.3%
22/02/2021	Proposed issue of Securities - TMK	0.011	▼	8.3%	0.008	▼	27.3%
22/02/2021	Acquisition of a 20% Interest in the Talisman Deeps Project	0.011	▼	8.3%	0.008	▼	27.3%
18/02/2021	Trading Halt	0.012	►	0.0%	0.010	▼	16.7%
02/02/2021	Options Exercised - Appendix 2A	0.011	▲	10.0%	0.013	▲	18.2%
29/01/2021	December 2020 Quarterly Activities and Cashflow Report	0.011	►	0.0%	0.013	▲	18.2%

Source: ASX announcements, Bloomberg and BDO analysis

On 4 October 2021, the Company announced that ERCE had completed an independent estimate of prospective resources and geological chance of success for Napoleon which included mean gross unrisked prospective resources for the main target (197T) of 1,528bscf of gas and 66 million barrels of condensate. On the date of the announcement, the share price decreased by 18.2% to close at $0.009 before further decreasing 22.2% over the subsequent three-day period to close at $0.007.

On 30 July 2021, the Company released its June 2021 Quarterly Activities and Cashflow Report which highlighted a full technical evaluation of Napoleon was nearing completion and that an independently certified prospective resource was underway. On the date of the announcement, the share price increased by 12.5% to close at $0.009 before decreasing 11.1% over the subsequent three-day period to close at $0.008.

On 30 April 2021, the Company released its March 2021 Quarterly Activities and Cashflow Report which highlighted the completed acquisition of a 20% interest in Napoleon and that a full technical evaluation of Napoleon was underway. On the date of the announcement, the share price decreased by 11.1% to close at $0.008 before increasing 12.5% over the subsequent three-day period to close at $0.009.

On 22 February 2021, the Company announced the acquisition of a 20% interest in Napoleon through the acquisition of a 20% interest in Skye Napoleon. On the date of the announcement, the share price decreased by 8.3% to close at $0.011 before further decreasing 27.3% over the subsequent three-day period to close at $0.008.

On 2 February 2021, the Company announced that it had received notice from Peloton Capital Pty Ltd for the exercise of 5,000,000 unlisted options at $0.008 each for consideration of $40,000. On the date of the announcement, the share price increased by 10.0% to close at $0.011 before further increasing 18.2% over the subsequent three-day period to close at $0.013.

On 29 January 2021, the Company released its December 2020 Quarterly Activities and Cashflow Report which outlined that the Company was actively seeking and evaluating new prospective projects. On the date of the announcement the share price remained unchanged to close at $0.011 before increasing 18.2% over the subsequent three-day period to close at $0.013.

To provide further analysis of the market prices for a Tamaska share, we have also considered the weighted average market price for 10, 30, 60 and 90 day periods to 7 December 2021.

Share price per unit	07-Dec-21	10 Days	30 Days	60 Days	90 Days
Closing price	$0.008				
Volume weighted average price		$0.009	$0.009	$0.010	$0.010

Source: Bloomberg, BDO analysis

The above weighted average prices are prior to the date of the announcement of the Proposed Transaction to avoid the influence of any increase in price of Tamaska shares that has occurred since the Proposed Transaction was announced.

An analysis of the volume of trading in Tamaska shares for the twelve months to 7 December 2021 is set out below:

Trading days	Share price low	Share price high	Cumulative volume traded	As a % of Issued capital
1 Day	$0.008	$0.009	1,277,777	0.13%
10 Days	$0.008	$0.010	19,503,128	1.98%
30 Days	$0.008	$0.010	82,638,622	8.39%
60 Days	$0.007	$0.014	320,303,997	32.52%
90 Days	$0.007	$0.014	361,531,726	36.70%
180 Days	$0.007	$0.014	531,680,788	53.98%
1 Year	$0.006	$0.015	1,181,932,271	119.99%

Source: Bloomberg, BDO analysis

This table indicates that Tamaska's shares display a high level of liquidity, with 119.99% of the Company's current issued capital being traded in a twelve month period. RG 111.86 states that for the quoted market price methodology to be an appropriate methodology there needs to be a 'liquid and active' market in the shares and allowing for the fact that the quoted price may not reflect their value should 100% of the securities not be available for sale. We consider the following characteristics to be representative of a liquid and active market:

- Regular trading in a company's securities;
- Approximately 1% of a company's securities are traded on a weekly basis;
- The spread of a company's shares must not be so great that a single minority trade can significantly affect the market capitalisation of a company; and
- There are no significant but unexplained movements in share price.

A company's shares should meet all of the above criteria to be considered 'liquid and active', however, failure of a company's securities to exhibit all of the above characteristics does not necessarily mean that the value of its shares cannot be considered relevant.

We have also assessed the trading volumes for Tamaska shares on a weekly basis over the twelve months prior to 7 December 2021, being the last day on which shares were traded prior to the announcement of the Proposed Transaction and found the median weekly trading volume was approximately 0.91% of the Company's issued capital respectively. Of the 52 weeks in which our analysis is based on, more than 1% of the Company's securities had been traded in only 25 of those weeks. During the week which included the highest single trading day over the assessed period (15 March 2021 to 19 March 2021), 18.31% of the Company's issued capital was traded, which is skewing the liquidity statistics over this period.

Based on the above analysis, we do not consider there to be a liquid and active market for Tamaska's shares. We have based our assessment of the minority interest value of a Tamaska share on the closing price on 7 December 2021 and the volume weighted average prices and closing prices over the 10 and 90 trading days prior to this date.

Our assessment is that a range of values for Tamaska shares based on market pricing, after disregarding post announcement pricing, is between $0.008 and $0.010.

Control Premium

The concept of a premium for control reflects the additional value that is attached to a controlling interest.

We have reviewed the control premiums on completed transactions, paid by acquirers of ASX-listed oil and gas companies, ASX-listed energy companies and all ASX-listed companies. In assessing the appropriate sample of transactions from which to determine an appropriate control premium, we have excluded transactions where an acquirer obtained a controlling interest (20% and above) at a discount (i.e. less than a 0% premium) and at a premium in excess of 100%. We have summarised our findings below:

ASX-listed oil and gas companies

Year	Number of Transactions	Average Deal Value ($m)	Average Control Premium (%)
2021	-	-	-
2020	1	4.71	0.93
2019	1	13.31	30.24
2018	3	385.83	29.79
2017	1	10.86	37.93
2016	1	339.72	21.32
2015	4	111.40	14.60
2014	4	684.20	64.78
2013	3	65.82	31.02
2012	2	222.52	49.85
2011	4	200.16	34.70

Source: Bloomberg and BDO analysis

ASX-listed energy companies

Year	Number of Transactions	Average Deal Value ($m)	Average Control Premium (%)
2021	1	2,410.29	25.99
2020	5	333.87	20.31
2019	3	10.36	19.61
2018	5	286.45	33.21

Year	Number of Transactions	Average Deal Value ($m)	Average Control Premium (%)
2017	2	79.32	67.87
2016	2	169.97	29.33
2015	9	68.70	23.37
2014	8	371.15	63.39
2013	10	43.52	32.61
2012	7	444.69	33.98
2011	10	1,015.63	36.75

Source: Bloomberg and BDO analysis

All ASX-listed companies

Year	Number of Transactions	Average Deal Value ($m)	Average Control Premium (%)
2021	29	1,407.62	34.43
2020	25	451.20	37.66
2019	43	3,161.18	31.34
2018	42	1,158.48	31.08
2017	29	973.71	37.91
2016	38	788.27	36.82
2015	34	828.14	34.10
2014	45	517.00	37.98
2013	36	138.78	33.37
2012	47	511.85	43.94
2011	63	953.85	35.75

Source: Bloomberg and BDO analysis

The mean and median of the entire data sets comprising control transactions from 2011 onwards for ASX-listed oil and gas companies, ASX-listed energy companies and all ASX-listed companies are set out below:

Entire Data Set Metrics	ASX-listed oil and gas companies		ASX-listed energy companies		All ASX-listed companies	
	Deal Value ($m)	Control Premium (%)	Deal Value ($m)	Control Premium (%)	Deal Value ($m)	Control Premium (%)
Mean	256.32	34.54	381.80	35.41	1,012.09	35.91
Median	68.01	32.84	67.37	33.46	132.65	31.46

Source: Bloomberg and BDO analysis

In arriving at an appropriate control premium to apply we note that observed control premiums can vary due to the:

- Nature and magnitude of non-operating assets;
- Nature and magnitude of discretionary expenses;
- Perceived quality of existing management;
- Nature and magnitude of business opportunities not currently being exploited;
- Ability to integrate the acquiree into the acquirer's business;
- Level of pre-announcement speculation of the transaction;
- Level of liquidity in the trade of the acquiree's securities.

When performing our control premium analysis, we considered completed transactions where the acquirer held a controlling interest, defined at 20% or above, pre-transaction or proceeded to hold a controlling interest post-transaction in the target company.

The table above indicates that the long-term average control premium by acquirers of ASX-listed oil and gas companies, ASX-listed energy companies and all ASX-listed companies is approximately 34.54%, 35.41% and 35.91% respectively. However, in assessing the transactions included in the table above, we noted that control premiums appeared to be positive skewed.

In a population where the data is skewed, the median often represents a superior measure of central tendency compared to the mean. We note that the median announced control premium over the assessed period was approximately 32.84% for ASX-listed oil and gas companies, 33.46% for ASX-listed energy companies and 31.46% for all ASX-listed companies.

We consider an appropriate control premium to be on the lower end of historical averages as a result of the degree of business risk faced by small, early-stage exploration companies. As Tamaska's current operations are in the exploration phase and are therefore high-risk assets, we believe that an acquirer would not be willing to pay a control premium in line with historical averages. Based on the above, we consider an appropriate premium for control to be between 25% and 35%, with a midpoint of 30%.

Quoted market price including control premium

Applying a control premium to Tamaska's quoted market share price results in the following quoted market price value including a premium for control:

	Low $	Midpoint $	High $
Quoted market price value	0.008	0.009	0.010
Control premium	25%	30%	35%
Quoted market price valuation including a premium for control	**0.010**	**0.012**	**0.014**

Source: BDO analysis

Therefore, our valuation of a Tamaska share based on the quoted market price method and including a premium for control is between $0.010 and $0.014, with a midpoint value of $0.012.

10.3 Assessment of the value of Tamaska prior to the Proposed Transaction

The results of the valuations performed are summarised in the table below:

	Low $	Preferred $	High $
Sum-of-Parts (Section 10.1)	0.0026	0.0065	0.0103
QMP (Section 10.2)	0.0100	0.0120	0.0140

Source: BDO analysis

We consider the Sum-of-Parts approach to be the most appropriate methodology to value Tamaska as the core value of the Company lies in its interest in Napoleon, which has been independently valued by RISC, an independent technical specialist in accordance with PRMS.

We note that the value of Tamaska derived under the Sum-of-Parts approach is lower than the results derived under the QMP approach. QMP may include an element of blue sky value of Tamaska's mineral assets. We have commissioned RISC to provide a valuation of Tamaska's mineral assets as an independent technical specialist. We have instructed RISC to prepare their Technical Specialist Report in compliance with PRMS and the VALMIN Code, whilst also adhering to guidance provided by ASIC's Regulatory Guides. Market participants are not governed by these industry codes and therefore may be basing their valuations on more optimistic technical and economic assumptions. Further, given the level of merger and acquisition activity, the market may be pricing in the possibility of a control transaction such as a reverse takeover. We also note that our QMP analysis in section 10.2 indicates that there is not a liquid and active market for the Company's shares, therefore the QMP approach may not accurately reflect the fair market value of the Company's shares.

Based on the results above we consider the value of a Tamaska share to be between $0.0026 and $0.0103, with a preferred value of $0.0065, based on the Sum-of-Parts valuation.

11. Valuation of Tamaska following the Proposed Transaction

11.1 Sum-of-Parts

We have employed the Sum-of-Parts methodology in estimating the fair market value of a Tamaska share on a minority basis following the Proposed Transaction, by aggregating the estimated fair market values of its underlying assets and liabilities, having consideration of the following:

- Value of Tamaska prior to the Proposed Transaction;
- Value of Telmen's interest in Gurvantes XXXV;
- Value of Telmen's other assets and liabilities;
- The Consideration Shares and the Chieftain Shares to be issued and the shares to be issued pursuant to the Capital Raising; and
- Cash raised (net of costs incurred) from the Capital Raising.

Our Sum-of-Parts valuation is set out in the table below:

Value of Tamaska following the Proposed Transaction	Ref	Low $	Preferred $	High $
Value of Tamaska prior to the Proposed Transaction	10.1	2,568,429	6,368,429	10,168,429
Value of Gurvantes XXXV	11.1.1	3,800,000	10,300,000	16,200,000
Value of Telmen's other assets and liabilities	11.1.2	332,908	332,908	332,908
Cash raised (net of costs) from the Capital Raising	11.1.3	1,862,000	1,862,000	1,862,000
Total value of Tamaska following the Proposed Transaction		8,563,337	18,863,337	28,563,337
Shares on issue following the Proposed Transaction	11.1.4	3,704,000,000	3,704,000,000	3,704,000,000
Value per Tamaska share following the Proposed Transaction (control)		$0.0023	$0.0051	$0.0077
Minority interest discount	11.1.5	26%	23%	20%
Value per Tamaska share following the Proposed Transaction (minority)		$0.0017	$0.0039	$0.0062

11.1.1. Valuation of Gurvantes XXXV

In performing our valuation of Telmen's interest in Gurvantes XXXV, we have relied on the Technical Specialist Report prepared by RISC, which includes an assessment of the market value of Gurvantes XXXV.

We instructed RISC to provide an independent market valuation of Gurvantes XXXV. RISC applied the farm-in promotion factor methodology to inform its preferred and high value and used the cost approach as the basis for its low valuation. We note that that RISC's preferred valuation assumes that Talon will elect to continue to Phase 2 and receive a 33% equity interest in Gurvantes XXXV.

The range of values for Telmen's interest in Gurvantes XXXV, as assessed by RISC, is between $3,800,000 and $16,200,000, with a preferred value of $10,300,000. For further information on RISC's approach and valuation, refer to the Technical Specialist Report which is included in Appendix 3 of our Report.

11.1.2. Valuation of Telmen's other assets and liabilities

The other assets and liabilities of Telmen represent the assets and liabilities that have not been specifically addressed elsewhere in our Sum-of-Parts valuation. From our discussions with Telmen and analysis of the other assets and liabilities, outlined in the table below, we do not consider there to be a material difference between the book value of the assets and liabilities and the fair value, unless an adjustment has been noted below.

Value of Telmen's other assets and liabilities	Note	$
Assets		
Cash and cash equivalents	a)	521,642
Less: Liabilities		
Trade and other payables		(188,734)
Value of Telmen's other assets and liabilities		**332,908**

Source: Telmen's management accounts for the period ended 16 December 2021 and BDO analysis

Note a): Cash and cash equivalents

Management have provided us with the bank balance as at 16 December 2021 which we have verified against the Company's bank statement and subsequent transaction listing to 16 December 2021.

We have not undertaken a review of Telmen's unaudited accounts in accordance with Australian Auditing and Assurance Standard 2405 'Review of Historical Financial Information' and do not express an opinion on this financial information. However, nothing has come to our attention as a result of our procedures that would suggest the financial information within the management accounts has not been prepared on a reasonable basis.

We have been advised by management that there are no other assets or liabilities in Telmen which have significant value.

11.1.3. Cash raised (net of costs incurred) from the Capital Raising

As outlined in Section 4, the completion of the Proposed Transaction is conditional on the Company completing a capital raising, under which the Company proposes to raise a total of $1.96 million through the issue of 245,000,000 shares at an issue price of $0.008 per share. As lead manager of the Capital Raising, Chieftain will receive fees equivalent to 5% of the funds raised, being approximately $0.10 million. Therefore, we have included the cash raised (net of costs incurred) from the Capital Raising of $1.86 million in our valuation of Tamaska following the Proposed Transaction.

11.1.4. Shares on issue following the Proposed Transaction

For the purpose of our valuation, the Company will have 3,704,000,000 shares on issue following the Proposed Transaction, as set out in the table below:

Shares on issue following the Proposed Transaction	
Shares on issue prior to the Proposed Transaction	985,000,000
Issue of Consideration Shares	1,600,000,000
Shares issued on vesting of Consideration Performance Shares held by Mr Zantav	789,000,000
Vesting of KMP Performance Rights held by Mr Zantav	35,000,000
Issue of shares under the Capital Raising	245,000,000
Issue of Chieftain Shares	50,000,000
Total ordinary shares on issue in Tamaska following the Proposed Transaction	**3,704,000,000**

As outlined in Section 4, the Company intends to issue 1,810,000,000 Performance Securities (comprising 1,600,000,000 Consideration Performance Shares and 210,000,000 KMP Performance Rights) and 75,000,000 Chieftain Options following the Proposed Transaction. Given the Company is seeking shareholder approval for Mr Zantav to increase its holding to a maximum of 43.55%, assuming that the Performance Securities held by Mr Zantav are converted to ordinary shares, our fairness assessment considers the dilution associated with the vesting of the Performance Securities held by Mr Zantav and not the other vendors of Telmen or the holders of the KMP Performance Rights.

We also note that for the purposes of our valuation of a Tamaska share following the Proposed Transaction, we have not included the Performance Securities (other than those held by Mr Zantav) or diluted for the exercise of the Chieftain Options. In accordance with RG 170 and IS 214, we do not have reasonable grounds as at the date of our Report to assess the likelihood of the milestones attached to the Performance Securities being met, nor do we have reasonable grounds to quantify the likely value uplift should those milestones be achieved.

We note that one of the two hurdles for the Tranche 1 Consideration Performance Shares and the KMP Performance Rights is for the VWAP of the Company’s shares to be equal to or greater than $0.02 per share, which provides a valuation metric for Tamaska shares following the achievement of this hurdle. However, whilst we have a valuation metric in relation to one of the milestones attached to the Tranche 1 Performance Securities, this tranche represents only one of three tranches of Performance Securities for which shareholder approval is being sought. We note that the other two tranches have non-market based vesting conditions which we do not have reasonable grounds to quantify the value uplift resulting from the achievement of such milestones. As such, we are unable to rely on the valuation metric implied from achieving one of the milestones of the Tranche 1 Performance Securities in our fairness assessment. However, this is considered further in our assessment of reasonableness in section 13.1.1.

In addition, we note that the Chieftain Options have not vested (vest based on a VWAP hurdle of $0.020) and therefore currently cannot be converted to shares. As such, we have not assumed exercise of the Chieftain Options in our valuation.

11.1.5. Minority interest discount

The value of a Tamaska share following the Proposed Transaction derived under the Sum-of-Parts approach is reflective of a controlling interest. This suggests that the acquirer obtains an interest in the company which allows them to have an individual influence on the operations and value of that company. However, if the Proposed Transaction is approved, Shareholders will be minority holders in the Company, meaning that their individual holding will not be considered significant enough to have an individual influence in the operations of that company.

Therefore, we have adjusted our valuation of a Tamaska share following the Proposed Transaction to reflect the minority interest holding. The minority discount is based on the inverse of the control premium and is calculated using the formula: 1 – (1/(1+control premium)).

Based on our analysis in Section 10.2, we consider an appropriate control premium to be in the range of 25% to 35%, with a midpoint of 30%. This assessed control premium range gives rise to a rounded minority discount in the range of 20% to 26%, with a rounded midpoint of 23%.

11.2 Assessment of the value of Tamaska following the Proposed Transaction

Based on the Sum-of-Parts approach, we consider the value of a Tamaska share following the Proposed Transaction on a minority interest basis to be in the range of $0.0017 and $0.0062, with a preferred value of $0.0039.

12. Is the Proposed Transaction fair?

The value of a Tamaska share prior to the Proposed Transaction and the value of a Tamaska share following the Proposed Transaction is compared below:

	Ref	Low $	Preferred $	High $
Value of a Tamaska share prior to the Proposed Transaction on a controlling interest basis	10	$0.0026	$0.0065	$0.0103
Value of a Tamaska share following the Proposed Transaction on a minority interest basis	11	$0.0017	$0.0039	$0.0062

Source: BDO analysis

We note from the above that the minority interest value of a Tamaska share following the Proposed Transaction is less than the controlling interest value of a Tamaska share prior to the Proposed Transaction when a direct comparison is made between the corresponding low, preferred and high values.

We have also presented a scenario analysis, which determines whether the Proposed Transaction is value accretive to Shareholders under the following three scenarios:

- The low value of Napoleon (as assessed by an independent technical specialist) eventuates;
- The preferred value of Napoleon (as assessed by an independent technical specialist) eventuates; and
- The high value of Napoleon (as assessed by an independent technical specialist) eventuates.

Our scenario analysis is presented below:

Scenario analysis	Low $	Preferred $	High $
Low values for Napoleon			
Value per Tamaska share prior to the Proposed Transaction (control)	$0.0026	$0.0026	$0.0026
Value per Tamaska share following the Proposed Transaction (minority)	$0.0017	$0.0031	$0.0045
Value accretive?	No	Yes	Yes
Preferred values for Napoleon			
Value per Tamaska share prior to the Proposed Transaction (control)	$0.0065	$0.0065	$0.0065
Value per Tamaska share following the Proposed Transaction (minority)	$0.0025	$0.0039	$0.0053
Value accretive?	No	No	No
High values for Napoleon			
Value per Tamaska share prior to the Proposed Transaction (control)	$0.0103	$0.0103	$0.0103
Value per Tamaska share following the Proposed Transaction (minority)	$0.0032	$0.0047	$0.0062
Value accretive?	No	No	No

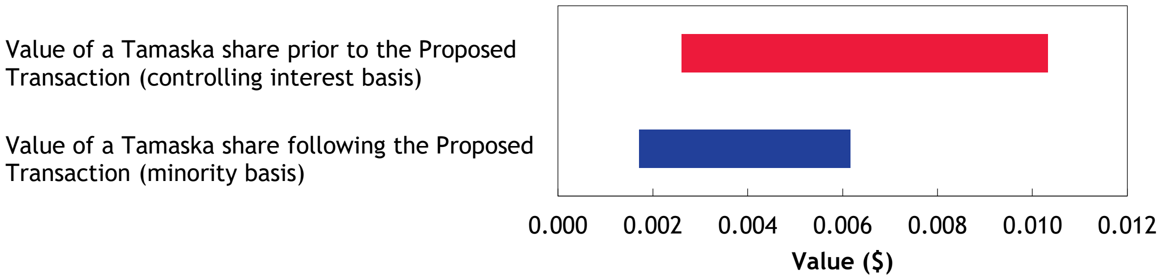
We note from the above, that the Proposed Transaction is only value accretive in two out of the possible nine scenarios, which are outlined below:

- The low value of Napoleon and the preferred value of Gurvantes XXXV (as assessed by an independent technical specialist) eventuates; and
- The low value of Napoleon and the high value of Gurvantes XXXV (as assessed by an independent technical specialist) eventuates.

Given that the Proposed Transaction is not value accretive to Shareholders in seven of the possible nine scenarios as set out above (including all three scenarios under the preferred value of Napoleon), we consider the Proposed Transaction to be not fair for Shareholders.

Notwithstanding the above, we note that the preferred and high values of a Tamaska share following the Proposed Transaction are contained within the range of values of a Tamaska share prior to the Proposed Transaction, which we have considered in our reasonableness assessment. The valuation ranges are graphically presented below:

Valuation Summary



Source: BDO analysis

13. Is the Proposed Transaction reasonable?

13.1 Advantages of Approving the Proposed Transaction

We have considered the following advantages to Shareholders when assessing whether the Proposed Transaction is reasonable.

13.1.1. The Consideration is structured in such a way to align the interests of Shareholders and the vendors of Telmen

The structure of the Consideration ensures that the interests of Shareholders and the vendors of Telmen are aligned. The Consideration Performance Shares are contingent in nature and will only vest and convert into ordinary shares in Tamaska following the achievement of the milestones, the satisfaction of which are likely to be value accretive to Shareholders. Notwithstanding, as outlined in Section 4, Shareholders' interests will be diluted from holding 100% of the issued capital of Tamaska to holding a minimum of approximately 20.67% following the implementation of the Proposed Transaction and vesting of Performance Securities.

However, for the purposes of our fairness assessment, based on the current status of Gurvantes XXXV, there are insufficient reasonable grounds on which to assess the probability of the milestones being met and the quantum of this value uplift in the event that they are met. Given that the Company is seeking shareholder approval for Mr Zantav to increase its holding to a maximum of 43.55%, assuming that the Performance Securities held by Mr Zantav are converted to ordinary shares, our fairness assessment considers the dilution associated with the vesting of these Performance Securities without the corresponding value accretion that Shareholders will participate in, should the milestones be achieved. We also note that for the purpose of our fairness assessment, RG 111 requires us to compare the value of a Tamaska share on a controlling interest basis prior to the Proposed Transaction, with the value of a Tamaska share on a minority interest basis following the Proposed Transaction.

For illustrative purposes, we have considered how the value of a Tamaska share prior to the Proposed Transaction compares to the value of a Tamaska share following the Proposed Transaction, both on a controlling interest basis in order to present a like-for-like comparison. In addition, the below values assume that no Performance Securities vest, and as such, the values do not consider any dilution associated with the vesting of any Performance Securities (nor any value accretion resulting from the achievement of the milestones).

	Low $	Preferred $	High $
Value of a Tamaska share prior to the Proposed Transaction on a controlling interest basis	$0.0026	$0.0065	$0.0103
Value of a Tamaska share following the Proposed Transaction on a controlling interest basis (assuming no Performance Securities vest)	$0.0030	$0.0065	$0.0099

Based on the above pricing, we note that the range of values of a Tamaska share following the Proposed Transaction is contained within the range of values of a Tamaska share prior to the Proposed Transaction. In addition and as outlined in our fairness assessment, we note that the preferred and high values of a Tamaska share following the Proposed Transaction (on a minority interest basis) are contained within the range of values of a Tamaska share prior to the Proposed Transaction (on a controlling interest basis), which we have considered further in our reasonableness assessment below. We note that the Proposed Transaction will be value accretive to Shareholders in the following two scenarios;

- The low value of Napoleon and the preferred value of Gurvantes XXXV eventuates; and
- The low value of Napoleon and the high value of Gurvantes XXXV eventuates.

Therefore, if Shareholders' view of the value of Napoleon is in line with RISC's low valuation, the Proposed Transaction provides Shareholders with the possibility of participating in value accretion following the implementation of the Proposed Transaction. This is based on the values immediately following the implementation of the Proposed Transaction and ignores any value accretion that will likely occur, should the performance milestones be met.

We also note that the Tranche 1 Consideration Performance Shares vest upon both of the following occurring:

- The VWAP of Tamaska shares being equal to, or greater than $0.020 for 20 trading days; and
- Commencement of a drilling program within the Gurvantes XXXV area within three years from the date of issue.

We note that the first hurdle provides a valuation metric for Tamaska shares following the achievement of the above vesting conditions. However, this represents a potential future value, with the timing of achieving this hurdle (if it is met) being unknown. Further, in order for the VWAP hurdle to be met, the Company may require additional capital to further develop its Napoleon and/or Gurvantes projects. If further funding is required, the terms of this funding and the likely dilution is unknown. There is also the requirement for the commencement of a drilling program at Gurvantes. The timing, cost and value implications (if any) of commencing this drilling program are uncertain.

In addition, as outlined in Section 11.1.4, we note that the other two tranches of Performance Securities have non-market based vesting conditions which we do not have reasonable grounds to quantify the value uplift resulting from the achievement of such milestones. As such, we are unable to rely on the valuation metric arising from Milestone 1 in our fairness assessment and have considered this below in reasonableness.

We have calculated an implied market value of the Company on the assumption that the VWAP hurdle has been achieved. Our implied market valuation is set out below:

Description	Note	
VWAP Barrier (a)		$0.020
Number of shares on issue following the Proposed Transaction (b)	1	2,880,000,000
Implied market value of Tamaska (c = a x b)		**$57,600,000**
Add: Cash raised on exercise of Chieftain Options (d)	2	$600,000
Market value of Tamaska following the Proposed Transaction and vesting and exercise of the Tranche 1 Performance Securities and Chieftain Options (e = c + d)		**$58,200,000**
Number of shares on issue (f)	3	3,633,750,000
Value per Tamaska share assuming $0.020 VWAP barrier is met (e / f)		**$0.016**

We note the following in relation to our implied market valuation above:

Note 1): Number of shares on issue following the Proposed Transaction

The number of shares on issue immediately following the Proposed Transaction is set out below.

Number of shares on issue prior to the Proposed Transaction	985,000,000
Issue of Consideration Shares	1,600,000,000
Issue of shares under the Capital Raising	245,000,000
Issue of Chieftain Shares	50,000,000
Number of shares on issue immediately following the Proposed Transaction (b)	**2,880,000,000**

Note 2): Cash raised on exercise of Chieftain Options

We note that should the VWAP barrier of $0.020 barrier be achieved, the Chieftain Options would be in-the-money. Therefore we have assumed that they would be exercised by the holder at the price of $0.008 each, raising $600,000.

Note 3): Number of shares on issue

The number of shares on issue comprises the number of shares on issue following the Proposed Transaction, vesting and exercise of the Tranche 1 Performance Securities (given that the KMP Performance Rights have the same milestones) and the Chieftain Options is set out below:

Number of shares on issue immediately following the Proposed Transaction (see note 1)	2,880,000,000
Shares issued on vesting of Tranche 1 Consideration Performance Shares	600,000,000
Shares issued on vesting of Tranche 1 KMP Performance Rights	78,750,000
Shares issued on exercise of Chieftain Options	75,000,000
Total ordinary shares on issue in Tamaska following the Proposed Transaction and vesting of the Tranche 1 Performance Securities and exercise of Chieftain Options (f)	**3,633,750,000**

Therefore, based on the above analysis, we note that in the event that the first milestone attached to the Tranche 1 Performance Securities is met, this would be value accretive to Shareholders, even when accounting for the dilution resulting from the vesting and exercise of the Tranche 1 Consideration Performance Shares.

13.1.2. Diversification of Tamaska's exploration portfolio which may improve the attractiveness of the Company's shares

If the Proposed Transaction is approved, the Company will hold a more comprehensive and diversified portfolio of oil and gas assets. In particular, Gurvantes XXXV is likely to be the Company's new flagship asset (based on RISC's valuation). Despite both Napoleon and Gurvantes XXXV being oil and gas assets, the acquisition of a second project will diversify away part of the project specific risk associated with holding shares in a company with a single exploration asset. Furthermore, the Proposed Transaction will broaden

Tamaska's oil and gas exposure into Mongolia, which is considered to have considerable growth opportunities.

13.1.3. The acquisition of a new flagship asset may improve the liquidity of the Company's shares

Following the Proposed Transaction, Gurvantes XXXV will become the Company's new flagship asset (based on RISC's valuation) and the size of the Company will increase. The increased size of the Company, this may result in increased analyst coverage which may lead to improved liquidity. This would improve Shareholders' ability to realise their investment on market at less of a discount to the most recently traded price, should they choose to exit their position. Further, increased analyst coverage and improved liquidity may increase the attractiveness of the Company's shares and may lead to an improvement in its ability to raise capital in the future, should it be required.

13.1.4. Access to funding from the Capital Raising

Given that the Capital Raising is subject to the completion of the Proposed Transaction, the Proposed Transaction in effect will provide the Company with a total of $1.96 million in cash (before costs) which can be utilised to fund exploration and development at Napoleon and/or Gurvantes XXXV, or for general working capital. Should the Proposed Transaction not proceed, the Company will forego the access to this funding and may need to consider alternative capital raisings which may be less advantageous to the Company and/or more dilutive to Shareholders.

13.1.5. Shareholders will have the opportunity to participate in the potential upside of Gurvantes XXXV

If the Proposed Transaction is approved, Shareholders will have the opportunity to participate in the potential upside of Gurvantes XXXV, should it materialise. Based on RISC's valuation, the upside of Gurvantes XXXV is greater than the current potential upside of Napoleon.

13.2 Disadvantages of Approving the Proposed Transaction

We have considered the following disadvantages to Shareholders when assessing whether the Proposed Transaction is reasonable:

13.2.1. Dilution of Shareholders' interests

If the Proposed Transaction is approved, the Company will issue 1.6 billion shares and 1.6 billion Performance Shares as consideration for the Proposed Transaction as well as 50 million Chieftain Shares, 210 million KMP Performance Rights and 75 million Chieftain Options. As a result, existing Shareholders' interests will be diluted from holding 100% of Tamaska prior to the Proposed Transaction to holding a minimum of 20.67% following the Proposed Transaction. Therefore, Shareholders' ability to participate in the potential upside of Napoleon, should it materialise, will be considerably reduced as a result of the Proposed Transaction.

13.3 Alternative Proposal

We are unaware of any alternative proposal that might offer Shareholders a premium over the value resulting from the Proposed Transaction.

13.4 Practical Level of Control

If the Proposed Transaction is approved then Mr Zantav will hold an interest of approximately 27.40% immediately following the Proposed Transaction (prior to the conversion of the Performance Securities) and a maximum holding of 43.55%.

When shareholders are required to approve an issue that relates to a company there are two types of approval levels. These are general resolutions and special resolutions. A general resolution requires 50% of shares to be voted in favour to approve a matter and a special resolution required 75% of shares on issue to be voted in favour to approve a matter. If the Proposed Transaction is approved then Mr Zantav will be able to block special resolutions.

Tamaska's Board currently comprises three directors, namely Mr Brett Lawrence, Mr Logan Robertson and Mr Timothy Wise. Following the Proposed Transaction, Mr Stuart Baker and Ms Gema Gerelsaikhan will be appointed as non-executive directors of Tamaska as the Telmen nominees, while Mr Logan Robertson will resign as a director.

Mr Zantav's control of Tamaska following the Proposed Transaction will be significant when compared to all other shareholders.

13.5 Consequences of not approving the Proposed Transaction

Shareholders will forego the opportunity to participate in the upside of Gurvantes XXXV

In the event that Shareholders do not approve the Proposed Transaction, Shareholders will forego the opportunity to participate in the potential upside of the Gurvantes XXXV, should it materialise.

The Company will not receive the funds that are to be raised under the Capital Raising

In the event that Shareholders do not approve the Proposed Transaction, the Company will forego the $1.96 million of funds (before costs) that are to be raised pursuant to the Capital Raising.

As set out in the Notice of Meeting, the Company may use the cash raised to fund the exploration and development of both Napoleon and Gurvantes XXXV as well as for general working capital. Therefore, if the Proposed Transaction is not approved, the Company may need to pursue alternative funding options. Given the current stage of Tamaska's exploration assets it is unlikely that debt funding would be available. Furthermore, in the absence of the Proposed Transaction and the acquisition of Gurvantes XXXV, the Company may find it difficult to raise additional equity, therefore any equity raisings are likely to be at a significant discount to the market price, therefore diluting existing Shareholders' interests.

Existing Shareholders will retain 100% ownership of Tamaska

In the event that Shareholders do not approve the Proposed Transaction, no shares in Tamaska will be issued in connection with the Proposed Transaction. Therefore, existing Shareholders will retain 100% ownership of Tamaska.

13.6 Other considerations

Value of Chieftain Options

Upon completion of the Proposed Transaction, the Company will issue 75,000,000 Chieftain Options. Given that the Chieftain Options have not vested, it does not form part of our valuation of Tamaska prior to or following the Proposed Transaction, therefore we have included the valuation of these options as an 'other consideration' for Shareholders.

As outlined in Section 4, the options are exercisable at $0.008 per option subject to the VWAP of Tamaska shares over 20 consecutive trading days being at least $0.020. The Chieftain Options expire three years from the date of issue. We have valued the Chieftain Options purely for illustrative purposes, as at the last day on which the shares were traded prior to the announcement of the Proposed Transaction, being 7 December 2021.

We have valued the options using a barrier up-and-in trinomial pricing model with a Parisian barrier adjustment. The model takes into consideration that the options will vest at any time up until the expiry date, given that the 20-day VWAP of the Company's shares exceeds $0.020.

The key inputs used and the value is set out in the table below:

Item	Input
Number of options	75,000,000
Valuation date	07-Dec-21
Underlying security spot price	$0.008
Exercise price	$0.008
Life (years)	3.00
Share price volatility	120%
Risk-free rate	0.975%
Dividend yield	Nil
Valuation per option	**$0.005**
Valuation per tranche	**$375,000**

In valuing the Chieftain Options, we made the following assumptions regarding the inputs required for the option pricing model:

Value of the underlying share

In valuing the Chieftain Options, we have adopted the closing share price of Tamaska as at the valuation date as the value of the Company's shares. The closing share price of Tamaska as at 7 December 2021 was $0.008, which we have used as an input in our option pricing model. This also reflects the price of the Capital Raising and therefore is a proxy for the market price following the Acquisition.

Exercise price

The exercise price is the price at which the underlying ordinary shares will be issued. The exercise price of the Chieftain Options is $0.008.

Life

We have estimated the life of the Chieftain Options for the purpose of our valuation. The minimum life of an option is the length of any vesting period, while the maximum life is based on the expiry date. There are many factors that determine the rationale for exercising options and therefore, the effective life of those options.

There is a limited track record of unlisted options being exercised early, therefore, for the purpose of valuing the options, we have estimated the life of the options as 3.00 years, which we have used as an input in our option pricing model.

Share price volatility

Expected volatility is a measure of the amount by which a price is expected to fluctuate during a period.

The recent volatility of the share price of Tamaska and comparable companies was calculated over historical one, two and three-year periods prior to the announcement of the Proposed Transaction, using data extracted from Bloomberg. Based on our analysis, we used a future estimated volatility level of 120% for the share price of Tamaska in our option pricing model.

Risk-free rate of interest

We have used the 3-year Australian Government bond rate as at the valuation date, as a proxy for the risk-free rate over the life of the Chieftain Options. The 3-year Australian Government bond rate as at 7 December 2021 was 0.975%, which we have used as an input in our option pricing model.

Dividend yield

Tamaska is currently unlikely to pay a dividend during the life of the Chieftain Options. Therefore, we have assumed a dividend yield of nil.

14. Conclusion

We have considered the terms of the Proposed Transaction as outlined in the body of this report and have concluded that, in the absence of a superior proposal, the Proposed Transaction is not fair but reasonable to Shareholders.

We consider the Proposed Transaction to be not fair to Shareholders because the minority interest value of a share in Tamaska following the Proposed Transaction on a diluted basis is less than the controlling interest value of a Tamaska share prior to the Proposed Transaction. However, we consider the Proposed Transaction to be reasonable for Shareholders because the advantages of the Proposed Transaction outweigh the disadvantages. In particular, the performance milestones that are required to be met in order for the Performance Securities to vest, are likely to result in value accretion. Therefore, if these conditions are met Shareholders will also participate in this upside. However, based on the current status of Gurvantes XXXV, there are insufficient reasonable grounds to quantify this value uplift, should it materialise. Given that the Company is seeking shareholder approval for Mr Zantav to increase its holding to a maximum of 43.55%, assuming that the Performance Securities held by Mr Zantav are converted to ordinary shares, the dilution associated with the vesting of these performance shares is considered in the assessment of fairness without the resulting value accretion that Shareholders will participate in, should the performance milestones be achieved.

As a result, in addition to the reasonableness factors detailed in section 13, we consider the Proposed Transaction to be reasonable to Shareholders because it provides Shareholders with the opportunity to participate in the potential upside associated with Gurvantes XXXV.

15. Sources of information

This report has been based on the following information:

- Draft Notice of General Meeting and Explanatory Statement on or about the date of this Report;
- Audited financial statements of Tamaska for the years ended 30 June 2019, 30 June 2020 and 30 June 2021;
- Unaudited management accounts of Tamaska for the period from 1 July 2021 to 31 October 2021;
- Technical Specialist Report of Tamaska's Napoleon Prospect and Telmen's Gurvantes XXXV Project performed by RISC;
- Binding terms sheet dated 15 December 2021;
- Documents supporting the unaudited financial information, including:
  - Consolidation workbook of Tamaska;
  - Bank statements of Tamaska;
  - Bank statements of Telmen;
  - Management prepared pro forma balance sheet of the Company following the Proposed Transaction; and
  - Accounting memo in relation to acquisition and joint venture accounting, prepared by management of Telmen;
- Share registry information;
- Consensus Economics;
- Announcements made by Tamaska available through the ASX;
- Bloomberg;
- Information in the public domain; and
- Discussions with Directors and Management of Tamaska.

16. Independence

BDO Corporate Finance (WA) Pty Ltd is entitled to receive a fee of $40,000 (excluding GST and reimbursement of out of pocket expenses). The fee is not contingent on the conclusion, content or future use of this Report. Except for this fee, BDO Corporate Finance (WA) Pty Ltd has not received and will not receive any pecuniary or other benefit whether direct or indirect in connection with the preparation of this report.

BDO Corporate Finance (WA) Pty Ltd has been indemnified by Tamaska in respect of any claim arising from BDO Corporate Finance (WA) Pty Ltd's reliance on information provided by the Tamaska, including the non-provision of material information, in relation to the preparation of this report.

Prior to accepting this engagement BDO Corporate Finance (WA) Pty Ltd has considered its independence with respect to Tamaska and Telmen and any of their respective associates with reference to ASIC Regulatory Guide 112 'Independence of Experts'. In BDO Corporate Finance (WA) Pty Ltd's opinion it is independent of Tamaska and Telmen and their respective associates.

Neither the two signatories to this report nor BDO Corporate Finance (WA) Pty Ltd, have had within the past two years any professional relationship with Tamaska, or their associates, other than in connection with the preparation of this report.

The provision of our services is not considered a threat to our independence as auditors under Professional Statement APES 110 – Professional Independence. The services provided have no material impact on the financial report of Tamaska.

A draft of this report was provided to Tamaska and its advisors for confirmation of the factual accuracy of its contents. No significant changes were made to this report as a result of this review.

BDO is the brand name for the BDO International network and for each of the BDO Member firms.

BDO (Australia) Ltd, an Australian company limited by guarantee, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of Independent Member Firms. BDO in Australia, is a national association of separate entities (each of which has appointed BDO (Australia) Limited ACN 050 110 275 to represent it in BDO International).

17. Qualifications

BDO Corporate Finance (WA) Pty Ltd has extensive experience in the provision of corporate finance advice, particularly in respect of takeovers, mergers and acquisitions.

BDO Corporate Finance (WA) Pty Ltd holds an Australian Financial Services Licence issued by the Australian Securities and Investments Commission for giving expert reports pursuant to the Listing rules of the ASX and the Corporations Act.

The persons specifically involved in preparing and reviewing this report were Sherif Andrawes and Adam Myers of BDO Corporate Finance (WA) Pty Ltd. They have significant experience in the preparation of independent expert reports, valuations and mergers and acquisitions advice across a wide range of industries in Australia and were supported by other BDO staff.

Sherif Andrawes is a Fellow of the Institute of Chartered Accountants in England & Wales and a Fellow of Chartered Accountants Australia & New Zealand. He has over 30 years' experience working in the audit and corporate finance fields with BDO and its predecessor firms in London and Perth. He has been responsible for over 400 public company independent expert's reports under the Corporations Act or ASX

Listing Rules and is a CA BV Specialist. These experts' reports cover a wide range of industries in Australia with a focus on companies in the natural resources sector. Sherif Andrawes is the Corporate Finance Practice Group Leader of BDO in Western Australia, the Global Head of Natural Resources for BDO and a former Chairman of BDO in Western Australia.

Adam Myers is a member of Chartered Accountants Australia & New Zealand and the Joint Ore Reserves Committee. Adam's career spans over 20 years in the Audit and Assurance and Corporate Finance areas. Adam is a CA BV Specialist and has considerable experience in the preparation of independent expert reports and valuations in general for companies in a wide number of industry sectors.

Ashton Lombardo is a member of the Australian Institute of Chartered Accountants. Ashton has over ten years of experience in Corporate Finance and has facilitated the preparation of numerous independent expert's reports and valuations. Ashton has a Bachelor of Economics and a Bachelor of Commerce from the University of Western Australia and has completed a Graduate Diploma of Applied Corporate Governance with the Governance Institute of Australia.

18. Disclaimers and consents

This report has been prepared at the request of Tamaska for inclusion in the Notice of Meeting which will be sent to all Tamaska Shareholders. Tamaska engaged BDO Corporate Finance (WA) Pty Ltd to prepare an independent expert's report to consider the proposed acquisition of the entire issued capital of Telmen Energy Limited.

BDO Corporate Finance (WA) Pty Ltd hereby consents to this report accompanying the above Notice of Meeting. Apart from such use, neither the whole nor any part of this report, nor any reference thereto may be included in or with, or attached to any document, circular resolution, statement or letter without the prior written consent of BDO Corporate Finance (WA) Pty Ltd.

BDO Corporate Finance (WA) Pty Ltd takes no responsibility for the contents of the Notice of Meeting other than this report.

We have no reason to believe that any of the information or explanations supplied to us are false or that material information has been withheld. It is not the role of BDO Corporate Finance (WA) Pty Ltd acting as an independent expert to perform any due diligence procedures on behalf of the Company. The Directors of the Company are responsible for conducting appropriate due diligence in relation to Telmen. BDO Corporate Finance (WA) Pty Ltd provides no warranty as to the adequacy, effectiveness or completeness of the due diligence process.

The opinion of BDO Corporate Finance (WA) Pty Ltd is based on the market, economic and other conditions prevailing at the date of this report. Such conditions can change significantly over short periods of time.

With respect to taxation implications it is recommended that individual Shareholders obtain their own taxation advice, in respect of the Proposed Transaction, tailored to their own particular circumstances. Furthermore, the advice provided in this report does not constitute legal or taxation advice to the Shareholders of Tamaska, or any other party.

BDO Corporate Finance (WA) Pty Ltd has also considered and relied upon independent valuations for mineral assets held by Tamaska and Telmen. The valuer engaged for the mineral asset valuation, RISC, possess the appropriate qualifications and experience in the industry to make such assessments. The approaches adopted and assumptions made in arriving at their valuation is appropriate for this report. We have received consent from the valuer for the use of their valuation report in the preparation of this report and to append a copy of their report to this report.

The statements and opinions included in this report are given in good faith and in the belief that they are not false, misleading or incomplete.

The terms of this engagement are such that BDO Corporate Finance (WA) Pty Ltd is required to provide a supplementary report if we become aware of a significant change affecting the information in this report arising between the date of this report and prior to the date of the meeting or during the offer period.

Yours faithfully

BDO CORPORATE FINANCE (WA) PTY LTD

Sherif Andrawes	**Adam Myers**
Director	Director

Appendix 1 – Glossary of Terms

Reference	Definition
Acquisition	Tamaska's proposed acquisition of 100% of the issued capital of Telmen
ADB	Asian Development Bank
ADX Energy	ADX Energy Panonia Srl
AFCA	Australian Financial Complaints Authority Limited
AFE	Authorisation for expenditure
APES 225	Accounting Professional & Ethical Standards Board professional standard APES 225 'Valuation Services'
ASIC	Australian Securities and Investments Commission
ASX	Australian Securities Exchange
bcf	billion cubic feet
BDO	BDO Corporate Finance (WA) Pty Ltd
boe	Barrels of oil equivalent
bscf	Billion standard cubic feet
Capital Raising	Capital Raising of $1.96 million via the issue of 245,000,000 shares at an issue price of $0.008 per share
Chieftain	Chieftain Securities Pty Ltd
Chieftain Options	75,000,000 options in Tamaska to be issued to Chieftain following completion of the Proposed Transaction.
Chieftain Securities	The Chieftain Options and the Chieftain Shares
Chieftain Shares	50,000,000 fully paid ordinary shares in Tamaska to be paid to Chieftain following completion of the Proposed Transaction
Consideration Performance Shares	1,600,000,000 performance shares in Tamaska, converting into fully paid ordinary shares in Tamaska upon satisfaction of certain milestones
Consideration Shares	1,600,000,000 fully paid ordinary shares in Tamaska
CPI	Consumer price index

Reference	Definition
DCF	Discounted cash flow
DISR	Department of Industry, Science, Energy and Resources
ERCE	ERC Equipoise Pte Ltd
FDI	Foreign direct investment
FME	Future maintainable earnings
FSG	Financial Services Guide
Fusselman	Fusselman Project
Gurvantes XXXV	Gurvantes XXXV South Gobi Natural Gas Project
IS 214	Information Sheet 214: *Mining and Resources: Forward-looking Statements*
Item 7 s611	Item 7 Section 611 of the Corporations Act
KMP Performance Rights	210,000,000 performance rights in Tamaska to be issued to new key management personnel of the Company
Mr Zantav	Mr. Tsetsen Zantav
Napoleon	The Napoleon Prospect
NAV	Net asset value
NSAI	Netherland Sewell & Associates Inc
Oleum	Oleum Operating LLC
Our Report	The Independent Expert's Report prepared by BDO
Parta	Parta Energy Pty Ltd
Parta License	Parta exploration license, onshore Romania
Performance Securities	The Consideration Performance Shares and the KMP Performance Rights
PRMS	Petroleum Resources Management System
Proposed Transaction	The Acquisition itself and all conditional elements of the transaction

Reference	Definition
PSA	Production sharing agreement
QMP	Quoted market price
RBA	Reserve Bank of Australia
RG 111	RG 111 *Content of Expert's Reports*
RG 112	RG 112 *Independence of Experts*
RG 170	RG 170 *Prospective Financial Information*
RG 74	Regulatory Guides 74 *Acquisitions Approved by Members*
Section 606	Section 606 of the Corporations Act
Section 611	Section 611 of the Corporations Act
Shareholders	Non-associated shareholders of Tamaska
Skye Napoleon	Skye Napoleon Pty Ltd
Sum-of-Parts	A combination of methodologies used together to determine an overall value where separate assets and liabilities are valued using different methodologies
Talon	Talon Energy Limited
Tamaska	Tamaska Oil and Gas Limited
Telmen Resources	Telmen Resources JSC
Telmen	Telmen Energy Limited
The Act	Corporations Act 2001
US EIA	US Energy Information Administration
USA	United States of America
VALMIN Code	Australasian Code for Public Reporting of Technical Assessments and Valuation of Mineral Assets (2015 Edition)
VWAP	Volume-weighted average price
West Klondike	West Klondike Project

The Directors

BDO Corporate Finance (WA) Pty Ltd

Level 9, Mia Yellagonga Tower 2

5 Spring Street, PERTH, WA 6000

Australia

Appendix 2 – Valuation Methodologies

Methodologies commonly used for valuing assets and businesses are as follows:

1 *Net asset value ('NAV')*

Asset based methods estimate the market value of an entity's securities based on the realisable value of its identifiable net assets. Asset based methods include:

- Orderly realisation of assets method
- Liquidation of assets method
- Net assets on a going concern method

The orderly realisation of assets method estimates fair market value by determining the amount that would be distributed to entity holders, after payment of all liabilities including realisation costs and taxation charges that arise, assuming the entity is wound up in an orderly manner.

The liquidation method is similar to the orderly realisation of assets method except the liquidation method assumes the assets are sold in a shorter time frame. Since wind up or liquidation of the entity may not be contemplated, these methods in their strictest form may not be appropriate. The net assets on a going concern method estimates the market values of the net assets of an entity but does not take into account any realisation costs.

Net assets on a going concern basis are usually appropriate where the majority of assets consist of cash, passive investments or projects with a limited life. All assets and liabilities of the entity are valued at market value under this alternative and this combined market value forms the basis for the entity's valuation.

Often the FME and DCF methodologies are used in valuing assets forming part of the overall Net assets on a going concern basis. This is particularly so for exploration and mining companies where investments are in finite life producing assets or prospective exploration areas.

These asset based methods ignore the possibility that the entity's value could exceed the realisable value of its assets as they do not recognise the value of intangible assets such as management, intellectual property and goodwill. Asset based methods are appropriate when an entity is not making an adequate return on its assets, a significant proportion of the entity's assets are liquid or for asset holding companies.

2 *Quoted Market Price Basis ('QMP')*

A valuation approach that can be used in conjunction with (or as a replacement for) other valuation methods is the quoted market price of listed securities. Where there is a ready market for securities such as the ASX, through which shares are traded, recent prices at which shares are bought and sold can be taken as the market value per share. Such market value includes all factors and influences that impact upon the ASX. The use of ASX pricing is more relevant where a security displays regular high volume trading, creating a liquid and active market in that security.

3 *Capitalisation of future maintainable earnings ('FME')*

This method places a value on the business by estimating the likely FME, capitalised at an appropriate rate which reflects business outlook, business risk, investor expectations, future growth prospects and other entity specific factors. This approach relies on the availability and analysis of comparable market data.

The FME approach is the most commonly applied valuation technique and is particularly applicable to profitable businesses with relatively steady growth histories and forecasts, regular capital expenditure requirements and non-finite lives.

The FME used in the valuation can be based on net profit after tax or alternatives to this such as earnings before interest and tax (‘**EBIT**’) or earnings before interest, tax, depreciation and amortisation (‘**EBITDA**’). The capitalisation rate or ‘earnings multiple’ is adjusted to reflect which base is being used for FME.

4 *Discounted future cash flows (‘DCF’)*

The DCF methodology is based on the generally accepted theory that the value of an asset or business depends on its future net cash flows, discounted to their present value at an appropriate discount rate (often called the weighted average cost of capital). This discount rate represents an opportunity cost of capital reflecting the expected rate of return which investors can obtain from investments having equivalent risks.

Considerable judgement is required to estimate the future cash flows which must be able to be reliably estimated for a sufficiently long period to make this valuation methodology appropriate.

A terminal value for the asset or business is calculated at the end of the future cash flow period and this is also discounted to its present value using the appropriate discount rate.

DCF valuations are particularly applicable to businesses with limited lives, experiencing growth, that are in a start-up phase, or experience irregular cash flows.

5 *Market Based Assessment*

The market based approach seeks to arrive at a value for a business by reference to comparable transactions involving the sale of similar businesses. This is based on the premise that companies with similar characteristics, such as operating in similar industries, command similar values. In performing this analysis it is important to acknowledge the differences between the comparable companies being analysed and the company that is being valued and then to reflect these differences in the valuation.

The resource multiple is a market based approach which seeks to arrive at a value for a company by reference to its total reported resources and to the enterprise value per tonne/lb of the reported resources of comparable listed companies. The resource multiple represents the value placed on the resources of comparable companies by a liquid market.

Appendix 3 – Technical Specialist Report

decisions with confidence

Independent Technical Specialist Report

On assets of Telmen Energy Ltd and Tamaska Oil & Gas Ltd

For BDO Corporate Finance (WA) Ltd
on behalf of Tamaska Oil & Gas Ltd

December 2021

Brett Lawrence
Managing Director
Tamaska Oil & Gas Ltd
102 Forrest Street,
Cottesloe, Perth, 6011
Western Australia

Sherif Andrawes
Director
BDO Corporate Finance (WA) Pty Ltd
38 Station Street,
Subiaco, Perth, 6008
Western Australia

21 December 2021

Dear Sirs,

Independent Technical Specialist Report - Tamaska Oil & Gas Ltd and Telmen Energy Ltd.

Tamaska Oil & Gas Ltd ('Tamaska') has engaged BDO Corporate Finance (WA) Ltd ('BDO') to prepare an Independent Expert Report ('IER') for inclusion within a Notice of Meeting to be provided to the shareholders of the company. The shareholders are being asked to approve a proposed transaction of the acquisition of Telmen Energy Ltd ('Telmen') by Tamaska.

As per the instruction letter received from BDO dated 19 November 2021, RISC Advisory Pty Ltd ('RISC') was to provide a market valuation of:

- Tamaska's interest in the Napoleon exploration prospect, Carnarvon Basin, Australia; and
- Telmen's Gurvantes XXXV production sharing agreement ('PSA') in Mongolia.

RISC has completed our independent technical assessment and valuation and our work is documented in this Independent Technical Specialist Report ('ITSR').

Independence

RISC confirms that it is independent of both Tamaska and Telmen and that RISC is unaware of any circumstance which may compromise that independence.

Consent

RISC has consented to this report, in the form and context in which it appears, being included, in its entirety, in the Notice of Meeting.

Table of contents

List of figures

List of tables

1. Executive summary

Tamaska Oil and Gas Limited ('Tamaska') has proposed the acquisition of Telmen Energy Limited ('Telmen').

Telmen through a locally registered and wholly owned subsidiary has been awarded a Production Sharing Agreement ('PSA') for coal bed methane exploration and exploitation over the Gurvantes XXXV area in the South Gobi Basin, Mongolia. Talon Energy Ltd ('Talon') has executed a farm-in agreement with Telmen to earn a 33% participating interest by funding a staged forward work program. This is Telman's only petroleum asset.

A prospective resource assessment for the Gurvantes XXXV PSA was undertaken by Netherland, Sewell and Associates ('NSAI'). RISC has reviewed this resource assessment and considers that some of the parameters used require modification. RISC has therefore made an independent assessment of the Gurvantes XXXV PSA prospective resources.

Tamaska has a beneficial interest in the WA-8-L production license located in the Carnarvon Basin of the Northwest Shelf of Australia. Tamaska acquired a 20% shareholding in Skye Napoleon Pty Ltd ('Skye') which has 100% ownership of the Talisman Deeps Project comprising of the rights to petroleum below 2,700 m in the WA-8-L license incorporating the Napoleon Prospect. This is Tamaska's only petroleum asset.

The Napoleon Prospect is a Jurassic aged, tilted fault block on the eastern flank of the Dampier Sub-basin with predominantly three-way dip closure mapped at the primary and secondary objective levels against a down-to-the-basin fault. Reservoir targets include the primary objective of the Upper Triassic to Lower Jurassic aged sandstones of the North Rankin Formation, and secondary objectives consisting of sandstones of the overlying Jurassic Athol Formation.

ERCE has undertaken an independent prospective resource assessment of the Napoleon Prospect and compiled a comprehensive report detailing its evaluation. RISC has reviewed the evaluation and report and finds the assessment predominantly reasonable. With some reservations regarding the input parameters and the apportionment of on-block resources, RISC accepts the ERCE prospective resource assessment for Napoleon and the Talisman Deeps project.

RISC has determined that the fair market valuation of Telmen's net interest in the Gurvantes XXXV PSA to be between AU$3.8 million and AU$16.2 million with a best estimate of AU$10.3 million (Table 1-1). RISC has assessed a fair market value of Tamaska's net interest in the Talisman Deeps project to be between AU$0.4 million and AU$8.0 million with a best estimate of AU$4.2 million (Table 1-2).

Table 1-1: Gurvantes XXXV PSA valuation net Telmen

Gurvantes XXXV PSA	Valuation (AU$ million)		
	Low	Best	High
Net Telmen	3.8	10.3	16.2

Table 1-2: Talisman Deeps valuation net Tamaska

Talisman Deeps	Valuation (AU$ million)		
	Low	Best	High
Net Tamaska	0.4	4.2	8.0

2. Terms of reference and basis of assessment

2.1. Terms of reference

This Independent Technical Specialist Report ('ITSR') was prepared in response to an instruction letter from BDO received by RISC dated 19 November 2021. BDO was engaged by Tamaska to prepare an Independent Expert Report ('IER') for inclusion in a Notice of Meeting regarding the proposed acquisition of Telmen by Tamaska.

RISC was requested to prepare a market valuation of:

- Tamaska's participating interest in the Talisman Deeps petroleum rights within the WA-8-L license in the Carnarvon Basin, Australia, which contains the Napoleon Prospect, including consideration of any royalties attributable; and
- Telmen's Gurvantes XXXV production sharing agreement ('PSA') asset in the South Gobi Basin, Mongolia, including consideration of any earn in requirements, royalties, and free carried interests on the project.

As per the instruction from BDO, the ITSR is compliant with the Australian Securities and Investments Commission ('ASIC') Regulatory Guides 111 and 112 and includes consent for the report to be included in a Notice of Meeting and for RISC to be named as technical specialist/expert in accordance with ASX listing rule 5.41.

2.2. Basis of assessment

The data and information used in the preparation of this report were provided by Telmen and Tamaska and supplemented with public domain information.

Information and data provided by Telmen:

- Compilation of drill-hole data inclusive of gas analysis
- Storm Cat Energy coal bed methane evaluation report, 2004-05
- Usukh Zoos LLC Khuren Shand mine coal seam gas evaluation report, 2017
- Seismic acquisition and processing report, 2020
- Fluid Energy Consultants prospective resource evaluation report, 2020
- NSAI prospective resources letter, August 2021
- Drill-hole data and images
- Prospecting agreement and unofficial English translations
- PSA documents and unofficial English translations
- Petroleum law, English translation
- Telmen Resource JSC company certificate and constitution (English translation)
- Telmen Energy Ltd investor presentation, September 2021
- Telmen Resource JSC Central Nariin Sukhait field development concept presentation, August 2020

Information and data provided by Tamaska:

- Compilation of offset well data, including petrophysical analyses
- DUG reprocessing report of Panaeus 3D, 2021
- Seismic inversion and quantitative interpretation report in PowerPoint format, 2021
- Geochemical and basin modelling report in PowerPoint format, 2021
- ERCE Napoleon Prospect Technical Report, dated 28 September 2021

- Napoleon Prospect farm-out technical presentation
- Two-way-time ('TWT') and depth structure grids
- Napoleon Prospect well concept and drilling cost estimate document, dated 23 March 2021

RISC has relied upon the Talon Energy Ltd release to the ASX on 3 February 2021 regarding the farm-in agreement to the Gurvantes XXXV PSA.

RISC has relied upon information as provided in the Tamaska release to the ASX on 22 February 2021 regarding the WA-8-L Talisman Deeps transaction.

RISC has relied upon the information provided and has undertaken the evaluation on the basis of a review and audit of existing interpretations and assessments as supplied, making adjustments that in our judgment were necessary.

RISC has reviewed the reserves/resources in accordance with the Society of Petroleum Engineers internationally recognised Petroleum Resources Management System ('PRMS')[1].

For the Gurvantes XXXV PSA RISC's methodology was to review and verify a probabilistic resource evaluation carried out by NSAI on behalf of Talon. Following this review and given the lack of supporting documentation to the NSAI assessment, RISC found it appropriate to modify some of the inputs to conform to our views and update the resource estimation which is included in this report.

For the Talisman Deep asset RISC's methodology was to review the probabilistic resource evaluation report and verify the assessment of the Napoleon Prospect carried out by ERCE on behalf of Tamaska. With some reservations, which are documented within this report, RISC accepts the ERCE prospective resource assessment as reasonable.

Details of the findings of our review and the resource estimation process are presented in this report. Unless otherwise stated, all resources presented in this report are gross (100%) quantities.

RISC has not conducted a site visit and does not consider one necessary.

2.3. Valuation

The valuation is based on the principles of the VALMIN Code[2] and the concept of "market value" ('Value').

The VALMIN Code defines Value as the estimated amount of money (or the cash equivalent of some other consideration) for which the Mineral Asset should exchange on the date of valuation between a willing buyer and a willing seller in an arm's length transaction wherein the parties each acted knowledgeably, prudently and without compulsion. For the purposes of this report, we have applied these definitions to petroleum properties.

[1] Petroleum Resources Management System, prepared by the Oil and Gas Reserves Committee of the Society of Petroleum Engineers (SPE) and reviewed and jointly sponsored by the American Association of Petroleum Geologists (AAPG), World Petroleum Council (WPC), Society of Petroleum Evaluation Engineers (SPEE), Society of Exploration Geophysicists (SEG) and approved by the Board of the SPE in March 2007. The PRMS was subsequently updated in June 2018.

2 The VALMIN Code sets out requirements for the technical assessment and valuation of mineral assets and securities for independent expert reports, it provides guidance for petroleum assets and securities. The VALMIN Committee is a joint committee of The Australasian Institute of Mining and Metallurgy (AusIMM) and the Australian Institute of Geoscientists. The committee was established to develop and maintain the "Australasian Code for Public Reporting of technical assessments and valuations of mineral assets", commonly known as the VALMIN Code. The VALMIN Code was first published in 1995, with subsequent editions published in 1997, 2005 and 2015

A range of oil and gas industry accepted practices in relation to petroleum properties has been considered to determine Value, which are described below.

2.3.1. Comparable transaction metrics

An estimate of the Value of petroleum properties can be obtained using recent comparable transactions. Such transactions may provide relevant metrics such as Value per unit of reserves, contingent or prospective resources and price paid per unit area of the permit/license or % interest. The VALMIN Code advises Value must also take into account risk and premium or discount relating to market, strategic or other considerations.

2.3.2. Sunk costs and work program

The sunk costs and costs of a future work program may also be used to estimate Value. The work program valuation relies on the assumption that unless there is evidence to the contrary the permit is worth what a company will spend on it. This method is relevant for permits in the early stages of exploration and for expenditure which is firmly committed as part of a venture budget or as agreed with the government as a condition of holding the permit. There may need to be an adjustment for risk and the time value of money.

Results as the work program progresses, will alter the perceived value. Therefore, the original work program agreed may no longer represent today's Value.

2.3.3. Farm-in promotion factors

Alternatively an estimate of Value can be based on an estimation of the share of future costs likely to be borne by a reasonable farminee under prevailing market conditions. A premium or promotion factor may be paid by the farminee. The promotion factor is defined as the ratio of the proportion of the activity being paid for and the amount of equity being earned.

The nominal permit value is defined as the amount spent by the farminee divided by the interest earned. The premium value for the permit is the difference between the nominal value and the equity share of the cost of the activity divided by the equity interest being earned.

The premium or promotion factor will be dependent upon the perceived prospectivity of the property, competition and general market conditions. The premium value is equivalent to the farminee paying the farminor a cash amount in return for the acquisition of the interest in the permit and is the fair market value.

Farm-in transactions may have several stages. For example, a farminee may acquire an initial interest by committing to a future cost in the first stage of the transaction but has an option to acquire an additional interest or interests in return to committing to funding a further work program or programs.

Farm-in agreements can also include re-imbursement of past costs and bonus payments once certain milestones are achieved, for example declaration of commerciality, or achieving threshold reserves volumes. Depending on their conditionality, such future payments may contribute to Value. However, they may need to be adjusted for the time value of money and probability of occurring.

2.3.4. Expected monetary value

Expected monetary value ('EMV') is the risked net present value ('NPV') of a prospect or project. EMV is calculated as the success case(s) NPV times the probability of success and development less the NPV of failure cases multiplied by the probability of failure. The NPV may be estimated using discounted cash flow

(‘DCF’) methods. The EMV method provides a representative estimate of Value in areas with a statistically significant number of mature prospects or projects within proven commercial hydrocarbon provinces where the chance of success and volumes can be assessed with a reasonable degree of predictability. EMV is appropriate to discovered hydrocarbons where development details and costs are mature. As such RISC does not consider EMV is appropriate for this situation.

The EMV valuation can also be used as a relative measure for ranking exploration prospects within a portfolio to make drilling decisions, assessing commercial potential and to demonstrate the commercial attractiveness of a permit, which may influence a buyer or seller.

3. Introduction

3.1. Telmen Energy Ltd Gurvantes XXXV asset

Telmen Energy Limited ('Telmen'), through a locally registered and wholly owned subsidiary (Telmen Resource JSC), has been awarded a Production Sharing Agreement ('PSA') for coal bed methane exploration and exploitation over the Gurvantes XXXV licence in the South Gobi Basin, Mongolia (Figure 3-1, Table 3-1).

Talon Energy Ltd ('Talon') has executed a farm-in agreement with Telmen to earn a 33% participating interest by funding the staged forward work program up to the amount of US$4.65 million.

Figure 3-1: Gurvantes XXXV location map

Table 3-1: Gurvantes XXXV asset summary

Asset		Operator	Telmen Working Interest	Status	Licence expiry date	Licence area (km²)	Comments
Country	Block						
Mongolia	Gurvantes XXXV	Telmen	100%	Exploration	26 July 2031	8,398.6	Talon has executed a farm-in agreement for 33% (3 Feb 2021)

Notes to the table:

1. Telmen current working interest is 100%. Telmen working interest post completion of Talon farm-in will be 67% (Talon earning 33%).
2. PSA contractor is Telmen Resource JSC, a wholly owned subsidiary of Telmen Energy Ltd

Other coal seam gas project assets are located in the South Gobi Basin nearby the Gurvantes XXXV PSA (Figure 3-2). These include assets controlled by Petrovis Resources a Mongolian company, and Elixir Energy and Jade Gas both listed on the Australian Securities Exchange ('ASX').

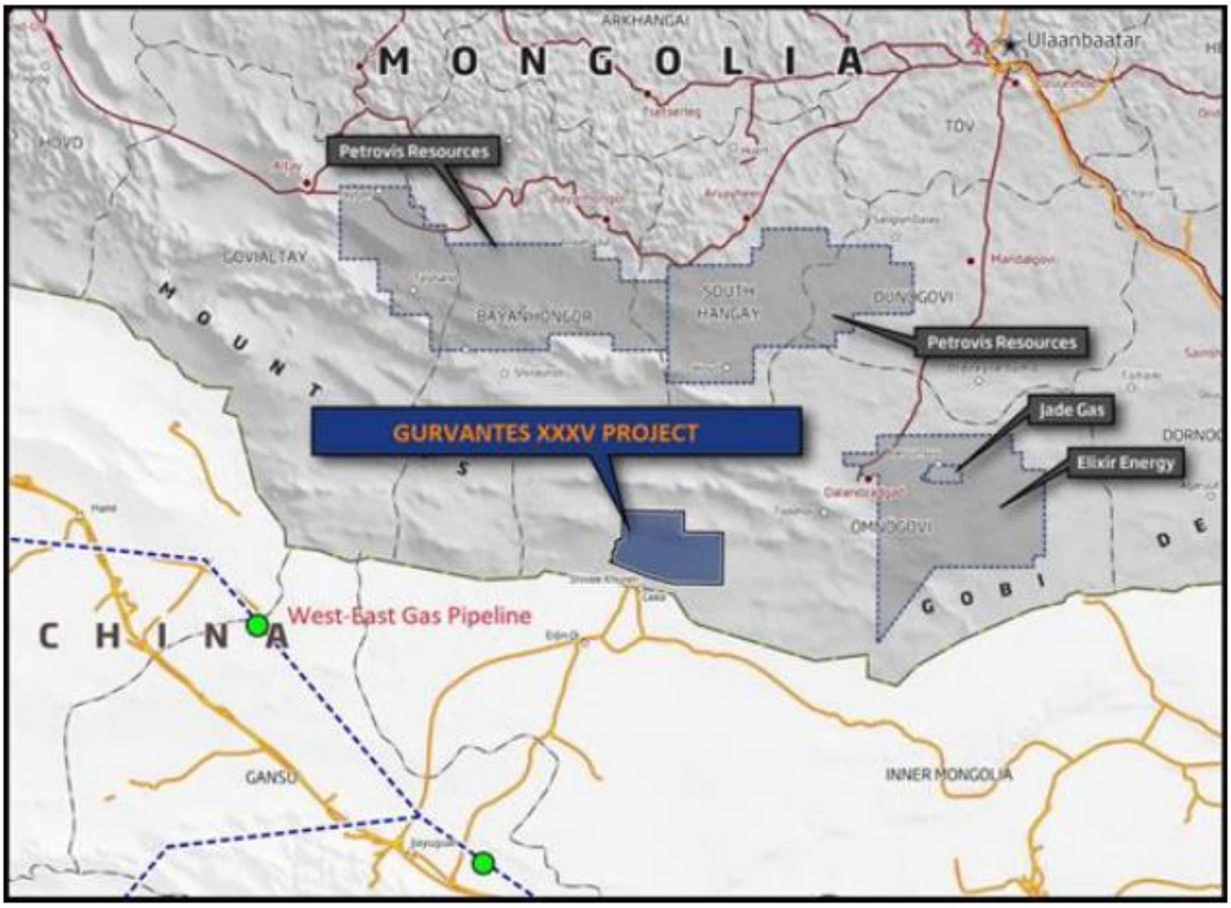


Figure 3-2: South Gobi Basin coal seam gas project location map

A 2D seismic program consisting of 20 km of data was completed by Telmen in 2020. The forward work program consists of exploration drilling and the planned establishment of pilot production.

3.2. Tamaska Oil & Gas Ltd Talisman Deeps asset

Tamaska Oil and Gas Limited ('Tamaska') has a beneficial interest in the WA-8-L production license located in the Carnarvon Basin of the Northwest Shelf of Australia. Tamaska acquired a 20% shareholding in Skye Napoleon Pty Ltd ('Skye') which has 100% ownership of the Talisman Deeps Project comprising of the rights to petroleum below 2,700 m in the WA-8-L license.

The title to the WA-8-L license is held by Kato NWS Pty Ltd (Operator) and Kato Amulet Pty Ltd, a group of companies wholly owned by Skye Energy Ventures. This joint venture acquired the license from the previous titleholders, Santos, Tap Oil and KUFPEC in 2019.

The WA-8-L production license was originally awarded in 1988 for the development of the Talisman oil field. This field has now been produced and abandoned. The Amulet oil pools were subsequently discovered in 2006 and have not been developed. Tamaska does not have a beneficial interest in the Amulet oil pools.

The license was last renewed in 2010 for a further 21-years. Although the license is a production license awarded under the Offshore Petroleum and Greenhouse Gas Storage Act ('OPGGSA') for the original development of Talisman, it is now viewed as a petroleum exploration license.

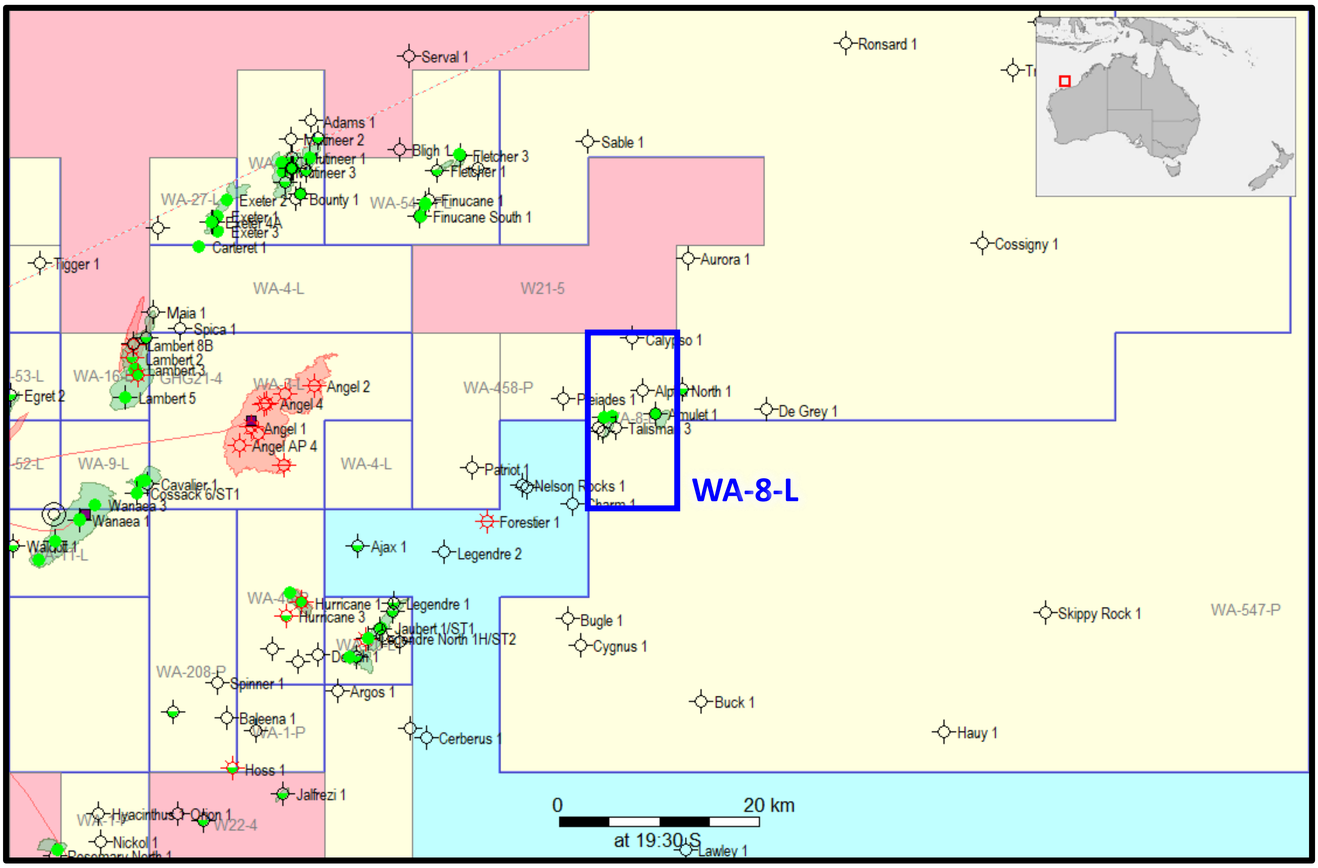


Figure 3-3: WA-8-L license and Talisman Deeps location map

Table 3-2: Talisman Deeps asset summary

Asset		Operator	Telmen Working Interest	Status	Licence expiry date	Licence area (km^2)	Comments
Country	**Block**						
Australia	WA-8-L	Kato NWS	20%	(Production) Exploration	7 November 2031	161	Skye has 100% ownership of petroleum rights below 2,700 m ('Talisman Deeps')

Notes to the table:

1. Tamaska has acquired 20% shareholding in Skye Napoleon Pty Ltd ('Skye') which owns 100% of the petroleum rights below 2,700 m in the WA-8-L license ('Talisman Deeps').
2. Tamaska has the right to convert its 20% shareholding to a 20% direct interest in the Talisman Deeps petroleum rights.
3. Tamaska and Skye are not titleholders of the WA-8-L license.

4. Regional information

4.1. South Gobi Basin

The South Gobi Basin covers an area of 40,000 km^2 in the Gobi Desert of southern Mongolia extending 600 km in an east – west orientation (Figure 4-1). The basin is a complex terrane of Carboniferous to Cretaceous sediments formed in a foreland basin setting within the Central Asian Orogenic Belt, with a Quaternary cover. Due to the orogenic setting, the South Gobi Basin is structurally complex and deep-seated faults segregate the basin into several sub-basins.

The South Gobi Basin is host to significant bituminous coal resources in the Jurassic to Upper Permian section. However, the coals are not uniformly distributed throughout the basin due to the structural complexity. The coals range in rank from sub-bituminous to medium-volatile bituminous[3].

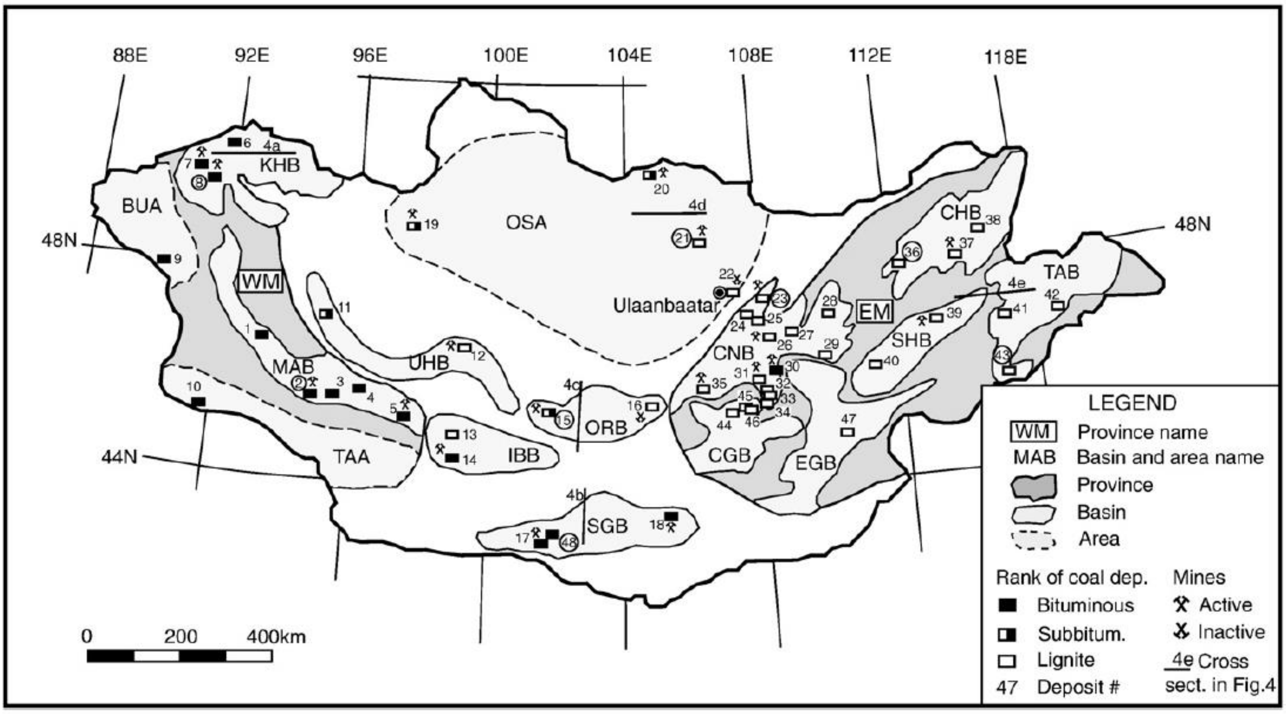


Figure 4-1: South Gobi Basin (SGB) location map[4]

4.1.1. Coal seam gas exploration in the South Gobi Basin

Coal seam gas exploration within the South Gobi Basin is at a very early stage and key resource parameter data are limited.

Telmen has access to an extensive database of coal exploration drill-holes, including analysis from six drill-holes drilled specifically for coal seam gas evaluation purposes. Some information on gas content and composition is available to Telmen from these drill-holes.

[3] Mongolian Nature and Environment Consortium (2014), Coal Mine Methane (CMM) Resource Assessment and emissions Inventory Development in Mongolia.

[4] Erdenetsogt, B-O., Lee, I., Bat-Erdene, D., Jargal, L. (2009). Mongolian coal-bearing basins: Geological settings, coal characteristics, distribution and resources. International Journal of Coal Geology (80), pp87-104.

Elixir Energy Ltd ('Elixir') is undertaking a work program in its Nomgom IX PSA (Figure 3-2) and has publicly released some information with respect to coal permeability, gas content and saturation[5]. RISC has not verified the integrity of the data contained in these announcements.

To RISC's knowledge, information and data regarding *in situ* stress, pressure and temperature data are not publicly reported from any wells drilled within the basin. *In situ* stress is a key parameter in determining well productivity and consequent development plans. Given that this and other coal seam gas projects in country are relatively immature and at the early stage of exploration, there is significant uncertainty around deliverability and this is included in our technical assessment and consequent valuation.

4.1.2. Gurvantes XXXV area geological setting

The Gurvantes area is dominated by an east – west orientated 'basin and range' setting. Mountain ranges comprise predominantly crystalline, meta-sediment and Paleozoic basement terrains with intervening sedimentary basins consisting of Cretaceous to Permian aged sediments. A Quaternary cover of fluviatile to aeolian deposits is extensive. A geological map of the Gurvantes area is shown in Figure 4-2.

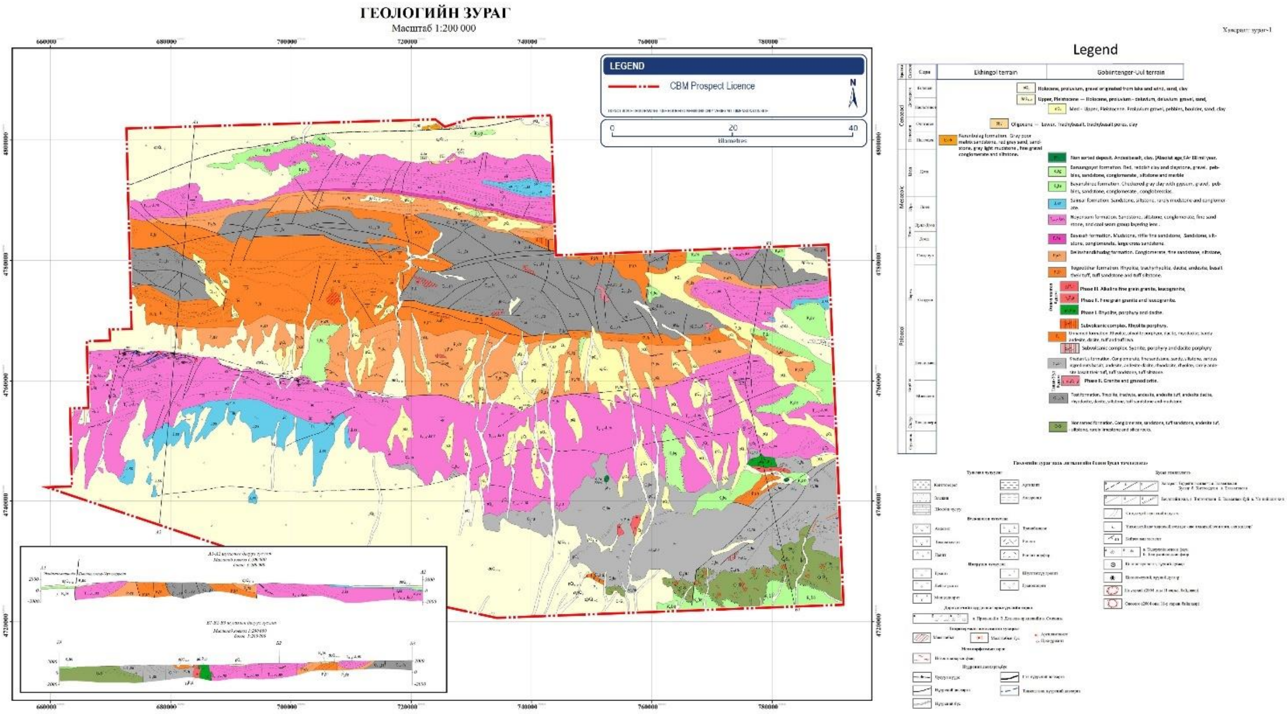


Figure 4-2: Gurvantes area geological map[6]. Refer Figure 2-2 for locality.

The central-northern portion of the Gurvantes area is dominated by the Tost Mountain Range, which consists dominantly of uplifted Paleozoic basement. To the north is the Noyon Uul Syncline with a complete section of Triassic sediments of some 3,000 m thickness[7]. To the south is an extensive belt 7 to 15 km wide of coal bearing Permian to Triassic sediments orientated east – west extending 160 km across the Gurvantes XXXV

[5] Elixir Energy ASX announcements: 26 February 2020, 8 July 2020 and 20 August 2020.

[6] Lkhundev, Sh., Zayabazar, Ts., Buyanbataar. Ch. (2013). Complex maps of SW Mongolia, UGZ 200 State Project.

[7] Stormcat Energy Corporation (2005). Noyon Mongolia CBM Project, Noyon West Exploration Report 2004-2005.

PSA. The northern boundary of this belt is a thrust fault with the Nariin Sukhait coal deposits exposed in the overthrust hanging wall.

Coal bearing sequences are well exposed in the west and central portion of the PSA and dip to the south. Extensive coal mining operations exist in this area. To the east coal bearing equivalent sequences of Nariin Sukhait are less exposed with an extensive Quaternary cover and possess shallower southerly dips. To the north - east exposures are common but the coal bearing sequences are generally obscured by extensive Quaternary cover consisting of fluvial and floodplain deposits.

RISC notes that the coal bearing sequences are commonly referred to as Permian in age and assigned to the Tavantolgoi Group, however the geological map in Figure 4-2 assigns a Triassic age. The Permian stratigraphy of the Gurvantes area is shown in Figure 4-3.

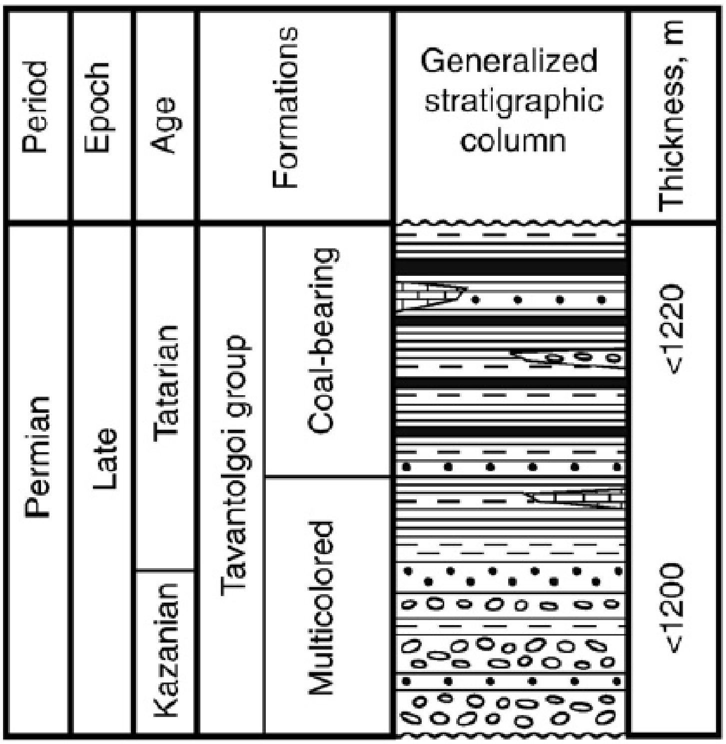


Figure 4-3: Gurvantes area Permian stratigraphic column [8]

The Tavantolgoi Group coal bearing sequences are 215 – 1,220 m thick and contain up to fourteen coal seams ranging from 0.5 to 7 m in thickness and one 20 to 50 m thick seam[9]. Telmen has broadly subdivided the seams into an upper and lower group.

In the Narin Sukhait the seams are locally thickened with localised structuration and are up to 90 m thick[9].

[8] Erdenetsogt, B-O., Lee, I., Bat-Erdene, D., Jargal, L. (2009). Mongolian coal-bearing basins: Geological settings, coal characteristics, distribution and resources. International Journal of Coal Geology (80), pp87-104.

[9] Stormcat Energy Corporation (2005). Noyon Mongolia CBM Project, Noyon West Exploration Report 2004-2005.

4.2. Northern Carnarvon Basin

The Northern Carnarvon Basin is a large, mainly offshore basin on the northwest shelf of Australia encompassing the Exmouth Plateau, Wombat Plateau (on the northern part of the Exmouth Plateau), Investigator Sub-basin, Rankin Platform, Exmouth Sub-basin, Barrow Sub-basin, Dampier Sub-basin, Beagle Sub-basin, Enderby Terrace, Peedamullah Shelf and the Lambert Shelf (Figure 4-4). The basin is Australia's premier hydrocarbon province.

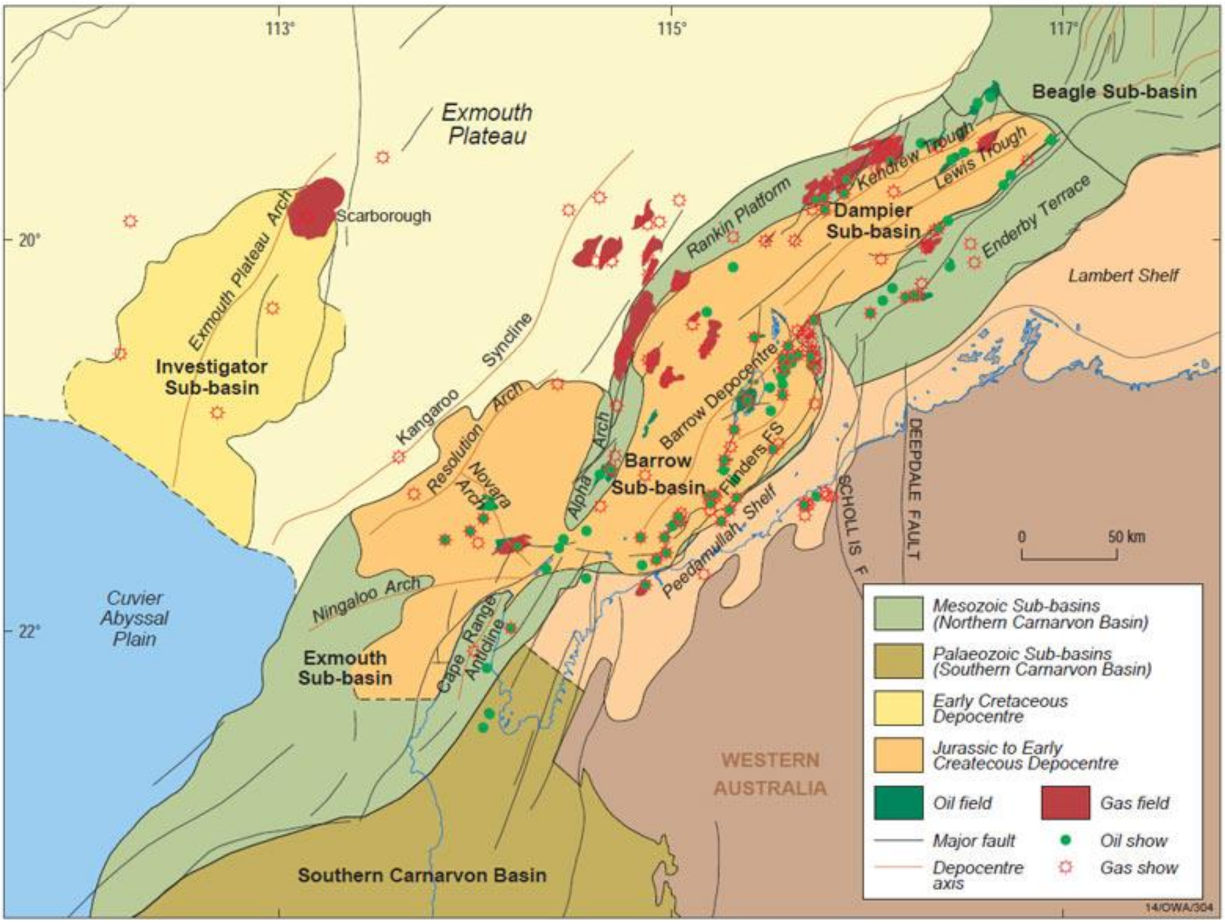


Figure 4-4: Northern Carnarvon Basin location [10]

4.2.1. Talisman Deeps geological setting

The Talisman Deeps petroleum rights project is located within the WA-8-L license in the Dampier Sub-basin of the Northern Carnarvon Basin (Figure 4-5).

The Dampier Sub-basin is a deep linear north-east trending trough of Triassic, Jurassic and Cretaceous sediments [11]. The sub-basin is bound on its western flank by the Kendrew Terrace and the tilted fault blocks of the Rankin Trend, and in the east by the Rosemary Fault system.

[10] Geoscience Australia. Available at http://www.ga.gov.au/scientific-topics/energy/province-sedimentary-basin-geology/petroleum/offshore-northwest-australia/canarvon

[11] Woodside Petroleum. (1988). A Review of the Petroleum Geology and Hydrocarbon Potential of the Barrow-Dampier Sub-basin and Environs. The North West Shelf Australia. Edited by PG & RR Purcell.p115-128.

The WA-8-L license is located on the eastern margin of the Dampier Sub-basin, at the northern edge of the Rosemary Fault system.

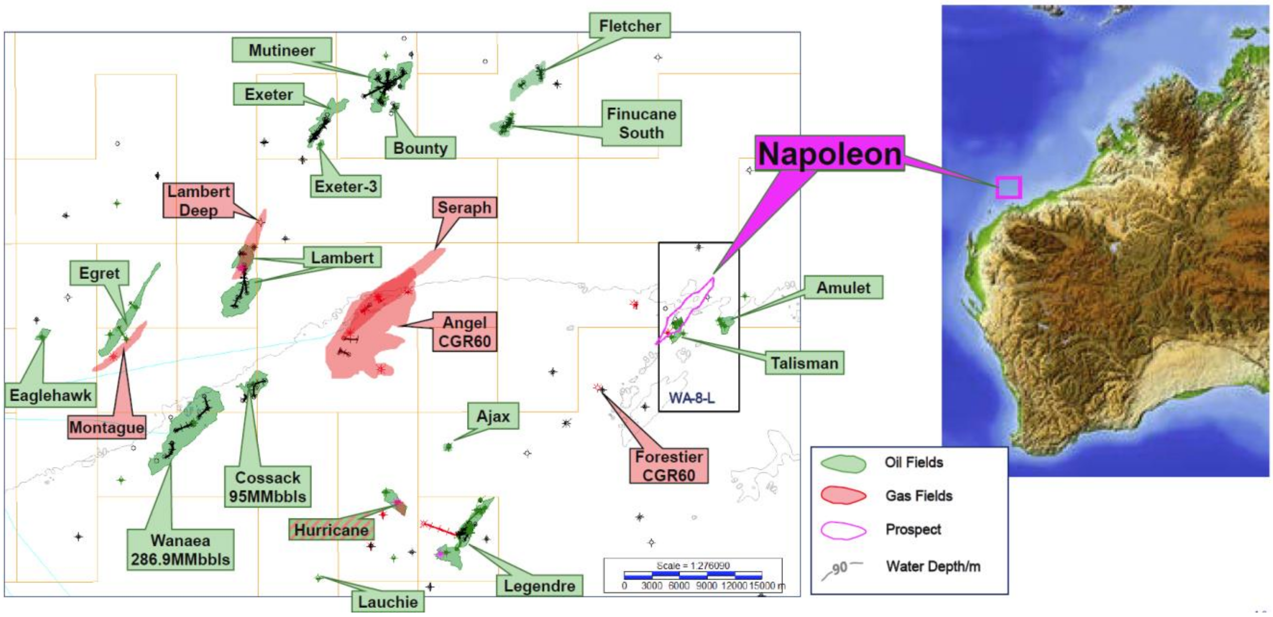


Figure 4-5: Location map for WA-8-L license, Talisman Deeps project and the Napoleon prospect (Tamaska)

The Napoleon prospect is a mid-Jurassic aged, tilted fault block containing three-way dip closure against a down-to-the-west fault. Closure is mapped in the lower Jurassic with the primary target being the proven reservoir of the North Rankin Formation and the secondary targets of the Athol Formation (Figure 4-6).

The North Rankin Formation consists of Interbedded sandstones and shales, generally coarsening-up, and clean blocky 20 to 30 m thick sandstones with sharp boundaries and poorly defined fining-upwards character which were deposited in a fluvial to marginal marine setting [12].

It is interpreted by Tamaska that the Talisman Deeps project and the Napoleon Prospect are located in the terrestrial to marine transition for the depositional setting of the North Rankin Formation. High net-to-gross fluvial dominated section is seen in the De Grey-1 well 15km to the east and lower net-to-gross sections are noted in wells of the Rankin Trend in the west.

The petroleum play of North Rankin Formation reservoir of closure related to tilted fault blocks with a Murat / Athol Formation top-seal is a proven play in the Dampier Sub-basin. Petroleum pools in the Lambert Deep, Reindeer, Gnu and Gaea fields are found in this play.

In addition, the Seraph-1ST1 well 32km to the west of the Napoleon prospect is a key well. Drilled in 2011 to test the Lower Jurassic hydrocarbon potential of the primary target North Rankin Formation, intersected low saturation gas within poor quality reservoir. Additional low saturation gas was intersected in sandstone units of the *D. complex* biozone of the Athol Formation and *C. turbatus* biozone of the Athol Formation [13].

[12] Geoscience Australia, Australian Stratigraphic Units Database
[13] Woodside (2012) Seraph-1 & Seraph-1ST1 Final Well Completion Report.

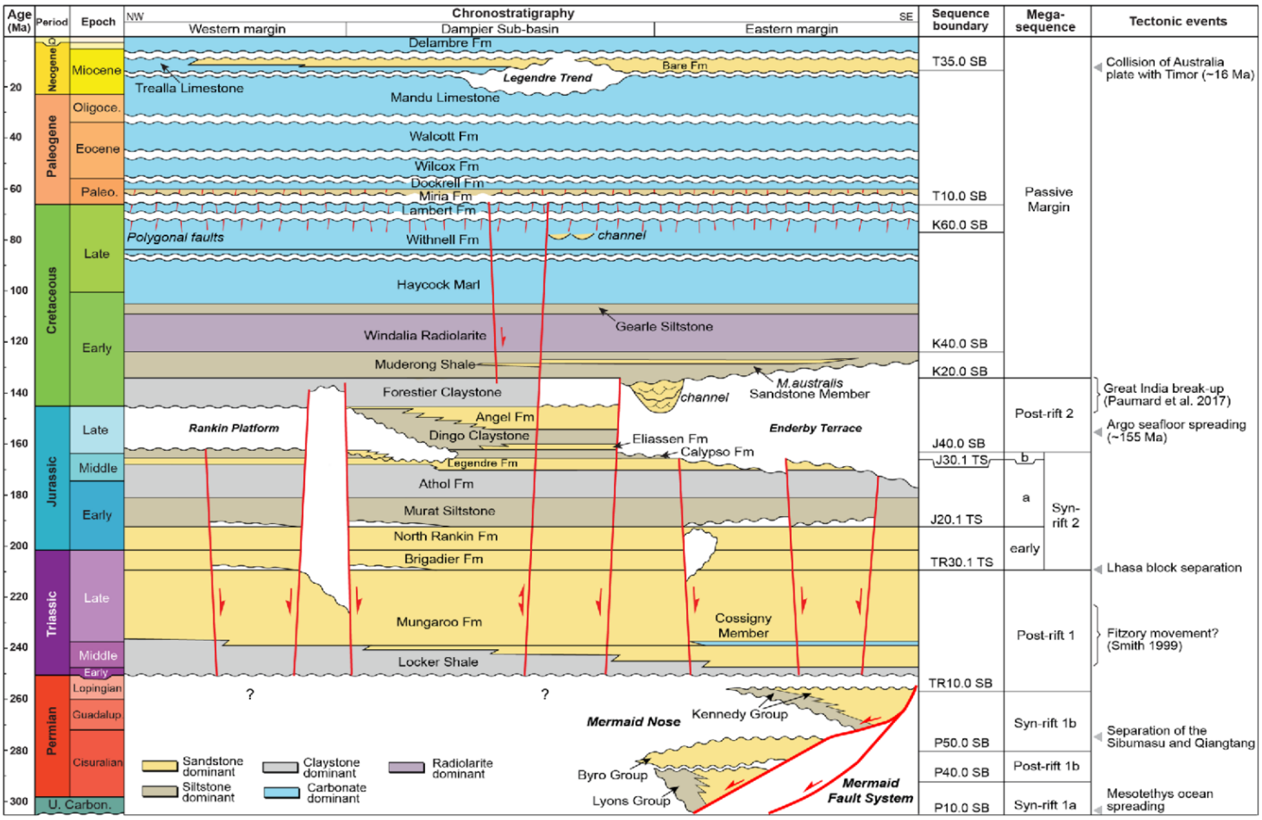


Figure 4-6: Simplified tectono-stratigraphic chart of the Dampier Sub-basin[14]

[14] Deng H. and McClay K. (2019) Tectono-stratigraphy of the Dampier Sub-basin, North West Shelf of Australia. Geological Society, London, Special Publications, 476, p259-285.

5. Gurvantes XXXV PSA

Telmen Energy Ltd (‘Telmen’) has been awarded a Production Sharing Agreement (‘PSA’) over the Gurvantes XXXV licence in the South Gobi Basin, Mongolia (Figure 3-1, Table 3-1). The PSA has been awarded by the Mineral Resources and Petroleum authority of Mongolia (‘MRPAM’) as the Mongolian government regulator and is dated 27 July 2021. The PSA contractor is Telmen Resource JSC which is a wholly owned and locally registered entity of Telmen Energy Ltd.

Telmen previously held a prospecting agreement over the area which was awarded on 21 January 2019.

Talon Energy Ltd (‘Talon’) has executed a farm-in agreement with Telmen to earn a 33% participating interest by funding the 2021 – 2022 work program up to the amount of US$4.65 million. RISC has assumed that as this work program has not yet commenced, that Talon funding has commensurately also not commenced.

The PSA and an unofficial English translation were made available to RISC. An unofficial translation of the petroleum law of Mongolia was also provided. RISC has reviewed the PSA terms and can confirm they are generally in line with other global petroleum producing regimes, are comparable with other PSA terms in Mongolia, and can be considered in line with accepted industry standards.

Key terms of the PSA are presented in Table 5-1. The PSA can be extended as required (up to 5-years) and renewed at the end of the exploration term. Petroleum exploitation licence(s) can be granted for a period of 30-years.

Table 5-1: Gurvantes XXXV PSA terms

Initial term	10-years, in phases of 4-years + 4-years + 2-years
Signature bonus	US$ 50,000
Training, Administration & Local Development fees	US$ 90,000/year
Annual Licence Fees	US$ 3/km^2 per annum (US$ 25,200/year) gross
Royalty	State royalty. Industry standard [15]
Production split	Industry standard [16]
Minimum work program commitments	Annual

Telmen and Talon in conjunction with the farm-in agreement have negotiated and executed a Joint Operating Agreement (‘JOA’) which will govern the Gurvantes XXXV PSA Joint Venture.

[15] Royalty rates in the hydrocarbon extraction industry globally typically range from 0-15%

[16] Production splits in the hydrocarbon extraction industry globally typically range from 20-50%, but in some regimes gov’t take can exceed 50%.

5.1. Work program and commitments

A summary of the work program commitments for the Gurvantes XXXV PSA are shown in Table 5-2.

Table 5-2: Gurvantes XXXV PSA work program

Exploration Period	Years	Work Program Summary	Minimum Expenditure US$ Million
Initial Phase	1 - 4	Geological studies, drilling of drill-holes, drilling of a pilot well and seismic acquisition	1.7
Second Phase	5 - 8	Geological studies, drilling of drill-holes, drilling of pilot wells and seismic acquisition	3.7
Third Phase	9 - 10	Geological studies, drilling of drill-holes, 3D seismic acquisition, pilot production testing, feasibility study	3.6

The initial work program as advised by Telmen is to be focussed on drilling in the Nariin Sukhait central area, with a view to establishing pilot production and a future contingent resource assignment.

The Talon farm-in specifies a staged work program[17]:

- Stage 1 to be conducted December 2021 – April 2022 is the drilling of 4 drill-holes with comprehensive analysis. Following completion of Stage 1, Talon can elect to participate and fund Stage 2.
- Stage 2 is planned to be conducted August – November 2022 and nominally consists of a pilot well program.

RISC's opinion is that the proposed work program is reasonable and represents an acceleration of the work program specified in the PSA.

5.2. Overlapping tenure

Several coal mining licences with active coal mining operations are within the Gurvantes XXXV PSA (Figure 5-1). Active operations are primarily within the Nariin Sukhait field area (Khuren Shand, MAK Mines and Ovoot Tolgoi).

RISC notes that the proposed work program drill-holes and potential pilot production well(s) are to be drilled within existing mining licences and close to operational coal mines. Under the applicable Petroleum Law, Telmen has the right to undertake activities within the PSA. However, there is no framework or guidelines for coordination of mining and petroleum activities other than the requirement that they not impede each other.

Telmen advises that it has had preliminary and cordial discussions with the owners of the mining licences and operators of the open cut mines regarding access and coordination. However, RISC notes that a formal access

[17] Talon Energy Ltd ASX release 3 February 2021

and coordination agreement has not yet been executed between the Gurvantes XXXV PSA joint venture and the mining entities.

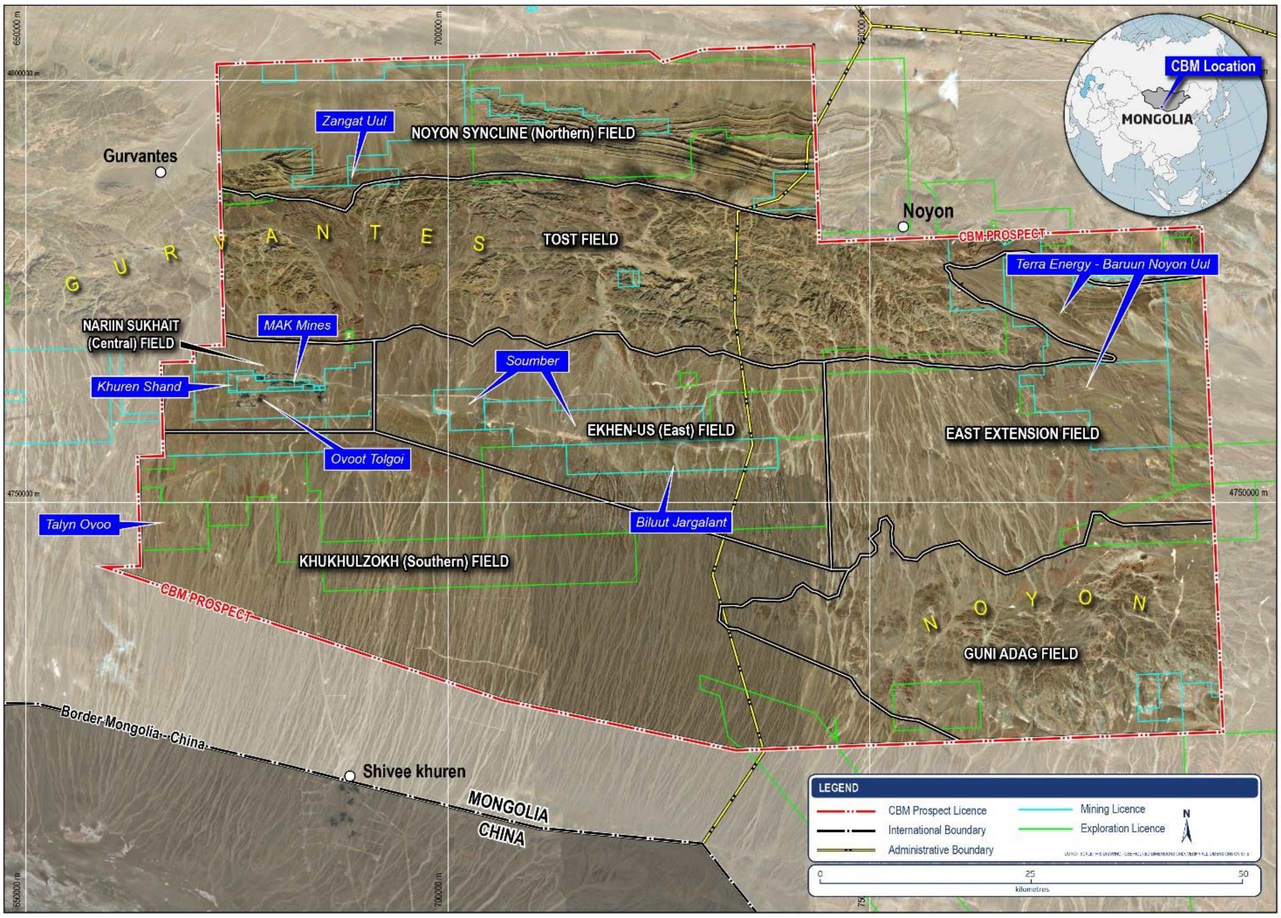


Figure 5-1: Coal field sub-division, mining licences and mining exploration areas within Gurvantes XXXV PSA

5.3. Field areas and regions

The Gurvantes XXXV PSA has been subdivided into coal field areas by Telmen and these are shown in Figure 5-1 (note the coal mining and coal exploration licenses shown). These field areas have been further subdivided into regions for resource estimation. For example, the Nariin Sukhait and Enkhen-Us coal fields are subdivided into west, central and eastern regions. This subdivision is shown in Figure 5-2.

5.4. Data

Telmen has access to an extensive database of coal exploration drill-holes, coal seam gas drill-holes and seismic data. These data are addressed as follows and are shown in Figure 5-3.

5.4.1. Coal data

There is active open cut coal mining in the Khuren Shand and Nariin Sukhait areas. Telmen has access to an extensive database of coal exploration and coal seam gas drilling in the Khuren Shand, Nariin Sukhait and Enkhen coal field areas. RISC is aware that some of the information is provided under data sharing agreement, whilst other data is publicly available.

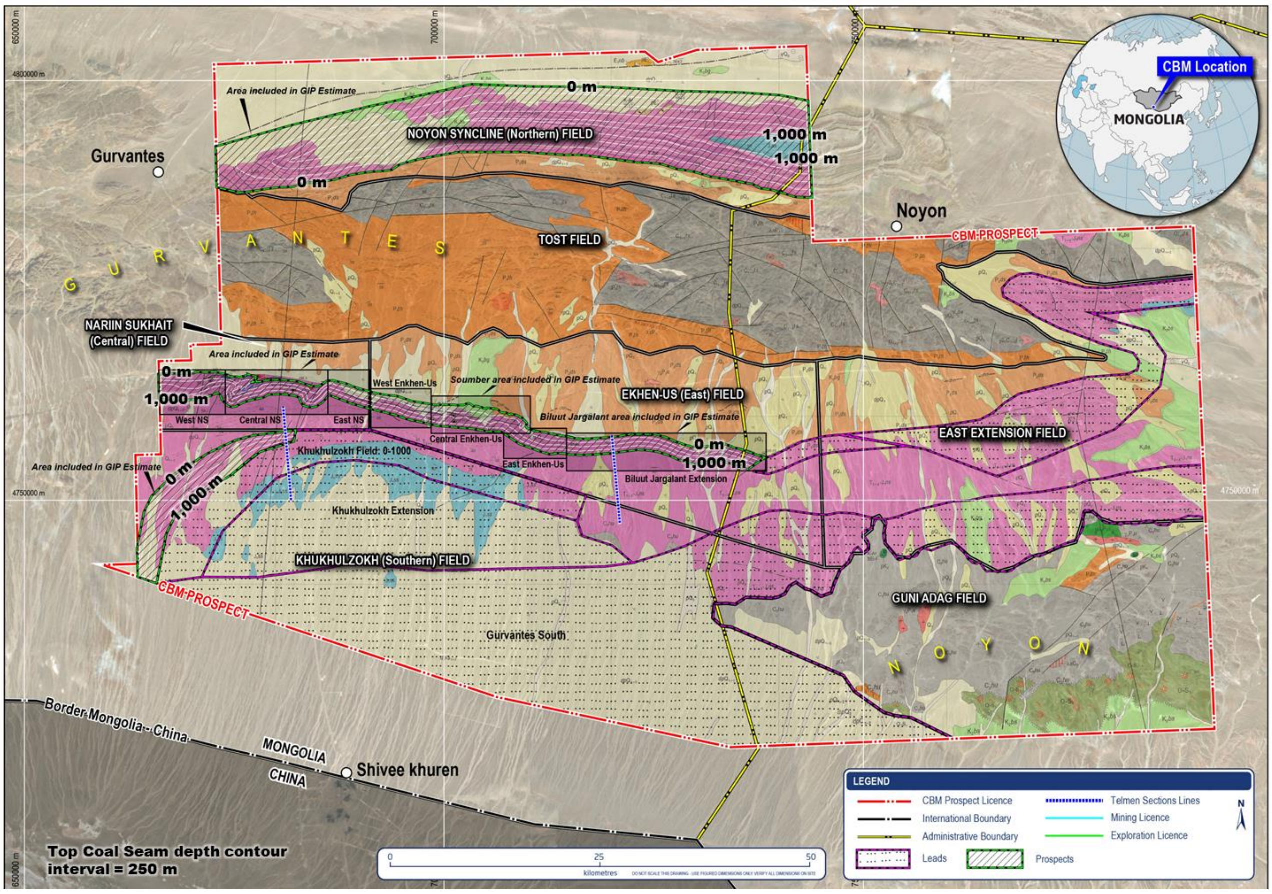


Figure 5-2: Gurvantes XXXV PSA field sub-division with top coal seam depth contours annotated (Telmen)

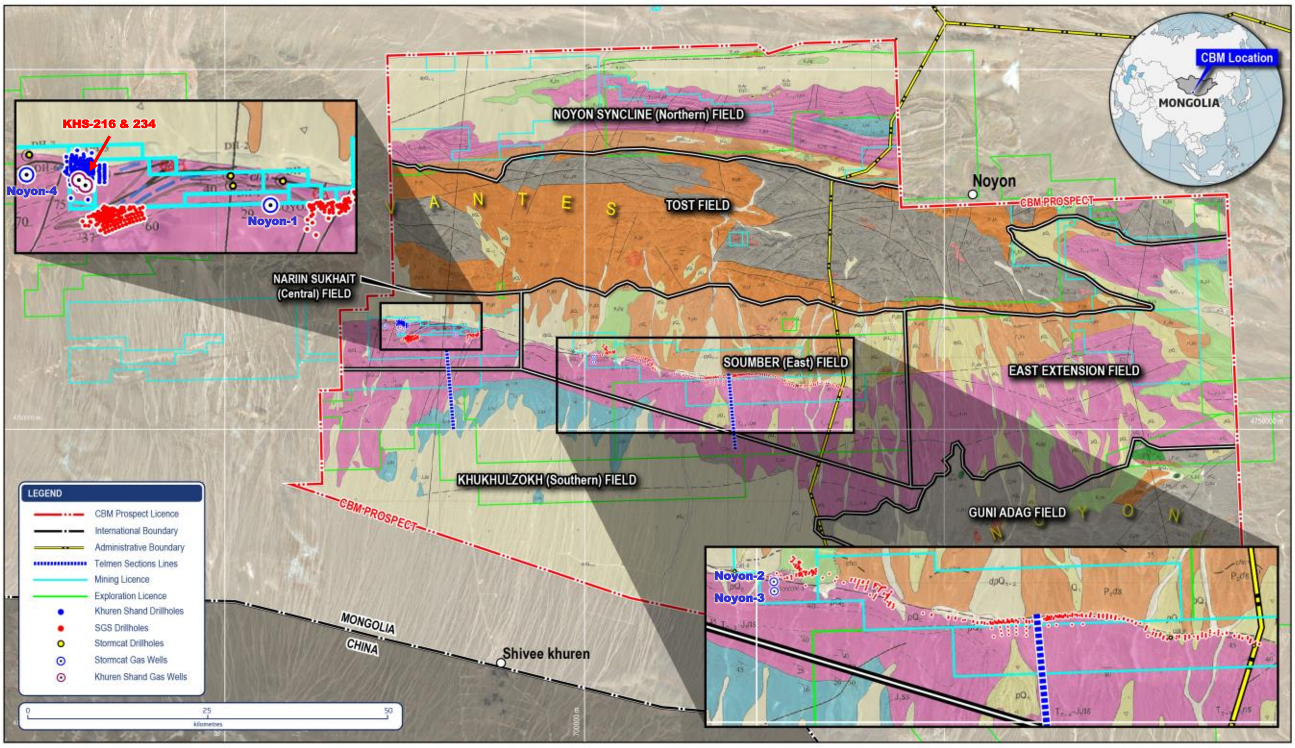


Figure 5-3: Gurvantes XXXV PSA drill-hole and seismic dataset (Telmen)

Drill-holes in the database compiled by Telmen are mostly shallower than 500 m vertical depth, less than 50 holes are greater than 500 m vertical depth and only 3 are greater than 800 m vertical depth. These drill-holes are primarily a combination of air-drilled rotary chip and core-holes with seven holes drilled for coal seam gas evaluation purposes. A sample database of coal analyses such as ash content, and density is available from a subset of the drill-holes. RISC has not reviewed the entire original dataset and analysis, however based on its review RISC considers the data and its analysis as reasonable.

5.4.2. Coal seam gas data

A coal seam gas exploration program was conducted by StormCat Energy Corporation in 2004 – 2005 which at the time held exploration leases over the Gurvantes XXXV area. The exploration program consisted of geological mapping, the drilling of shallow core holes and the drilling of five coal seam gas wells. Four of these wells, Noyon – 1 to 4 were drilled in the Nariin Sukhait area. Noyon-2 did not intersect any coal. Gas desorption data is available from these wells.

Two coal seam gas wells were drilled in the Khuren Shand mining licence by Usukh Zoos LLC in 2016. Gas desorption and gas composition data are available for the two wells, KH16-216 and 224. This is discussed further in Section 4. Only one adsorption sample (from the StormCat Noyon-1 well) is available to Telmen. This is discussed further in Section 5.5.

5.4.3. Seismic

Telmen acquired two seismic lines totaling 20 km in total line length in February 2020. The lines are located in the western part of the licence area, with line 2 being immediately to the south of the open-cut mine workings in the Nariin Sukhait area, and line 1 being over the Enkhen east area (Figure 5-3 and Figure 5-4).

RISC has viewed the uninterpreted two-way-time sections and confirms that the overall stratigraphic section can be seen to be dipping to the south. Telmen is yet to incorporate the seismic data into its evaluation.

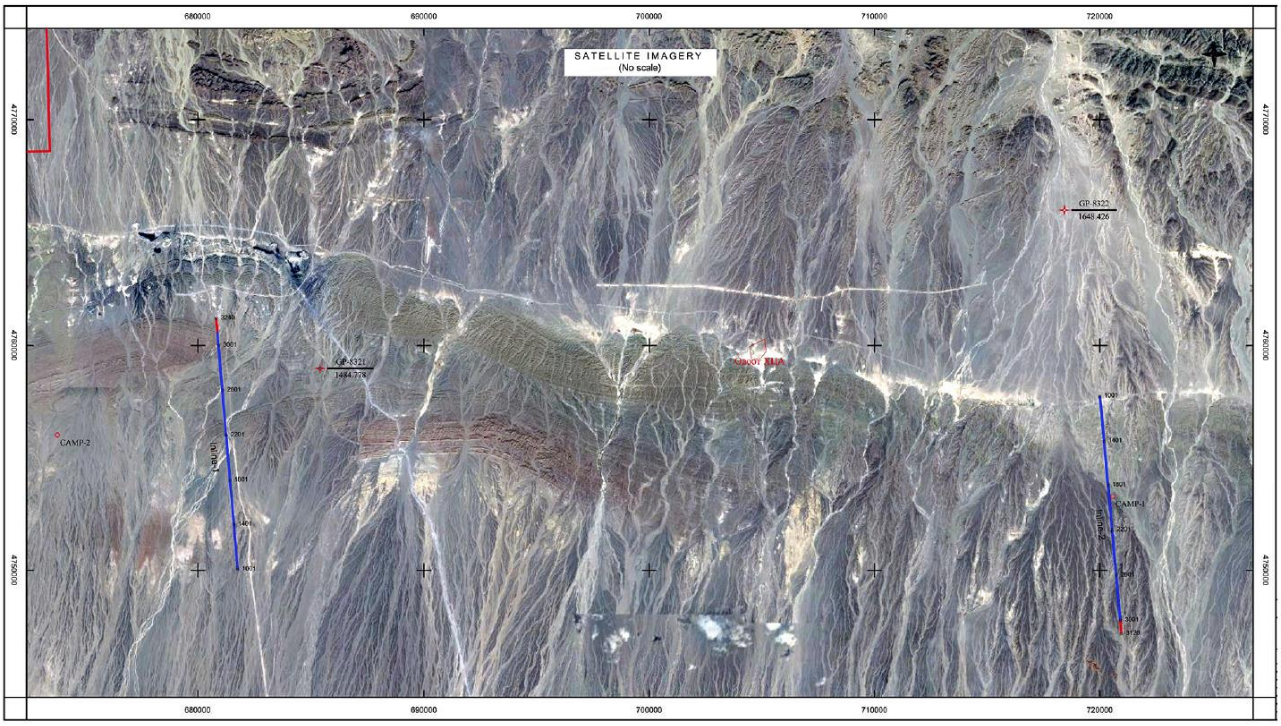


Figure 5-4: Gurvantes XXXV seismic location map

5.5. Resources

A prospective resource assessment for the Gurvantes XXXV PSA was undertaken by Netherland, Sewell and Associates ('NSAI') in August 2021 for Telmen and Talon[18]. RISC has reviewed this assessment and whilst finding that the assessment is generally reasonable, considers that some of the parameters used in the assessment require modification. There is a significant amount of geological uncertainty and the project is in the early stages of evaluation.

RISC has therefore made an independent assessment of the Gurvantes XXXV prospective resources. This is described in the following sections.

No moisture or permeability data were available to RISC to review. Telmen has assumed that the coals are fully saturated which RISC accepts as reasonable (although has no upside, only downside). RISC notes that Elixir have announced that coals in the Nomgom project are fully saturated[19].

The data for the Khukhulzokh area was not made available to RISC. RISC did request that the data be made available but understands that the data remains confidential. RISC has therefore relied upon the assessment and risking as proposed by Telmen. However, based on our review the assessment and consequent valuation in RISC's opinion takes account of the consequent uncertainty in this area.

5.5.1. Coal depth structure

Telmen have used the compiled database to map the depth to the upper coal seam (Figure 5-2) and net coal thickness along strike (Figure 5-5). RISC notes that the depth structure is based primarily on coal drill-holes, mostly of which are shallow. Therefore, there has been some extrapolation of the depth structure in depth and spatially between drill-holes.

RISC also notes that the depth structure in the Khukhulzokh area is based on data that has not been made available to RISC to review. Therefore, the depth structure in this area cannot be verified.

The coal depth structure mapping has been reviewed by RISC and with some reservations we find it acceptable.

5.5.2. Coal seam gas regions

Telmen has defined the coal seam gas field and region subdivision as discussed in Section 5.3. RISC reviewed the field areas and region subdivisions and concluded that they required some revision. The Khukhulzokh Extension and Gurvantes South regions were also redefined.

RISC has independently calculated the areas for use in the resource estimates using several constraints:

- The areas for use in the in-place resource estimate are calculated based on the coal depth structure where data are available and constrained to 200 m to 1,000 m depth, reflecting the expected depth range of permeable gas saturated coals. RISC notes that with acquisition of additional gas content and permeability data this depth range may require revision.
- For the Nariin Sukhait central area, RISC has calculated the effective area with a 200 m exclusion zone around the current open-cut mine workings. Up-to-date satellite imagery was accessed for this purpose. Note that this exclusion area did not include the extensive mine tailings dumps which may provide further restrictions on access in the area.

[18] Talon Energy ASX release dated 18 August 2021.
[19] Elixir Energy ASX releases dated 8 July and 3 December 2020

- For areas with little drill-hole data, the areas have been defined based on the geological map (annotated coal outcrop and geological trends) and surface features visible on satellite imagery.

The areas are shown in Figure 5-2 and included in Table 5-6.

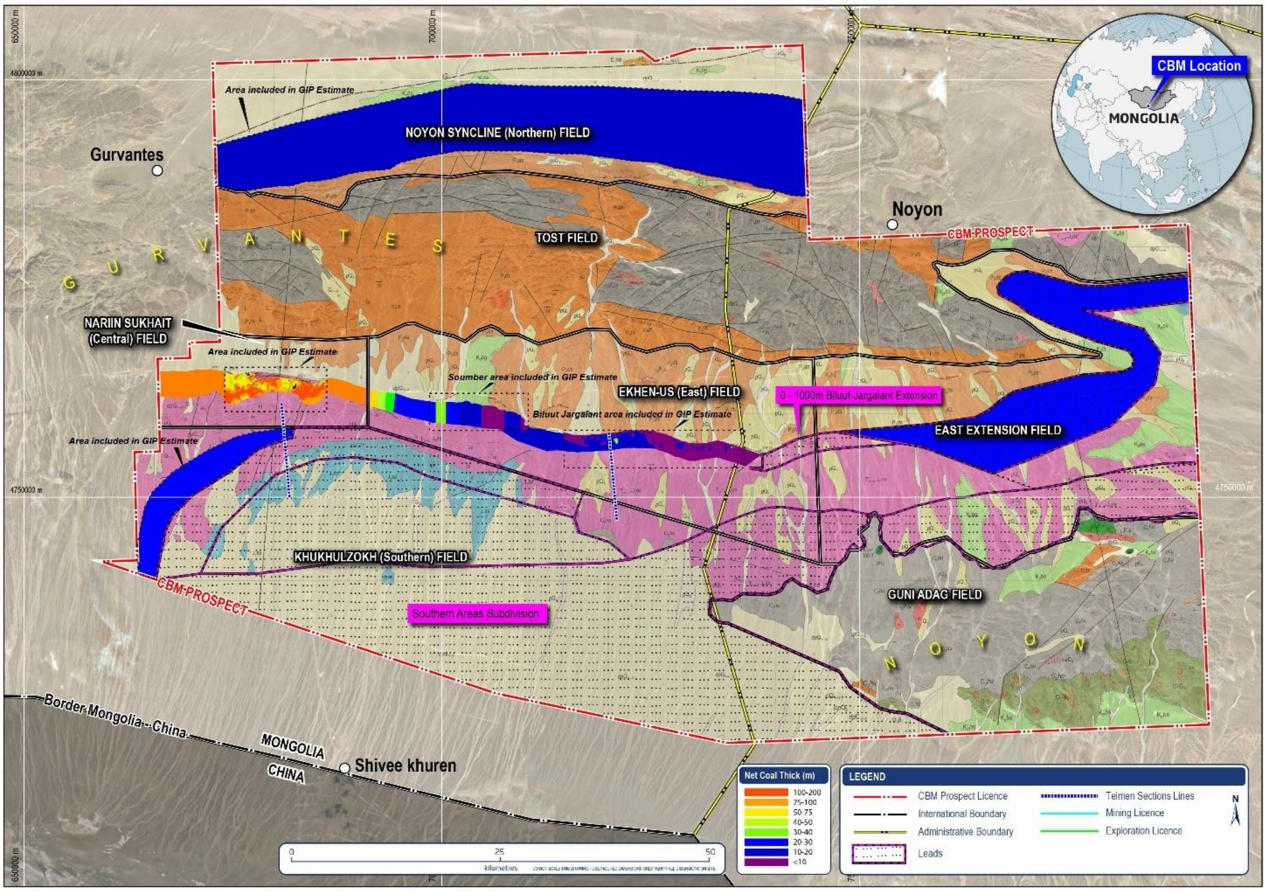


Figure 5-5: Gurvantes XXXV net coal thickness (Telmen)

5.5.3. Net coal thickness

Coal seam nomenclature varies between coal mine and operator in the Gurvantes XXXV PSA area. Telmen has evaluated the dataset and whilst coal seam thicknesses are variable, Telmen has defined an Upper and Lower coal seam for the purposes of coal seam gas exploration and evaluation. The two key seams are typically separated by 100 – 200 m of interburden with minor coal seams.

A generalised stratigraphic section from drill-hole data in the Ovoot Tolgoi deposit within the Nariin Sukhait area is shown in Figure 5-6. Telmen ascribes seam group 5L to the lower seam, and seam groups 7, 6U/L and 5U to the upper seam. It is this assignment that results in the net coal thickness assessment by Telmen. A summary of upper and lower coal seam thickness is shown in Table 5-3.

RISC has independently reviewed the data and finds the evaluation as generally reasonable. RISC has however made some adjustments to the net coal thickness in some areas and these are documented in Section 5.5.8.

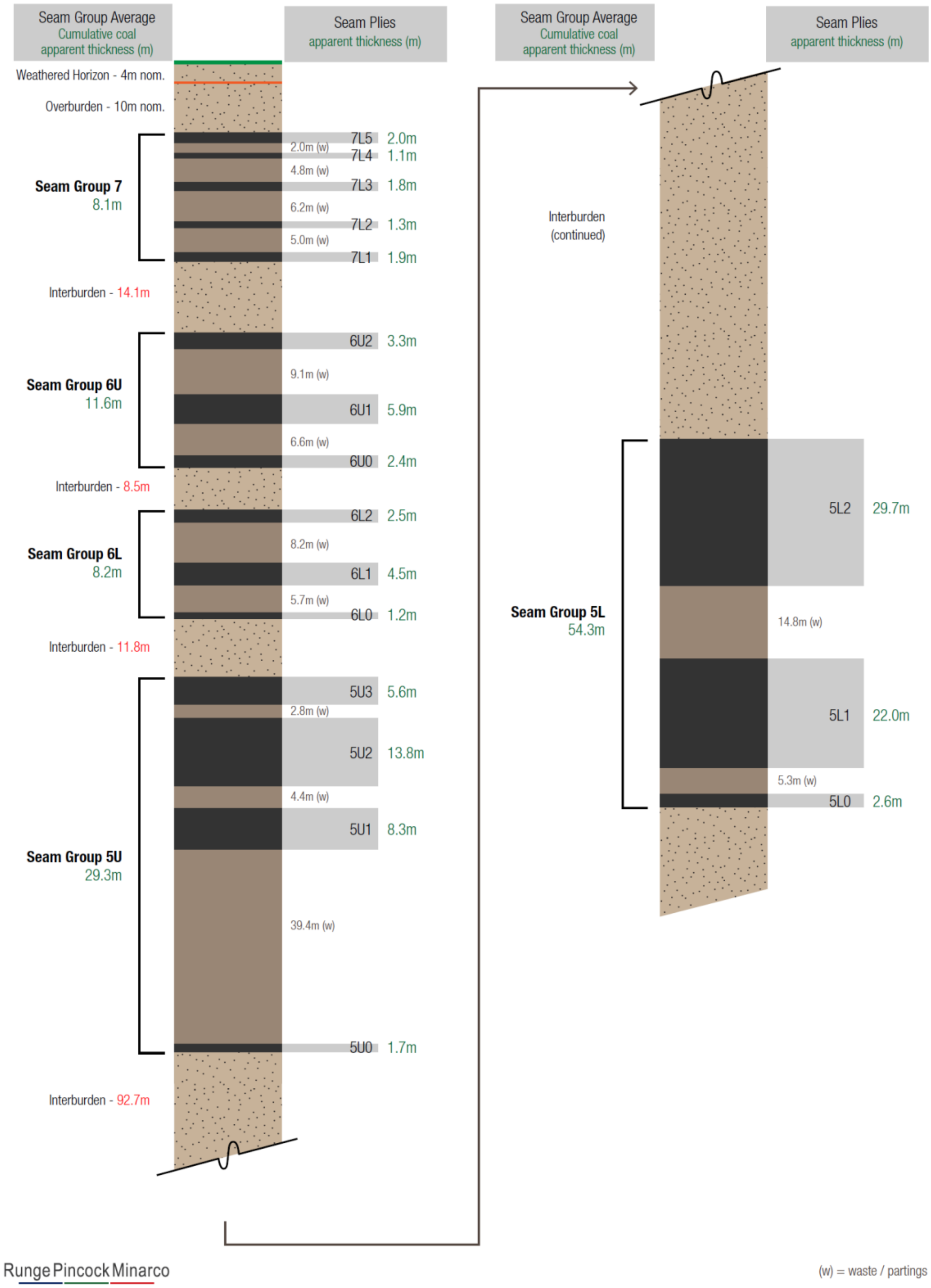


Figure 5-6: Gurvantes XXXV generalised stratigraphy from drill-hole data[20]

[20] South Gobi Resources Ltd, Coal Geology and Resources, Ovoot Tolgoi Deposit, Mongolia. SEDAR NI 43-101 filing, 13 May 2016.

Table 5-3: Gurvantes XXXV coal seam thickness (Telmen)

Source	Area	Upper Seam Group Average Thickness (m)	Lower Seam Group Average Thickness (m)
Stormcat Energy Exploration	Nariin Sukhait	21	N/A
Uzukh Zoos LLC	Khuren Shand Mine	38	26
SouthGobi Sands	Ovoot Tolgoi Sunrise mine	29	53
SouthGobi Sands	Ovoot Tolgoi Sunset mine	34	45
SouthGobi Sands	Billut Jargalant	8	N/A
SouthGobi Sands	Soumber	16	N/A

5.5.4. Coal density

The relationship between ash and density for the coal seams for all available data is shown in Figure 5-7. At a 50% ash cutoff applied the median coal density is approximately 1.85 g/cc.

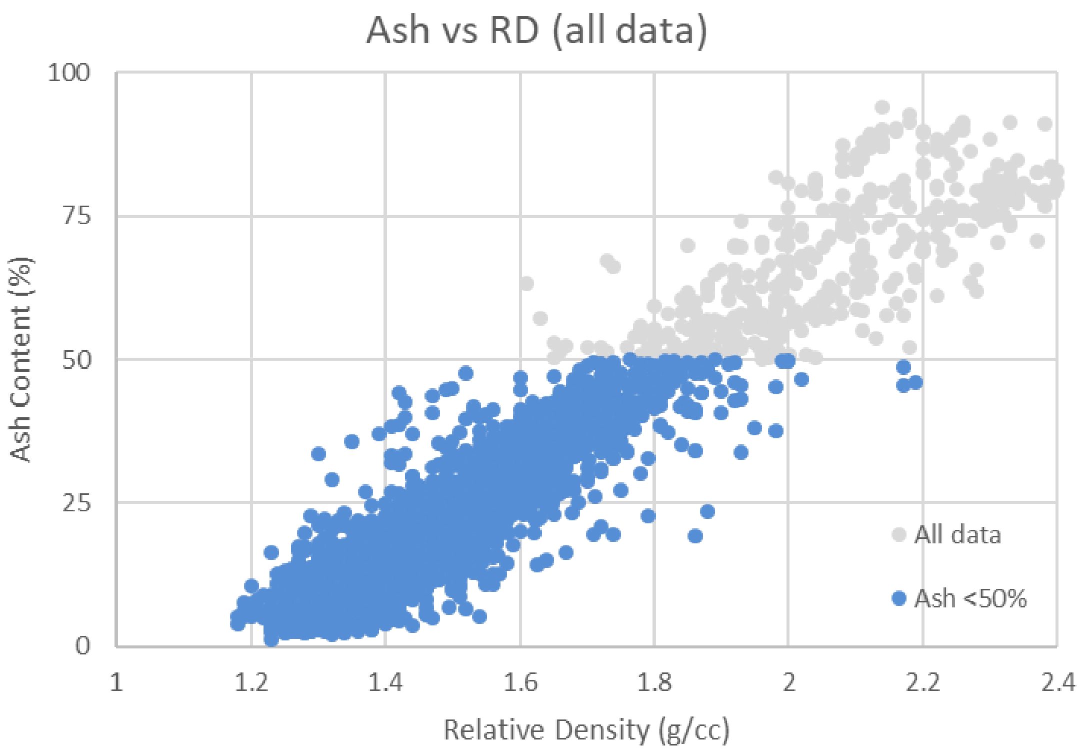


Figure 5-7: Gurvantes coal ash versus density data

RISC has reviewed the data and whilst unable to verify the integrity of the original analysis, the data appears reasonable, whilst there is a significant spread.

RISC has determined that following truncation of the data at 50% ash content the mode coal density of the dataset is 1.32 g/cc which likely indicates a bias toward sampling higher quality coals. RISC has determined by analysis of the data that the average density to be used for the gas in place estimate is 1.52 g/cc. RISC notes that NSAI used a density of 1.6 g/cc in its evaluation.

5.5.5. Gas content

Samples from six drill-holes have been collected for desorption analysis (Table 5-4). The drill-holes drilled by StormCat Energy (Noyon-1 to 4) do not represent the whole upper and lower coal seam group sections and Noyon-2 did not intersect coals.

The most representative data is that acquired by Uzukh Zoos LLC in the Khurend Shand drill-holes KHS-216 and 224. These holes intersected the representative upper and lower seam groups and a significant representative sample set was analysed for coal seam gas.

Table 5-4: Gurvantes XXXV as received desorption data summary (Telmen)

Drill-hole	Area	Seams	Desorption samples	Valid Results	Average Gas Content (m^3/t)
Noyon-1	Nariin Sukhait	Top Upper	8	7	9.3
Noyon-2	Enkhen	Nil	2	0	-
Noyon-3	Enkhen	Minor	5	4	3.1
Noyon-4	Nariin Sukhait	Minor	5	5	8.8
KHS16-216	Nariin Sukhait	Upper and Lower	62	52	10.3
KHS16-224	Nariin Sukhait	Upper and Lower	68	63	11.3

The desorption results, gas content (as received) against depth are shown in Figure 5-8. Surprisingly, no clear depth trend is apparent. As can be seen, the KHS16-216 upper seam gas content ranges from 4.7 to 15.5 m^3/t whilst KHS16-224 drill-hole upper seam gas content ranges from 7.5 to 18.4 m^3/t, and the lower seam ranges from 3.4 to 22.7 m^3/t in KHS16-216 and 2.9 to 11.7 m^3/t in KHS16-224.

Telmen and NSAI have used a gas content range of 8.5 m^3/t (low), 10 m^3/t (best) and 12.5 m^3/t (high) which RISC consider reasonable.

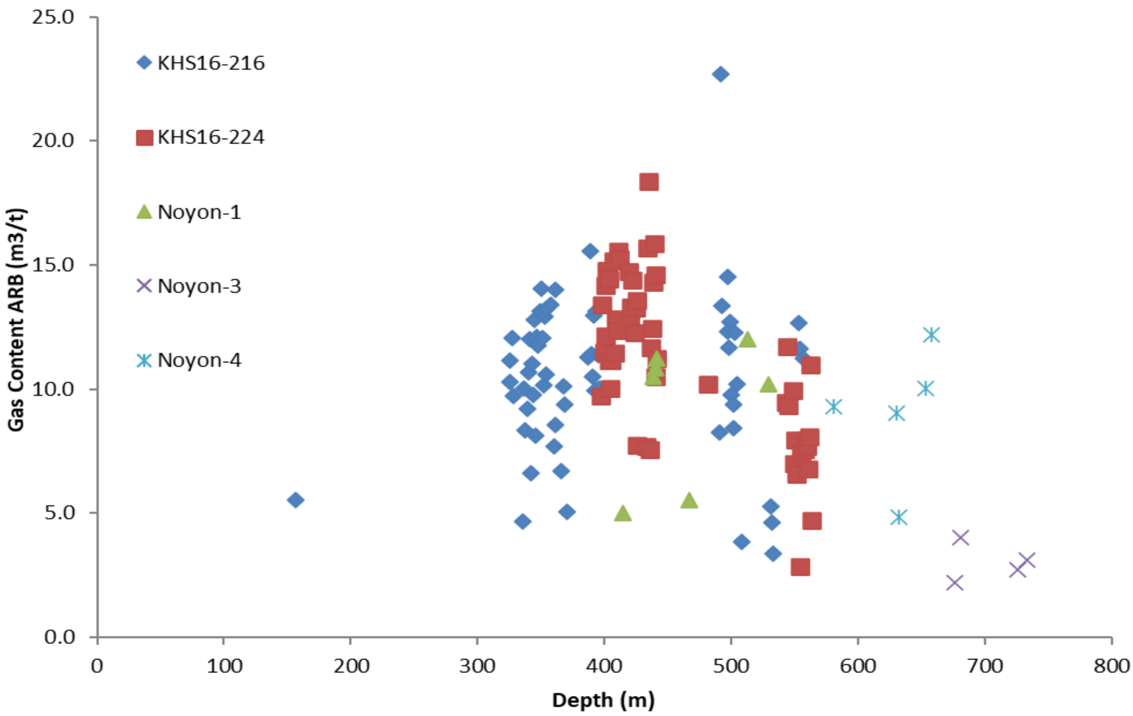


Figure 5-8: Gurvantes XXXV desorption results, as received basis (Q1+Q2+Q3) (Telmen)

Only one adsorption isotherm sample is available to Telmen from the Noyon-1 drill-hole (Figure 5-9), which RISC assumes to be a methane isotherm. This analysis would suggest that the coal is saturated. Telmen has assumed that all coals are fully saturated, which RISC accepts as reasonable based on other South Gobi Basin analyses[19].

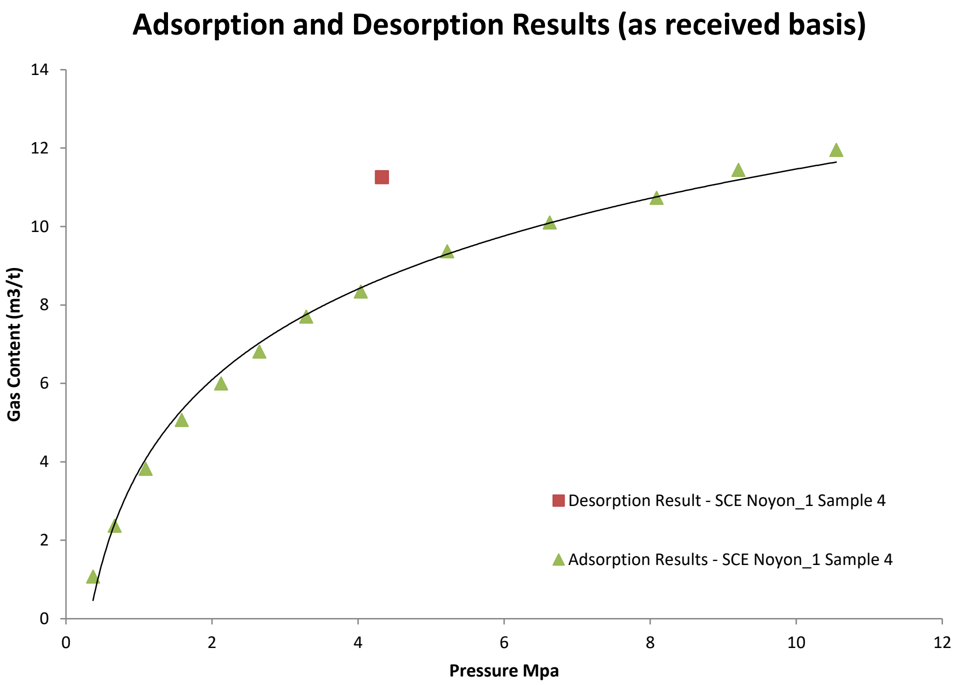


Figure 5-9: Gurvantes XXXV adsorption isotherm results, Noyon-1 drill-hole, 441.2m (Telmen)

5.5.6. Gas composition

Gas composition data are available for the KHS16-216 and 224 drill-holes, acquired by Uzukh Zoos LLC. Telmen has corrected the results as the sample cannisters were not purged for air prior to acquiring the samples (Table 5-5). The gas composition on average is 94.3% methane (CH_4) with low carbon dioxide (CO_2) content.

RISC has been unable to verify the original analyses, nor the corrections undertaken by Telmen, but upon review of the information provided by Telmen consider the original analyses and Telmen's subsequent analysis as reasonable. RISC has no grounds for doubting the results and its analyses.

Table 5-5: Gurvantes XXXV gas composition data summary (Telmen)

	Raw Results (average)				Telmen Corrected (average)			
	N_2 (%)	CO (%)	CO_2 (%)	CH_4 (%)	N_2 (%)	CO (%)	CO_2 (%)	CH_4 (%)
Average	10.47	2.91	1.65	82.81	0	3.34	1.87	94.33
Minimum	0.23	0.02	0.10	37.64	0	0.0	0.10	87.63
Maximum	47.66	8.12	3.63	96.70	0	9.94	6.47	99.61

Notes to the table:

- Average compositions may not sum to 100%, other gases analysed include oxygen and propane.

5.5.7. Geological probability of success

An assessment of the geological probability of success ('gPOS') for each of the Gurvantes XXXV PSA regions was provided by NSAI. RISC has reviewed the risking and accepts them as reasonable, except for the revised areas of Khukhulzokh Extension and Gurvantes South regions (see below). The risking is shown in Table 5-6.

The well-defined coal bearing regions of Nariin Sukhait, Enkhen and Biluut Jargalant are assigned a 90% gPOS which is reflective of the current understanding of the coal seam gas potential of the coals, the paucity of permeability and gas saturation data and the potential for the coals to produce gas on test.

The Biluut Jargalant Extension, Khukhulzokh, Noyon Syncline and East Extension regions with known coal deposits and some drill-hole or outcrop data have been assigned a 50% gPOS reflecting the availability of data and that these areas possess similar geology and coal characteristics as the Nariin Sukhait, Enkhen and Biluut Jargalant areas.

RISC reviewed the risking and finds it to be reasonable, except for the revised areas of Khukhulzokh Extension and Gurvantes South for which RISC recommends a gPOS at 10%. There is a paucity of geological information in these areas and a future work program may delineate and de-risk prospective coal seam gas areas.

5.5.8. In-place resources

The input parameters described in Sections 5.1 to 5.5 and used by RISC for the Gurvantes XXXV prospective resource assessment are shown in Table 5-6 and Table 5-7.

Table 5-6: Gurvantes XXXV area and thickness parameters (RISC)

Field	Region	Area (km^2)			Net Coal Thickness (m)			gPOS (%)
		Low	Best	High	Low	Best	High	
Nariin Sukhait	West	16.6	18.4	20.2	75	85	95	90
	Central	18.6	20.7	22.8				90
	East	7.5	8.3	9.1				90
Enkhen	West	11.3	12.5	13.8	18	20	22	90
	Central	19.5	21.7	23.9				90
	East	9.5	10.6	11.7				90
Biluut Jargalant		33.8	37.5	41.3	10	12	14	90
Biluut Jargalant Extension		20.4	22.7	25.0				50
Khukhulzokh		67.0	74.4	81.8				50
Noyon Syncline		369.0	410.0	451.0				50
East Extension		277.2	308.0	338.8	10	20	50	50
Khukhulzokh Extension		657.9	731.0	804.1				10
Gurvantes South		1,297.8	1,442.0	1,586.2				10

Table 5-7: Gurvantes XXXV density and gas content parameters (RISC)

Parameter	Low	Best	High
Density (g/cc)	1.37	1.52	1.67
In situ Gas Content (m^3/t)	8.5	10.0	12.5

RISC has independently calculated the areas as mapped in combination with the geological map and available satellite imagery and has applied an +/- 10% uncertainty around the best estimate of the area for use in the resource estimation.

Telmen has derived net coal thicknesses for each area based on the available data. RISC notes that the Nariin Sukhait and Enkhen regions, and to a lesser extent the Biluut Jargalant area, thicknesses are based on extensive drill-hole data. For the areas without extensive drill-hole data, Telmen has relied upon geological outcrop to estimate net coal thickness. RISC finds this approach reasonable and has applied a geological probability of success ('gPOS') to reflect this evaluation approach.

RISC has adjusted the net coal thicknesses for the Khukhulzokh area and applied a wide range of net coal thickness for the speculative East Extension, Khukhulzokh Extension and Gurvantes South regions.

RISC has calculated the gas initially in place ('GIIP') utilising a Monte Carlo simulation of the input parameters as previously described and tabled. The resultant GIIP results are shown in Table 5-8. Gas volumes include the expected low level of inerts.

Table 5-8: Gurvantes XXXV GIIP estimates (RISC)

Field	Region	GIIP (Bcf)		
		Low	Best	High
Nariin Sukhait	West	723	959	1,240
	Central	814	1,078	1,394
	East	327	432	553
Enkhen	West	117	153	196
	Central	203	265	341
	East	99	130	166
Biluut Jargalant		200	274	367
Biluut Jargalant Extension		122	166	220
Khukhulzokh		402	544	719
Noyon Syncline		2,200	2,987	3,968
East Extension		1,803	3,787	9,616
Khukhulzokh Extension		4,288	8,981	22,828
Gurvantes South		8,494	17,723	45,329

Notes to the table:

1. The estimated quantities of petroleum that may be present. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.
2. Probabilistic methods have been used.
3. No correction for inert content such as N_2 or CO_2 has been applied.

5.5.9. Reservoir development plan

Telmen has prepared a preliminary conceptual reservoir development plan based on the proposed forward work program (refer Section 5.1). The concept focusses on developing the Nariin Sukhait central region due to the well-defined resource from the existing coal dataset, thick well developed coal seams with proven gas content from historical coal seam gas evaluations, a GIIP estimate of >1,000 Bcf and an onsite market with the existing coal mining operations seeking to displace current diesel power generation.

The conceptual development plan is very preliminary and consists of a staged development:

- Stage 2 (2022/23) - Following completion of the Stage 1 exploration program, establishment of a 3 or 5 well pilot well production with produced gas utilised for onsite power generation.
- Stage 3 (2023/25) – Production ramp-up, drilling of 60 – 100 wells over a 3-year period with an approximate well spacing of 250 x 500 m.
- Stage 4 (2026) – Steady state production, 55 TJ/day.

RISC notes that the well spacing may not be accurate as the development plan is conceptual and at a very preliminary stage, and that there is a paucity of gas saturation and permeability data. A well spacing of 250 x

500 m may be appropriate to assume at this early stage. However, RISC notes that a well spacing of 700 x 700 m may be possible which is more typical of Walloon Coal Measures coal seam gas development well spacing in the Surat Basin of south-east Queensland, Australia.

RISC consider this staged conceptual reservoir development plan is reasonable. However, in the absence of a coordination and access agreement with the mining licence holders and coal mining operators, the forward exploration, exploitation plan and its schedule is at risk.

Following the establishment of production from this conceptual staged development it is envisaged that the development will ramp-up following additional exploration and appraisal activities. As offtake increases the domestic gas market will potentially be supplied in addition to local mining operations. Export market to China is also being evaluated.

This conceptual development plan does not develop the full prospective resources described in Section 5.5.10:

- This conceptual development producing 55TJ/day (20 PJ/year) would produce approximately 500 Bcf over a 25-year project life.
- To fully develop the Nariin Sukhait, Enkhen and Biluut Jargalant regions, being the best defined and most prospective regions, would require the drilling of approximately 400 to 1,500 wells developing 3,292 Bcf (best estimate) GIIP.
- To fully explore, appraise and develop the entire Gurvantes XXXV PSA prospective resources would require the drilling of many thousands of wells.

5.5.10. Prospective resources

Telmen have estimated a recovery factor range of 45% (low), 55% (best) and 70% (high). RISC notes that these recovery factors were used by Fluid Energy Consultants and NSAI in their assessments of prospective resources.

In the absence of extensive and detailed information relevant to an assessment of recovery including gas saturation, permeability and any proposed future development well spacing, RISC accepts the recovery factor range as presented by Telmen, although consider them potentially conservative for saturated coal.

RISC has derived prospective resources using a Monte Carlo approach. These estimates are included in Table 5-9 on a gross Gurvantes XXXV PSA un-risked and risked basis. Un-risked and risked prospective resources net to Telmen are included in Table 5-10.

Table 5-9: Gurvantes XXXV prospective resources, un-risked and risked (RISC)

Field	Area	Gross Un-risked Prospective Resources (Bcf)			Gross Risked Prospective Resources (Bcf)		
		1U (Low)	2U (Best)	3U (High)	1U (Low)	2U (Best)	3U (High)
Nariin Sukhait	West	377	543	761	339	489	685
	Central	423	611	851	381	550	766
	East	170	244	342	153	220	308
Enkhen	West	61	88	120	55	79	108
	Central	105	152	209	94	136	188
	East	51	74	103	46	66	92
Biluut Jargalant		106	156	220	95	140	198
Biluut Jargalant Extension		64	95	134	32	47	67
Khukhulzokh		209	309	437	105	154	219
Noyon Syncline		1,155	1,712	2,423	578	856	1,211
East Extension		984	2,146	5,579	492	1,073	2,789
Khukhulzokh Extension		2,322	5,134	13,522	232	513	1,352
Gurvantes South		4,628	10,095	26,051	463	1,010	2,605
Total					**3,065**	**5,334**	**10,591**

Notes to the table:

1. The estimated quantities of petroleum that may be potentially recoverable. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.
2. Probabilistic methods have been used.
3. Note the totals are derived by arithmetic aggregation of the resources, as a result RISC cautions that the Low Estimate aggregate quantities may be very conservative estimates and the High Estimate aggregate quantities may be very optimistic due to portfolio effects.
4. No correction for inert content such as N_2 or CO_2 has been applied.
5. Prospective resources for the Nariin Sukhait central region are at risk if a formal access and coordination agreement cannot be formalised with the mine licence owners and operators.
6. The conceptual development plan as presented by Telmen only addresses the Nariin Sukhait central region. To fully explore, appraise and develop the prospective resources will require and extensive exploration and development work program.

Table 5-10: Gurvantes XXXV Telmen net prospective resources, un-risked and risked (RISC)

License	Telmen Net Un-risked Prospective Resources (Bcf)			Telmen Net Risked Prospective Resources (Bcf)		
	1U (Low)	2U (Best)	3U (High)	1U (Low)	2U (Best)	3U (High)
Gurvantes XXXV	7,140	14,309	34,005	2,054	3,574	7,096

Notes to the table:

1. The estimated quantities of petroleum that may be potentially recoverable. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.
2. Prospective resources are net Telmen following completion of the Talon Energy farm-in and the transfer of 33% net equity in the Gurvantes XXXV PSA.
3. Probabilistic methods have been used.
4. Note the totals are derived by arithmetic aggregation of the resources, as a result RISC cautions that the Low Estimate aggregate quantities may be very conservative estimates and the High Estimate aggregate quantities may be very optimistic due to portfolio effects.
5. No correction for inert content such as N_2 or CO_2 has been applied.
6. Prospective resources for the Nariin Sukhait central region are at risk if a formal access and coordination agreement cannot be formalised with the mine licence owners and operators.
7. The conceptual development plan as presented by Telmen only addresses the Nariin Sukhait central region. To fully explore, appraise and develop the prospective resources will require and extensive exploration and development work program.

RISC notes that our independent prospective resource assessment is within 11% of the NSAI assessment on a risked 2U level. In the Nariin Sukhait and Enkhen field areas the difference is typically less than 10%.

As discussed in Section 5.2, Telmen has had preliminary and cordial discussions with the owners of the mining licences and operators of the open cut mines regarding access and coordination. However, a formal access and coordination agreement has not yet been executed between the Gurvantes XXXV PSA joint venture and the mining entities.

The conceptual development plan as presented by Telmen does not address the entire prospective resource. However, the conceptual development plan is a realistic plan addressing the resources with greatest certainty and that could be achieved within a reasonable timeframe.

To fully develop the prospective resource would require additional work program over and above that proposed and require the drilling of many thousands of production wells. This would require a step change in the Mongolian CSG development, supported by larger operators.

6. Talisman Deeps

Tamaska has a beneficial interest in the Talisman Deeps petroleum rights of the WA-8-L production license located in the Carnarvon Basin of the Northwest Shelf of Australia. Tamaska acquired a 20% shareholding in Skye Napoleon Pty Ltd ('Skye') which has 100% ownership of the Talisman Deeps project comprising the rights to petroleum below 2,700 m in the WA-8-L license. Tamaska has the right to convert its 20% interest in Skye to a 20% direct interest in the Talisman Deeps rights.

The title to the WA-8-L license is held by a joint venture of Kato NWS Pty Ltd (Operator) and Kato Amulet Pty Ltd[21], a group of companies wholly owned by Skye Energy Ventures. This joint venture acquired the license from the previous titleholders, Santos, Tap Oil and KUFPEC in 2018.

The WA-8-L production license was originally awarded in 1988, as a derivative license from the WA-191-P Exploration Permit, for the development of the Talisman oil field. This field has now been produced and abandoned. The Amulet oil pools were subsequently discovered in 2006 and have not been developed. Tamaska does not have a beneficial interest in, nor rights to, the Amulet oil pools.

The license was last renewed in 2010 for a further 21-years. Although the license is a production license awarded under the Offshore Petroleum and Greenhouse Gas Storage Act ('OPGGSA') the regulatory framework for production licenses to directly revert to an exploration permit after the cessation of exploitation activities does not exist. The license is therefore considered a petroleum exploration license by the titleholders and the National Offshore Petroleum Titles Administrator ('NOPTA').

Key terms of the licenses are shown in Table 6-1.

Table 6-1: WA-8-L license and Talisman Deeps terms

Initial term	21-years, last renewed in 2010
Signature bonus	Nil
Training, Administration & Local Development fees	Nil
Annual Licence Fees	A$40,000 per annum gross
Royalty	2% overriding royalty [22]
Taxes	Australian [23]
Minimum work program commitments	Nil

6.1. Work program and commitments

The WA-8-L license and Talisman Deeps project do not have an associated work program commitment.

[21] Confirmed from the National Offshore Petroleum Titles Administrator ('NOPTA') National Electronic Approvals Tracking System ('NEATS'). Retrieved on 26 November 2021.

[22] Australian Federal offshore projects do not attract a state royalty; however the project has an overriding 2% royalty obligation to a third party.

[23] Revenues from petroleum exploitation activities in Australian Federal offshore waters attract company taxes and the Petroleum Resource Rent Tax ('PRRT') profits based tax.

6.2. Data

Various data sources were available to Tamaska and ERCE in their evaluation of the WA-8-L license and the Napoleon prospect. Seismic and well data in Australia becomes publicly available or openfile. Basic and interpretive datasets have differing timeframes for public release. The main data and information provided to RISC is described in Section 2.2 which was supplanted by public domain data. The main datasets are described below.

RISC has not reviewed the original or reprocessed data such as seismic data or well logs but has independently and critically reviewed the ERCE assessment and the interpretations of Skye and Tamaska in the supplied information and documentation.

6.2.1. Seismic data

The main dataset used by Skye and Tamaska is the Panaeus 3D which was reprocessed in 2020-21 by DUG Technology in 2021 for Skye. The Panaeus 3D was originally acquired as a multi-client seismic product by PGS in 1997 – 1998. The survey was acquired in parts, with differing acquisition vessels and had a variable acquisition geometry (towed streamer configuration). The predominant acquisition geometry however was conventional streamers with a 4,050 m cable length.

The survey has been reprocessed numerous times on a proprietary and multiclient basis. The 2020-21 reprocessing undertaken for Skye was on a proprietary basis. The reprocessing incorporated current processing practices and workflows including broadband processing, full waveform inversion ('FWI') for tomography and optimised velocity model and anisotropic pre-stack depth migration ('PSDM').

6.2.2. Well data

An extensive database of well data is available in the Northern Carnarvon Basin. Skye and Tamaska have used all available relevant offset well data for regional and prospect level evaluations. Skye and Tamaska have undertaken updated petrophysical evaluations in 2021 of the following wells; Achernar-1, Caribou-1, Castor-1, Charm-1, Fullswing-1, Gaea-1, Lynx-1A, Seraph-1/1ST1 and West Dixon-1.

Skye and Tamaska have compiled an extensive database of porosity data regionally for the North Rankin Formation and its lateral equivalents. This has been used for the reservoir parameterisation in the prospective resource estimates.

6.3. Napoleon Prospect

The Napoleon Prospect is a mid-Jurassic aged, tilted fault block on the eastern flank of the Dampier Sub-basin with predominantly three-way dip closure mapped at the Lower Jurassic levels against a down-to-the-basin fault. Reservoir targets include the primary target of the Upper Triassic to Lower Jurassic aged North Rankin Formation, and secondary targets consisting of sandstones in the overlying Athol Formation (Figure 6-1).

ERCE has undertaken an independent prospective resource assessment of the Napoleon prospect and compiled a comprehensive report detailing its evaluation. RISC has reviewed the evaluation and report and finds the assessment predominantly reasonable.

RISC independently reviewed the prospective resource input parameters used by Tamaska and ERCE and accepts the parameter values and their associated ranges except where described in Section 6.3.2.

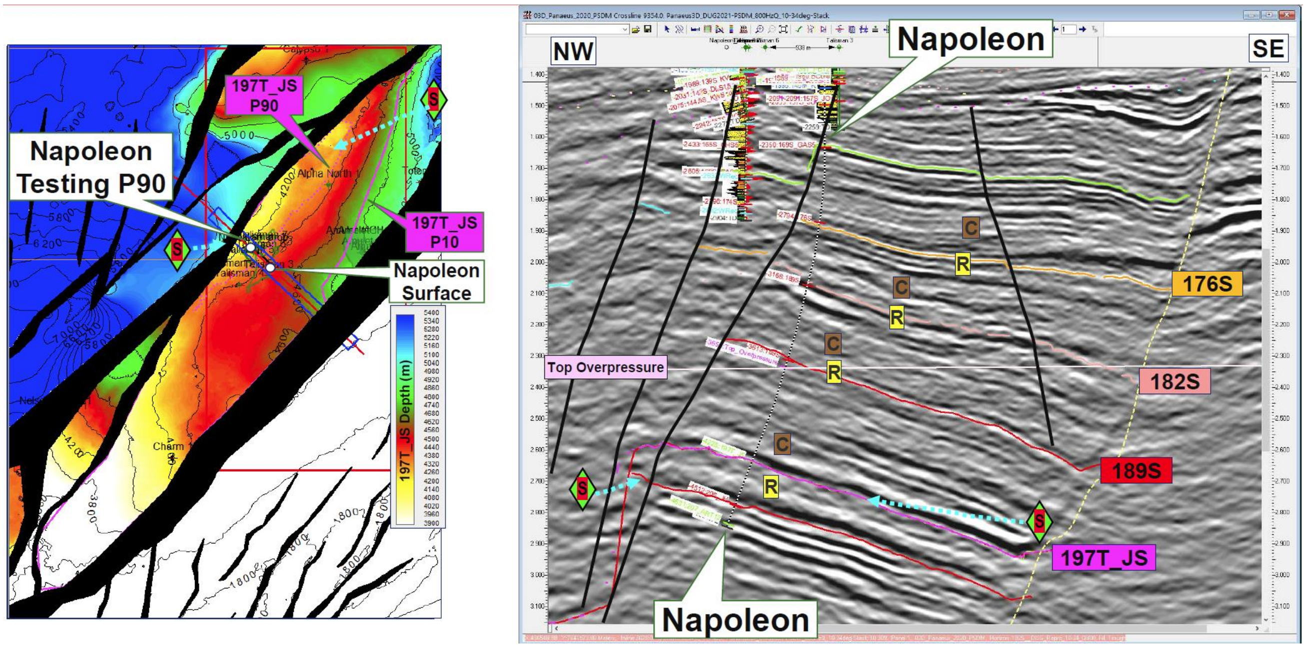


Figure 6-1: Napoleon prospect depth map and TWT section (Tamaska)

6.3.1. Geological probability of success

The ERCE geological risk assessment is shown in Table 6-2. It has been assessed that the largest risk element for the Napoleon Prospect is the presence of effective reservoir. Whilst RISC agrees that this is a significant risk for the prospect given the mapped depth to the objective, RISC views trap and seal being the most significant risk. The prospect as mapped relies upon cross-fault seal on the main bounding fault and down-thrown buttress closure and fault-seal across three bounding faults in the upside case (described further in Section 6.3.2).

Table 6-2: Napoleon Prospect geological risk assessment (ERCE)

Reservoir	Risk Element (%)						gPOS (%)
	Play Chance			Prospect Chance			
	Reservoir Presence	Seal	Source	Migration	Reservoir Eff.	Trap	
176S (Athol Fm.)	90	100	100	60	70	50	19
182S (Athol Fm.)	80	100	100	60	70	60	20
189S (Athol Fm.)	90	100	100	60	70	70	26
197T (North Rankin Fm.)	80	100	100	60	70	70	24

The Napoleon Prospect is assessed as being 19 to 26% gPOS for the Athol Formation levels and 24% gPOS for the 197T North Rankin Formation level. Given that in the high-side case the prospect relies upon cross-fault seal across several bounding faults in both upthrown and downthrown sense, the risk assessment for trap and overall geological chance of success in RISC's opinion may be optimistic.

Notwithstanding the above, RISC considers the overall assessment of geological risk to be reasonable.

6.3.2. In-place resources

ERCE reviewed and modified the two-way-time ('TWT') seismic interpretations of the Napoleon Prospect undertaken by Skye and Tamaska. An independent depth conversion was undertaken utilising a two-layer well based velocity function. Resultant TWT and depth structure maps are shown in Figure 6-2.

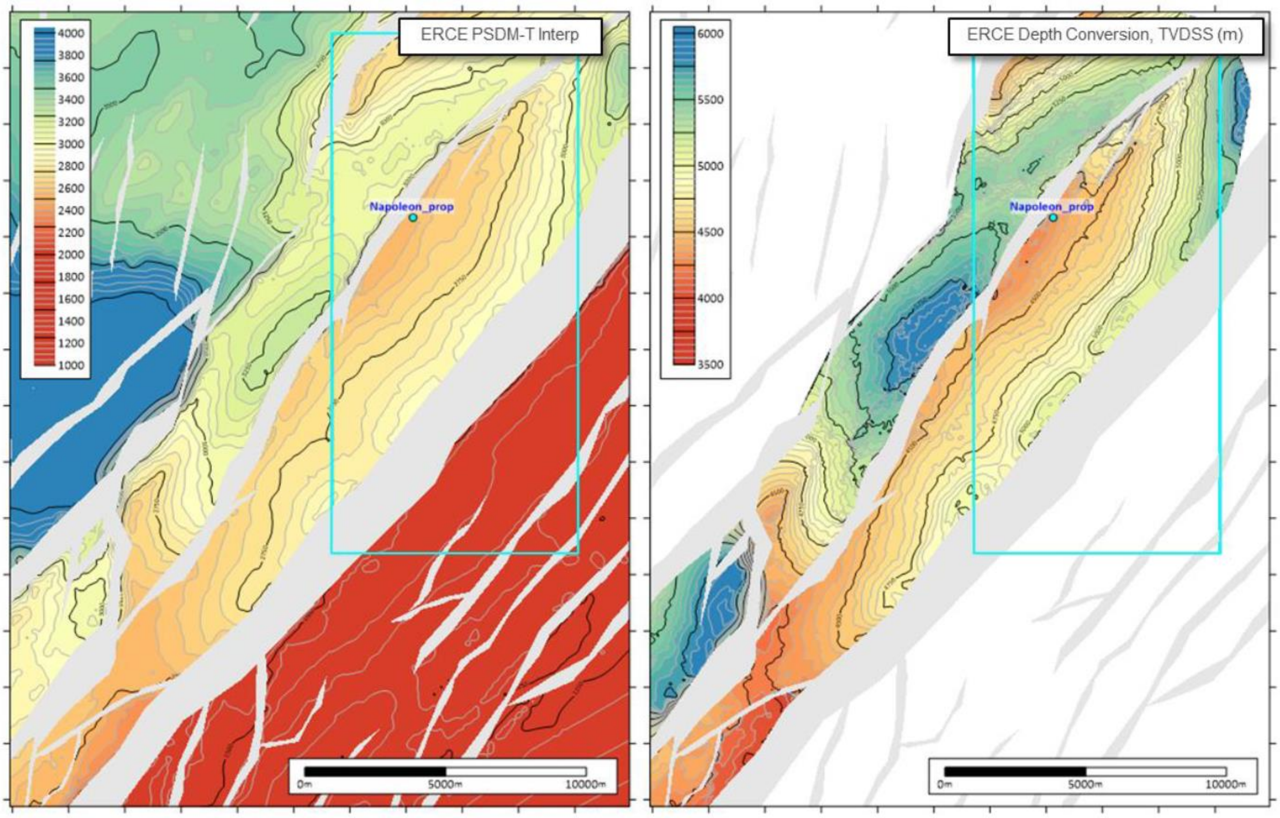


Figure 6-2: Napoleon prospect 197T (North Rankin Fm.) TWT and depth structure map (ERCE)

Skye and Tamaska depth mapping is based primarily on the interpretation of the reprocessed Panaeus 3D seismic PSDM depth volume. In RISC's opinion, depth mapping derived from PSDM data in depth domain are not representative of subsurface depth and still require calibration and correction to well control. Velocities used in the depth migration are still imaging velocities and not true-earth velocities. It is best practise to undertake subsurface interpretations in TWT (scaled back to time for PSDM data) and undertake depth conversion utilising well based velocity functions or a geostatistically calibrated (to wells) seismic velocity model.

RISC considers the depth conversion undertaken by ERCE as reasonable.

ERCE calculated gross rock volume ('GRV') for the Napoleon Prospect at the prospective target levels following depth conversion. The GRV distributions used for the prospective resource assessment are shown in Table 6-3.

Table 6-3: Napoleon Prospect gross rock volume parameters (ERCE)

Reservoir	Unit	Shape	P90	P50	P10	Mean
176S (Athol Fm.)	Km^2.m (MMm^3)	Lognormal	137	517	1,946	884
182S (Athol Fm.)						
189S (Athol Fm.)						
197T (North Rankin Fm.)		Lognormal	855	3,431	13,775	6,176
Notes to the table: 1. Probabilistic methods have been used.						

For the shallower 176S, 182S and 189S levels of the Athol Formation a 40 m reservoir thickness was assumed. RISC has not independently verified the GRV estimates for these Athol Formation secondary target levels. We accept them as reasonable based on the area of mapped closure assuming that the mapping approach undertaken by ERCE was similar for all levels, and our independent review of the 197T target assessment.

For the deeper 197T level of the North Rankin Formation the GRV was calculated between the mapped top reservoir depth structure (197T) and base reservoir depth structure (205S level). ERCE used a spill-point of 4,480 mSS defining a three-way dip closure within the WA-8-L license for a low-case GRV estimate, and a spill-point of 4,800 mSS defining a larger on and off-block down-thrown buttress closure inclusive of the low-case closure (Figure 6-3). RISC has independently verified the GRV for this structural level.

From the mapped crest of the independent three-way closure at the 197T North Rankin Formation level (4,250 mS) to the mid-case spill-point of 4,480 mSS would result in a hydrocarbon column height of 230 m, with the high-case map resulting in a column height of 650 m.

The volumetric input parameters used by ERCE for the 176S, 182S and 189S (Athol Fm) levels are shown in Table 6-4. RISC has reviewed the parameters and accepts them as reasonable.

The volumetric input parameters used by ERCE for the 197T North Rankin Formation are shown in Table 6-5.

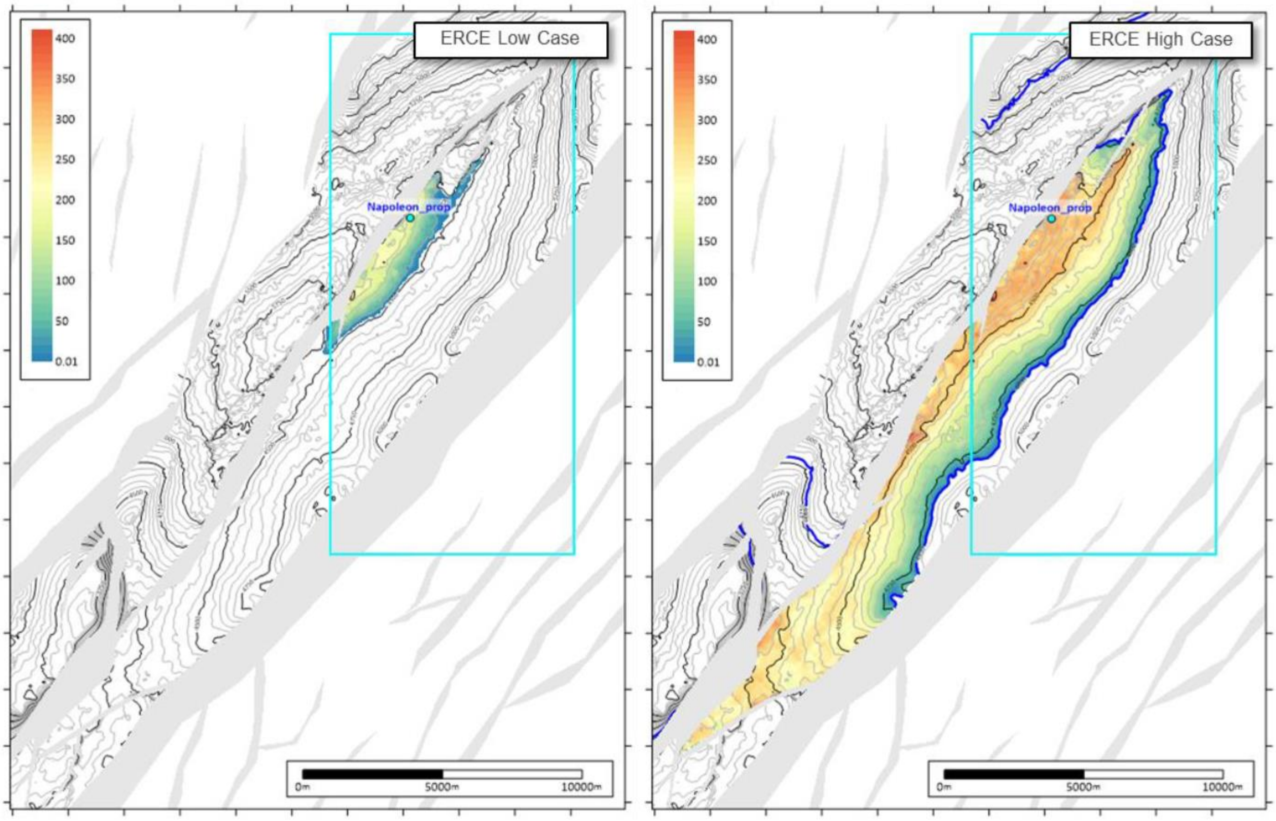


Figure 6-3: Napoleon prospect 197T (North Rankin Fm.) low-case and high-case GRV maps (ERCE).

Table 6-4: Napoleon Prospect 176S, 182S, 189S levels (Athol Fm.) volumetric input parameters (ERCE)

Name	Unit	Shape	P90	P50	P10	Mean
Porosity	%	Beta	7	11	16	11
Net to Gross	%	Normal	30	50	70	50
Sw gas case	%	Beta	30	40	50	40
GEF (1/Bg)	Scf/cf	Normal	256	282	308	282
CGR	Bbl/MMscf	Beta	35	59	100	64
Gas rec. factor	%	Beta	50	69	85	68
Condensate rec. factor	%	Normal	25	45	65	45

Notes to the table:

2. Probabilistic methods have been used.

Table 6-5: Napoleon Prospect 197T level (North Rankin Fm.) volumetric input parameters (ERCE)

Name	Unit	Shape	P90	P50	P10	Mean
Porosity	%	Beta	6	10	16	11
Net to Gross	%	Normal	30	50	70	50
Sw gas case	%	Beta	30	40	50	40
GEF (1/Bg)	Scf/cf	Normal	280	315	350	315
CGR	Bbl/MMscf	Beta	35	59	100	64
Gas rec. factor	%	Beta	55	72	85	71
Condensate rec. factor	%	Normal	30	48	65	48

Notes to the table:

1. Probabilistic methods have been used.
2. RISC estimate the GEF to be 275 to 288 scf/cf

RISC independently reviewed the input parameters and finds them reasonable other than the gas expansion factor ('GEF'). Assuming a geothermal gradient of 3 degC/100 m the estimated temperature at the North Rankin Formation is 160 degC, where ERCE have used a lower geothermal gradient and consequently lower temperatures at the prospective levels and for estimation of GEF.

It is anticipated that the Napoleon Prospect will be overpressured at the primary objective North Rankin Formation level and RISC supports this. Wells drilled into the deeper stratigraphy of the Northern Carnarvon Basin generally exhibit overpressure and this is observed in the offset wells, most notably at Seraph-1/1ST1. An overpressure of up to 2,000 psia is assumed for the Napoleon Prospect which RISC accepts as reasonable.

RISC estimate the GEF to be in the range of 275 to 288 scf/cf assuming 2,000 psia over-pressure and a reservoir temperature of 160 to 180 degC. Application of this change in GEF results in prospective resource estimates within 10% therefore RISC accepts the ERCE estimates as reasonable.

The ERCE gas initially in-place ('GIIP') for the Napoleon Prospect is shown in Table 6-6.

The Napoleon Prospect can be mapped outside of the WA-8-L license into adjacent areas, Figure 6-3. ERCE have evaluated that 100% of the low-case GRV is on-block, whilst 47% of the high-case GRV is mapped on-block. RISC has independently verified this split of the mapped GRV.

However, ERCE assigned 73% of the mid-case GRV as being on-block which is the arithmetic mid-point between the low and high-case on-block splits. RISC has independently determined that approximately 40% of the mid-case GRV is on-block. This on-block estimate would reduce 2U on-block resources by 18%. In addition, ERCE applied the on-block GRV split percentage to the gross prospective resources deterministically, rather than calculating the net resources probabilistically.

Table 6-6: Napoleon Prospect GIIP estimates (ERCE)

Reservoir	GIIP (Bcf)		
	Low	Best	High
176S (Athol Fm.)	35	155	666
182S (Athol Fm.)	33	149	648
189S (Athol Fm.)	31	143	633
197T (North Rankin Fm.)	218	1,047	4,928

Notes to the table:

1. Probabilistic methods have been used.

6.3.3. Prospective resources

ERCE has provided Tamaska with a prospective resource assessment for the Napoleon Prospect. Unrisked and risked gross prospective resources are shown in Table 6-7 and Table 6-8.

Unrisked and risked prospective resources net to Tamaska as determined by ERCE are shown in Table 6-9 and Table 6-10. The net Tamaska prospective resources apply to that proportion of the Napoleon Prospect that is within the WA-8-L license and the Talisman Deep petroleum rights and its 20% shareholding in Skye and the Talisman Deeps petroleum rights.

In RISC's opinion due to the method applied by ERCE to apportion the on-block estimates, the 2U prospective resources net to Tamaska are overestimated by approximately 20%.

Table 6-7: Napoleon Prospect gross prospective resources (Bcf), un-risked and risked (ERCE)

Reservoir	Gross Un-risked Prospective Resources (Bcf)			Gross Risked Prospective Resources (Bcf)		
	1U (Low)	2U (Best)	3U (High)	1U (Low)	2U (Best)	3U (High)
176S (Athol Fm.)	23	103	456	4.4	19.6	86.6
182S (Athol Fm.)	22	100	443	4.4	20.0	88.6
189S (Athol Fm.)	20	96	435	5.2	25.0	113.1
197T (North Rankin Fm.)	149	730	3,484	35.8	175.2	836.2
Total				**49.8**	**239.8**	**1,124.5**

Notes to the table:

1. The estimated quantities of petroleum that may be potentially recoverable. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.
2. Probabilistic methods have been used.
3. Note the totals are derived by arithmetic aggregation of the resources, as a result RISC cautions that the Low Estimate aggregate quantities may be very conservative estimates and the High Estimate aggregate quantities may be very optimistic due to portfolio effects.
4. Note totals may differ due to rounding.
5. No correction for inert content such as N2 or CO2 has been applied.

Table 6-8: Napoleon Prospect gross prospective resources (MMboe), un-risked and risked (ERCE)

Reservoir	Gross Un-risked Prospective Resources (MMboe)			Gross Risked Prospective Resources (MMboe)		
	1U (Low)	2U (Best)	3U (High)	1U (Low)	2U (Best)	3U (High)
176S (Athol Fm.)	4.5	21.1	95.6	0.9	4.0	18.2
182S (Athol Fm.)	4.4	20.4	93.0	0.9	4.1	18.6
189S (Athol Fm.)	3.9	19.6	91.1	1.0	5.1	23.7
197T (North Rankin Fm.)	29.9	149.9	732.1	7.2	36.0	175.7
Total				**9.9**	**49.1**	**236.2**

Notes to the table:

1. The estimated quantities of petroleum that may be potentially recoverable. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.
2. Probabilistic methods have been used.
3. Bcf to MMboe conversion = 6 Bcf to 1 MMboe
4. Note the totals are derived by arithmetic aggregation of the resources, as a result RISC cautions that the Low Estimate aggregate quantities may be very conservative estimates and the High Estimate aggregate quantities may be very optimistic due to portfolio effects.
5. Note totals may differ due to rounding.
6. No correction for inert content such as N2 or CO2 has been applied.

Table 6-9: Napoleon Prospect net Tamaska prospective resources (Bcf), un-risked and risked (ERCE)

Reservoir	Net Un-risked Prospective Resources (Bcf)			Net Risked Prospective Resources (Bcf)		
	1U (Low)	2U (Best)	3U (High)	1U (Low)	2U (Best)	3U (High)
176S (Athol Fm.)	5.0	15.0	44.0	1.0	2.9	8.4
182S (Athol Fm.)	4.0	15.0	43.0	0.8	3.0	8.6
189S (Athol Fm.)	4.0	14.0	42.0	1.0	3.6	10.9
197T (North Rankin Fm.)	30.0	107.0	324.0	7.2	25.7	77.8
Total				**10.0**	**35.2**	**105.6**

Notes to the table:

1. The estimated quantities of petroleum that may be potentially recoverable. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.
2. Probabilistic methods have been used.
3. Note the totals are derived by arithmetic aggregation of the resources, as a result RISC cautions that the Low Estimate aggregate quantities may be very conservative estimates and the High Estimate aggregate quantities may be very optimistic due to portfolio effects.
4. Note totals may differ due to rounding.
5. No correction for inert content such as N2 or CO2 has been applied.

Table 6-10: Napoleon Prospect net Tamaska prospective resources (MMboe), un-risked and risked (ERCE)

Reservoir	Net Un-risked Prospective Resources (MMboe)			Net Risked Prospective Resources (MMboe)		
	1U (Low)	2U (Best)	3U (High)	1U (Low)	2U (Best)	3U (High)
176S (Athol Fm.)	0.9	3.1	9.2	0.2	0.6	1.8
182S (Athol Fm.)	0.8	3.1	9.1	0.2	0.6	1.8
189S (Athol Fm.)	0.8	2.8	8.8	0.2	0.7	2.3
197T (North Rankin Fm.)	9.1	21.9	68.1	2.2	5.3	16.3
Total				**2.7**	**7.2**	**22.2**

Notes to the table:

1. The estimated quantities of petroleum that may be potentially recoverable. These estimates have both an associated risk of discovery and a risk of development. Further exploration, appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons.
2. Probabilistic methods have been used.
3. Bcf to MMboe conversion = 6 Bcf to 1 MMboe
4. Note the totals are derived by arithmetic aggregation of the resources, as a result RISC cautions that the Low Estimate aggregate quantities may be very conservative estimates and the High Estimate aggregate quantities may be very optimistic due to portfolio effects.
5. Note totals may differ due to rounding.
6. No correction for inert content such as N2 or CO2 has been applied.

7. Valuation

RISC has considered oil and gas industry accepted practices to determine Value, including comparable transactions, farm-in promotion factors, sunk costs / work program and EMV.

RISC has adopted the sunk costs and farm-in promotion factor methods for determining the fair market value of both the Gurvantes XXXV PSA and the Talisman Deeps Napoleon Prospect.

For the Gurvantes XXXV asset the Talon farm-in provides a direct method of valuation. For the Talisman Deeps Napoleon Prospect asset, it is assumed that the partners will seek to farm-out the drilling of a Napoleon exploration well.

Alternative valuation approaches have been investigated to support the valuation and these are presented and discussed herein.

7.1. Gurvantes XXXV PSA

RISC has assessed a fair market value of Telmen's net interest in the Gurvantes XXXV PSA to be between AU$3.8 million and AU$16.2 million with a best estimate of AU$10.3 million (Table 7-1).

Table 7-1: Gurvantes XXXV PSA valuation

	Valuation (AU$ million)		
	Low	Best	High
Gurvantes XXXV PSA 100% Project	3.8	15.3	36.1
Net Telmen	3.8	10.3	16.2
Valuation rationale	Discounted sunk costs & committed costs (Talon farm-in Stage 1)	Farm-in promote factor (Talon farm-in Stage 1 & 2) plus sunk costs	Farm-in promote factor plus sunk costs

Notes to the table:

1. Low estimate assumes Talon do not exercise the right to 33% equity following Stage 1 of farm-in.
2. Best estimate calculated following election of Talon to continue to Stage 2 and the transfer of 33% net equity in the Gurvantes XXXV PSA.
3. High estimate assumes a further farm-out on similar terms following de-risking of the asset through Stages 1 and 2 of the Talon farm-in and Telmen retain 45%.
4. Conversion rate of AU$1.4 to US$1 used.

RISC has used in its estimation of Value the sunk costs to date incurred by Telmen, the staged Talon farm-in transaction and the costs associated with the forward work program as specified in the PSA.

Specifically:

- Telmen has advised that sunk costs to date in the Gurvantes XXXV PSA are approximately US$1.5 million.
- The Talon farm-in specifies a staged work program [24]:
    - Talon are to fund 100% of Stage 1 to be conducted over the period December 2021 – April 2022 (the drilling of 4 drill-holes with comprehensive analysis) to a value of US$1.5 million plus a cash consideration of US$0.35 million towards past costs.
    - Following Stage 1 and election to continue, Talon will fund 100% of Stage 2 to be conducted over the period August – November 2022 (nominally consisting of a pilot well program) to a value of US$3.15 million.
- RISC assume that the Talon farm-in will satisfy the Years 1 – 4 work program of the Gurvantes XXXV PSA (refer Table 5-2).
- The forward work program costs for Years 5 -10 are assumed to be those as specified in the Gurvantes XXXV PSA (refer Table 5-2).

7.1.1. Valuation assumptions and summary

The valuation method and analysis are detailed in Table 7-2. The sunk costs and the Talon farm-in transaction provide a direct method for determining Value. RISC has used the sunk costs and Talon farm-in for determining the low and best estimates of Value. For the high estimate of Value, it is assumed that a further farm-out transaction is pursued on similar terms on a more extensive work program, as described below.

The low estimate of Value was determined based on sunk costs to date as provided by Telmen plus the costs of Stage 1 of the Talon farm-in, noting that this is a committed work program. Recognising that Talon has the option at the end of Stage 1 not to proceed to Stage 2, RISC have assumed for the low case Value that Talon do not elect to proceed into Stage 2 of the farm-in following the completion of Stage 1. The sunk and committed Stage 1 costs in total would therefore indicate a gross project valuation of US$3.0 million. As these costs are future committed or have been recently accrued no discount or uplift has been applied.

However, should Talon elect not to continue into Stage 2 implies that Stage 1 did not meet technical and/or commercial thresholds. It is therefore appropriate to apply a discount to the valuation to reflect this risked outcome. RISC have applied a 10% discount factor to the sunk and committed Stage 1 costs to determine a low case Value. This discount factor is commensurate with the assessed geological risk (gPOS 90%) for the areas in which the Stage 1 work program will be executed (refer Table 5-6).

The best estimate of Value is based on the Talon farm-in transaction (Stage 1 and 2). The Talon farm-in has an implied farm-in promote factor of 3:1. That is, Talon is carrying Telmen through US$4.65 million of work program to earn 33% equity interest in the PSA. The farm-in or buyer premium borne by Talon in excess of the equity share of these costs (US$1.5 million) amounts to US$3.1 million, implying a gross project premium value of US$9.4 million. RISC has used this gross premium value plus undiscounted sunk costs to determine the best estimate of Value (US$10.9 million gross, US$7.3 million net Telmen).

In the determination of a high case Value, RISC has assumed that a further farm-out is pursued. It is assumed that the Telmen and Talon joint venture jointly pursue a further farm-out seeking a carry on the forward work program. Similar terms to the Talon farm-in transaction have been assumed (*i.e.* 33% equity and farm-in promote of 3:1) which represents a conservative approach. More advantageous terms may be possible particularly if the Talon funded work program has been successful and pilot production has been established.

[24] Talon Energy Ltd ASX release 3 February 2021

Table 7-2: Gurvantes XXXV PSA valuation analysis

Valuation Method & Analysis	Factor or Cost	
	US$	AU$
Low Estimate – Discounted Sunk Costs		
Sunk costs (undiscounted)	US$1.5 million	AU$2.1 million
Talon farm-in – Stage 1 costs (committed), Talon to carry Telmen 100 %	US$1.5 million	AU$2.1 million
Project sunk costs (sunk costs plus Stage 1)	US$3.0 million	AU$4.2 million
Discount applied to project sunk costs (sunk costs plus Stage 1)	10 %	
Valuation net Telmen (100 %)	**US$2.7 million**	**AU$3.8 million**
Best Estimate – Talon Farm-in Stage 1 & 2		
Transaction costs (Talon Stage 1 & 2)	US$4.6 million	AU$6.5 million
Equity share of Stage 1 & 2 work program (33 % equity)	US$1.5 million	AU$2.1 million
Farm-in promote factor	3 : 1	
Farm-in premium (net Talon)	US$3.1 million	AU$4.3 million
Implied project premium value (gross)	US$9.4 million	AU$13.2 million
Project value – gross premium value plus sunk costs	US$10.9 million	AU$15.3 million
Valuation net Telmen (67 %)	**US$7.3 million**	**AU$10.3 million**
High Estimate – Further farm-out of future work program		
Year 5 – 10 work program costs (PSA commitments)	US$7.3 million	AU$10.3 million
Talon Stage 1 & 2 costs reimbursement (100%)	US$4.6 million	AU$6.4 million
Transaction costs	US$11.9 million	AU$16.7 million
Assumed farm-out equity	33 %	
Equity share of Year 5 – 10 work program and reimbursement (assumed 33% equity)	US$3.9 million	AU$5.5 million
Farm-in promote factor	3 : 1	
Farm-in premium (net farminee)	US$8.0 million	AU$11.2 million
Implied project premium value (gross)	US$24.3 million	AU$34.0 million
Project value – gross premium value plus sunk costs	US$25.8 million	AU$36.1 million
Valuation net Telmen (45 % assumed)	**US$11.6 million**	**AU$16.2 million**

Notes to the table:

1. Costs are in US$. Conversion rate of AU$1.4 to US$1 used.
2. High estimate assumes Telmen and Talon jointly farm-out equity on a proportional basis (Telmen 67% to 45% and Talon 33% to 22%) and receive a carry on the future work program.

In the high case valuation RISC have assumed that an incoming farminee will carry the joint venture through the Years 5 – 10 work program amounting to US$7.3 million (refer Table 5-2). It is also assumed that the incoming party will reimburse the joint venture 100% of the work program costs funded by Talon (US$4.65 million), on the assumption that the work program funded by Talon has de-risked the asset creating intrinsic value. The resultant farm-in or buyer premium borne by the incoming party in excess of the equity share of these costs (US$3.9 million) amounts to US$8 million implying a gross project premium value of US$24.3 million. RISC has used this premium value plus undiscounted sunk costs to determine the high estimate of Value (US$25.8 million, US$11.6 million net Telmen).

In determining Value, RISC has taken into consideration factors that may affect the valuation. Specifically:

- RISC has taken into consideration the contingent payments (deferred consideration) due as part of the Talon transaction in respect to future contingent resource certification. In RISC opinion, such contingent payments will only be realised when significant exploration and appraisal activity has occurred, and hence is included in the high case estimate of Value.
- The range in the valuation is reflective of the availability of data, that technical evaluation is in the early stages of exploration, gas content and deliverability of the coals is largely unconstrained, and that coal seam gas production has not yet been established in the South Gobi Basin.
- RISC has not been provided the data for the Khukhulzokh coal field area. However, RISC opinion is that this is accounted for in the valuation due to its relative proportion of the total risked resource assessment in addition to the fact that it is not the focus of the Talon funded work program.
- The conceptual development and exploitation plan only addresses the lowest geological risk areas but is considered reasonable at this stage of the project. It is reasonable to expect that that exploitation plan will change and evolve through execution of work program and acquisition of further data. Hence the valuation approach adopted (sunk costs and farm-in promote factors) does not consider project metrics and changes to the plan are not expected to affect the valuation.
- The lack of an access and coordination agreement with coal mining entities is considered relevant in the low case valuation. In RISC opinion it is likely that an agreement will be reached as all parties to such an agreement appear willing, although RISC is not aware of any precedent in-country. However, it is possible that such an agreement may not be concluded in a timely manner which may result in a deferral of the Talon funded Stage 1 and 2 farm-in work program. The discount applied in the low case estimate of Value reflects this outcome.

7.1.2. Valuation alternatives

RISC has considered as a comparable transaction the acquisition of Jade Gas Holdings Limited ('Jade') by High Grade Metals Limited in July 2021. [25]

Jade has equity in the coal seam gas exploration areas of the Tavan Tolgoi PSA and Baruun Naran area of the South Gobi Basin of Mongolia to the east of the Gurvantes XXXV PSA (refer Figure 3-2). This transaction constituted a reverse takeover of Jade and includes a significant takeover or control premium (Table 7-3).

Comparable transaction metrics based on this transaction and the Gurvantes XXXV valuation are shown in Table 7-4.

[25] Refer Jade acquisition prospectus, ASX release 14 July 2021

Table 7-3: High Grade Metals transaction summary

Date	Buyer	Seller	Transaction Value (AU$ million)	Acquired Stake	Net Unrisked Prospective Resources (Bcf)		
					Low	Best	High
July 2021	High Grade Metals Ltd	Jade Gas Pty Ltd	25.4	60 % of Tavan Tolgoi PSA & 66 % of Baruun Naran Area	138	669	1,960

Notes to the table:

1. Transaction value derived from issue of 846.2 million shares at AU$0.03
2. Jade stakes are beneficial interests through holdings in joint venture companies, not direct equity in the areas.
3. Unrisked prospective resources used, no risking available nor risked prospective resources.

Table 7-4: Comparable transaction metrics, Gurvantes XXXV PSA

	AU$/Boe Net Unrisked Prospective Resources		
	Low	Best	High
Jade transaction	$1.10	$0.23	$0.08
Gurvantes XXXV net Telmen	$0.03	$0.04	$0.05

Notes to the table:

1. Bcf to MMboe conversion = 6 Bcf to 1 MMboe
2. Gurvantes XXXV prospective resources restricted to Nariin Sukhait, Enkhen and Biluut Jargalant field areas (lowest geological risk (i.e. highest gPOS) areas with well-defined and proven coal measures) to maintain direct comparison to Jade Gas Tavan Tolgoi and Baruun Naran areas.
3. Low, best and high estimates of Telmen net Value used for calculation of AU$/Boe

As a result of the takeover premium in the Jade transaction, the transaction metrics (Table 7-4) are directly comparable to the net Telmen value on an AU$/Boe basis in the high case estimate of Value only. RISC therefore considers that the Jade transaction is a reasonable comparable transaction for the purposes of supporting the high estimate of Value, but not the low or best estimate of Value.

Due to the significant difference in area between Jade and Telmen assets (793 km^2 versus 8,399 km^2) comparable transaction metrics based on area are not considered appropriate.

Jade's reported sunk costs are US$1 million which are similar to the sunk costs as supplied by Telmen (US$1.5 million). Empirically, this would by means of comparison support the Gurvantes XXXV low estimate of Value being based on sunk and committed costs.

The Gurvantes XXXV work program commitment as specified in the PSA can also be used for valuation purposes. The work program commitment (refer Table 5-2) amounts to US$9 million gross (AU$12.6 million) and is viewed as a minimum work program commitment and is likely to be negotiable, or indeed exceeded, in the latter exploration periods.

RISC consider that this work program cost is comparable to and supports the best estimate of Value being AU$15.3 million (gross).

7.2. Talisman Deeps

RISC has assessed a fair market value of Tamaska's net interest in the Talisman Deeps petroleum rights and the Napoleon Prospect to be between AU$0.4 million and AU$8.0 million with a best estimate of AU$4.2 million (Table 7-5).

Table 7-5: Talisman Deeps valuation

	Valuation (AU$ million)		
	Low	**Best**	**High**
Talisman Deeps 100% Project	1.9	21.1	10.3
Net Tamaska	0.4	4.2	8.0
Valuation rationale	Sunk costs	Farm-in promote factor plus sunk costs	Farm-in promote factor plus sunk costs

Notes to the table:

1. Best and High estimates assume Tamaska does not participate in a farm-out and retains 20% working interest, following election to convert its 20% shareholding in Skye to a 20% direct interest in the Talisman Deeps petroleum rights.
2. Conversion rate of AU$1.4 to US$1 used.

RISC has considered in its determination of Value the sunk costs to date incurred by Tamaska and a potential future dated farm-out of the Talisman Deeps project with a farminee paying a promote on the drilling of a Napoleon Prospect exploration well.

Specifically:

- Tamaska has advised that the sunk costs to date net to Tamaska are AU$0.37 million, and
- Napoleon Prospect exploration well cost (dry-hole basis) AU$38.4 million as provided by Tamaska.

7.2.1. Valuation assumptions and summary

RISC consider the sunk cost method as the most appropriate method for determining the low estimate of Value. For the best and high case determination of Value, RISC has used the farm-in promote factor methodology plus undiscounted sunk costs.

In determining the best and high case estimates of Value, it is assumed that Tamaska do not participate in a farm-out and retain their 20 % participating equity in Talisman Deeps and fund their equity share of the Napoleon exploration well. Tamaska may elect to farm-out some of its equity and this will affect the ascribed net Tamaska Value. However, it is reasonable to assume that Tamaska will not seek to dilute its equity.

The farm-out market for offshore Australia exploration opportunities remains subdued. The market factor which predominantly influences this is industry sentiment post the 2014 oil price decline. This has been exacerbated by volatility in the oil price due to the COVID-19 global pandemic. Prior to the oil price decline interest in petroleum exploration opportunities and competition for quality exploration opportunities witnessed farm-ins with promotes of 2:1 or more.

A selection of offshore Northwest shelf farm-in transactions and their farm-in promote factors is shown in Table 7-6. RISC consider that petroleum exploration projects remain difficult to farm-out at what has been a traditional 2:1 promote on exploration well costs. However, RISC notes the recently announced farm-outs by Western Gas of the Sasanof Prospect in the WA-519-P Exploration Permit on a 2:1 promote. [26] [27]

Table 7-6: Comparable transaction metrics, Talisman Deeps

Date	Farminee	Vendor	Asset	Farm-in Promote Factor
October 2016	BP	Cue Energy	WA-359-P & WA-409-P (Ironbark Prospect)	1.1 : 1
November 2017	Beach	Cue Energy	WA-359-P & WA-409-P (Ironbark Prospect)	Ground floor
September 2018	Sapura	Finder Energy	EP 483 & TP/25 (Eagle Prospect), WA-412-P (Kanga Prospect), AC/P 61 (Gem Prospect)	1.4 : 1
October 2018	NZOG	Cue Energy	WA-359-P & WA-409-P (Ironbark Prospect)	Ground floor
September 2021	Global Oil & Gas	Western Gas	WA-519-P (Sasanof Prospect)	2 : 1
December 2021	Prominence Energy	Western Gas	WA-519-P (Sasanof Prospect)	2 : 1

Notes to the table:

1. Ground floor is where incoming party pays its equity share of an activity without a farm-in promote or premium.

[26] Refer Western Gas news release 7 September 2021 (https://www.westerngas.com.au/sites/default/files/Western%20Gas%20GLV%20Announcement%2020210907.pdf)

[27] Refer Prominence Energy ASX release 7 December 2021

As seen in Table 7-6, prior to the recent WA-519-P Sasanof Prospect farm-in transactions, farm-in transactions for Northwest shelf opportunities have varied between ground-floor terms (*i.e.* no farm-in promote factor) and a farm-in promote factor of 1.4:1.

For Talisman Deeps and the Napoleon Prospect, RISC consider that a 1.5:1 promote factor is appropriate for a best estimate of Value rather than a farm-in promote factor of 1.1:1 to 1.4:1. This is based on an apparent improvement in industry sentiment towards exploration opportunities as a result of sustained higher oil prices and the anticipated demand increase for petroleum products as global pandemic restrictions are lifted.

RISC consider that for a best estimate of Value a 1.5:1 promote factor is appropriate rather than 2:1 farm-in promote as for the Sasanof Prospect for the following reasons:

- Napoleon Prospect geological chance of success is lower than Sasanof Prospect (24% versus 32%);
- Exploration well costs are AU$38.4 million (gross) for Napoleon Prospect and US$20 million (AU$28 million, gross) for the Sasanof Prospect, and
- WA-519-P exploration permit containing the Sasanof Prospect has additional exploration potential, whereas WA-8-L and Talisman Deeps is not considered to have exploration prospectivity outside of the Napoleon Prospect.

However, for the high estimate of Value, RISC consider that a 2:1 promote factor is appropriate.

The valuation method and analysis are detailed in Table 7-7.

The low estimate of Value is based on the sunk costs as advised by Tamaska (AU$0.4 million net Tamaska) which would therefore indicate a gross project valuation of AU$1.9 million. As these costs have been recently accrued no discount or uplift has been applied.

The best estimate of Value was determined assuming that Skye seeks to farm-out 40% of its equity in Talisman Deeps in return for a partial carry (assumed 1.5:1 farm-in promote) on the costs of the drilling of the Napoleon Prosect exploration well, whilst Tamaska do not participate and retain their 20% equity. The farm-in or buyer premium borne by the farminee in excess of the equity share of the costs (AU$15.4 million) amounts to AU$7.7 million, implying a gross project premium value of AU$19.2 million. RISC has used this gross premium value plus undiscounted sunk costs to determine the best estimate of Value (AU$21.1 million gross, AU$4.2 million net Tamaska).

For the high case estimate of Value, with an assumed 2:1 farm-in promote, the farm-in or buyer premium borne by the farminee in excess of the equity share of the costs (AU$15.4 million) amounts to AU$15.4 million, implying a gross project premium value of AU$38.4 million. RISC has used this gross premium value plus undiscounted sunk costs to determine the best estimate of Value (AU$40.3 million gross, AU$8.0 million net Tamaska).

Table 7-7: Talisman Deeps valuation analysis

Valuation Method & Analysis	Factor or Cost
Low Estimate – Sunk Costs	
Sunk costs to date (net Tamaska)	AU$0.4 million
Discount applied to sunk costs	0 %
Implied project value	AU$1.9 million
Valuation net Tamaska	**AU$0.4 million**
Best Estimate – Farm-out	
Napoleon exploration well cost	AU$38.4 million
Assumed farm-out equity	40 %
Farm-in promote factor	1.5 : 1
Transaction costs	AU$23.1 million
Ground floor costs of exploration well (40 % equity)	AU$15.4 million
Farm-in premium	AU$7.7 million
Implied project premium value (gross)	AU$19.2 million
Project value – gross premium value plus sunk costs	AU$21.1 million
Valuation net Tamaska	**AU$4.2 million**
High Estimate – Farm-out	
Napoleon Prospect exploration well cost	AU$38.4 million
Assumed farm-out equity	40 %
Farm-in promote factor	2 : 1
Transaction costs	AU$30.8 million
Ground floor costs of exploration well (40 % equity)	AU$15.4 million
Farm-in premium	AU$15.4 million
Implied project premium value (gross)	AU$38.4 million
Project value – gross premium value plus sunk costs	AU$40.3 million
Valuation net Tamaska	**AU$8.0 million**

Notes to the table:

1. Best and High estimates assume Tamaska does not participate in a farm-out and retains 20% working interest, following election to convert its 20% shareholding in Skye to a 20% direct interest in the Talisman Deeps petroleum rights.
2. Napoleon Prospect well cost as provided by Tamaska is AU$38.4 million including some +/- contingency in its estimate.
3. Best and High estimates assume Skye farm-out 40% equity.
4. Costs are in AU$. Conversion rate of AU$1.4 to US$1 used.

In determining Value, RISC has taken into consideration factors that may affect the valuation. Specifically:

- As discussed in Section 6.3.1 overall RISC consider the geological risk assessment reasonable, but potentially optimistic in the high case outcome due to the trap and seal risk. In RISC opinion, this does not impact the low case estimate of Value and is accounted for in the best estimate of Value with the assumed 1.5:1 farm-in promote. If the prospect has less risk (*i.e.* higher gPOS) then it could be expected that a higher farm-in promote factor could be possible, such as the Sasanof Prospect example.
- The apportionment of best-case outcome GRV and hence 2U or best estimate of on-block prospective resources is likewise considered optimistic. This is also accounted for in the assumed 1.5:1 farm-in promote in the best estimate of Value.
- It is assumed in the best and high case estimates of Value that Tamaska do not participate in a farm-out and retain their 20 % participating equity in Talisman Deeps and fund their equity share of the Napoleon exploration well. However, Tamaska may elect to farm-out some of its equity and this will consequently affect the ascribed net Tamaska Value. However, it is reasonable to assume that Tamaska will not seek to dilute its equity and net valuation unless additional value is realised (*i.e.* cash consideration or other beneficial terms).
- RISC has not considered any cash consideration or contribution to past costs in the best or high case estimates of Value. For the reasons described above (risk assessment and apportionment of on-block prospective resources), RISC consider this appropriate.

7.2.2. Valuation alternatives

Given the limited number of recent comparable transactions in the Carnarvon Basin other than the aforementioned Sasanof Prospect farm-in, RISC consider the valuation based on farm-in promotion factors as the most appropriate method of valuation.

Tamaska acquired its interest in the Talisman Deeps petroleum rights in February 2021, issuing 45 million ordinary shares and 45 million performance shares[28]. The performance shares have subsequently been converted[29]. The nominal value of these shares is AU$0.82 million. RISC do not consider this transaction as a comparable transaction due to the value accretion undertaken by the completion of the 3D seismic reprocessing and interpretation over the Napoleon Prospect.

Further to this, the WA-8-L license and Talisman Deeps petroleum rights do not have an associated work program commitment. As a result, the work program method of valuation is not applicable.

[28] Refer Tamaska ASX release 22 February 2021.
[29] Refer Tamaska ASX release 29 October 2021

8. Declarations

8.1. Terms of engagement

This report, any advice, opinions or other deliverables are provided pursuant to the Engagement Contract agreed to and executed by the Client and RISC.

8.2. Qualifications

RISC is an independent oil and gas advisory firm. All of the RISC staff engaged in this assignment are professionally qualified engineers, geoscientists or analysts, each with many years of relevant experience and most have in excess of 20 years.

RISC was founded in 1994 to provide independent advice to companies associated with the oil and gas industry. Today the company has approximately 40 highly experienced professional staff at offices in Perth, Brisbane, Jakarta and London. We have completed over 2,000 assignments in 70+ countries for nearly 500 clients. Our services cover the entire range of the oil and gas business lifecycle and include:

- Oil and gas asset valuations, expert advice to banks for debt or equity finance;
- Exploration/portfolio management;
- Field development studies and operations planning;
- Reserves assessment and certification, peer reviews;
- Gas market advice;
- Independent Expert/Expert Witness;
- Strategy and corporate planning.

The preparation of this report has been managed by Mr Adam Craig who is an employee of RISC. Mr Craig is a highly experienced Geoscientist and Manager, with over 30 years' experience in the upstream oil & gas sector working for small and mid-size independents, as well as NOC related entities. He is a member and Certified Practising Geologist (#6446) of the AAPG. Adam is also a member of PESA (2021 WA Branch President) and a Fellow of the Geological Society. He holds BSc in Geology from Curtin University, Western Australia and is a qualified petroleum reserves and resources evaluator (QPRRE) as defined by ASX listing rules.

8.3. Standard

Reserves and resources are reported in accordance with the definitions of reserves, contingent resources and prospective resources and guidelines set out in the Petroleum Resources Management System (PRMS) prepared by the Oil and Gas Reserves Committee of the Society of Petroleum Engineers (SPE) and reviewed and jointly sponsored by the American Association of Petroleum Geologists (AAPG), World Petroleum Council (WPC), Society of Petroleum Evaluation Engineers (SPEE), Society of Exploration Geophysicists (SEG), Society of Petrophysicists and Well Log Analysts (SPWLA) and European Association of Geoscientists and Engineers (EAGE), revised June 2018.

This Report has been prepared in accordance with the Australian Securities and Investment Commission (ASIC) Regulatory Guides 111 and 112.

8.4. Limitations

The assessment of petroleum assets is subject to uncertainty because it involves judgments on many variables that cannot be precisely assessed, including reserves/resources, future oil and gas production rates, the costs associated with producing these volumes, access to product markets, product prices and the potential impact of fiscal/regulatory changes.

The statements and opinions attributable to RISC are given in good faith and in the belief that such statements are neither false nor misleading. While every effort has been made to verify data and resolve apparent inconsistencies, neither RISC nor its servants accept any liability, except any liability which cannot be excluded by law, for its accuracy, nor do we warrant that our enquiries have revealed all of the matters, which an extensive examination may disclose. In particular, we have not independently verified property title, encumbrances or regulations that apply to these assets.

Our review was carried out only for the purpose referred to above and may not have relevance in other contexts.

8.5. Independence

RISC makes the following disclosures:

- RISC is independent with respect to Telmen and confirms that there is no conflict of interest with any party involved in the assignment.
- Under the terms of engagement between RISC and Telmen, RISC will receive a time-based fee, with no part of the fee contingent on the conclusions reached, or the content or future use of this report. Except for these fees, RISC has not received and will not receive any pecuniary or other benefit whether direct or indirect for or in connection with the preparation of this report.
- Neither RISC Directors nor any staff involved in the preparation of this report have any material interest in Telmen or in any of the properties described herein.

8.6. Copyright

This document is protected by copyright laws. Any unauthorised reproduction or distribution of the document or any portion of it may entitle a claim for damages. Neither the whole nor any part of this report nor any reference to it may be included in or attached to any prospectus, document, circular, resolution, letter or statement without the prior consent of RISC.

8.7. Consent

RISC has consented to this report, in the form and context in which it appears, being included, in its entirety, in the Notice of Meeting. Neither the whole not any part of this report nor any reference to it may be included or attached to any other document, circular, resolution, letter or statement without the prior consent of RISC.

9. List of terms

The following lists, along with a brief definition, abbreviated terms that are commonly used in the oil and gas industry and which may be used in this report.

Term	Definition
1P	Equivalent to Proved reserves or Proved in-place quantities, depending on the context.
1Q	1st Quarter
2P	The sum of Proved and Probable reserves or in-place quantities, depending on the context.
2Q	2nd Quarter
2D	Two Dimensional
3D	Three Dimensional
4D	Four Dimensional – time lapsed 3D in relation to seismic
3P	The sum of Proved, Probable and Possible Reserves or in-place quantities, depending on the context.
3Q	3rd Quarter
4Q	4th Quarter
AFE	Authority for Expenditure
Bbl	US Barrel
BBL/D	US Barrels per day
BCF	Billion (10^9) cubic feet
BCM	Billion (10^9) cubic metres
BFPD	Barrels of fluid per day
BOPD	Barrels of oil per day
BTU	British Thermal Units
BOEPD	US barrels of oil equivalent per day
BWPD	Barrels of water per day
°C	Degrees Celsius
Capex	Capital expenditure
CAPM	Capital asset pricing model
CGR	Condensate Gas Ratio – usually expressed as bbl/MMscf
Contingent Resources	Those quantities of petroleum estimated, as of a given date, to be potentially recoverable from known accumulations by application of development projects but which are not currently considered to be commercially recoverable due to one or more contingencies. Contingent Resources are a class of discovered recoverable resources as defined in the SPE-PRMS.
CO_2	Carbon dioxide
CP	Centipoise (measure of viscosity)
CPI	Consumer Price Index
DEG	Degrees
DHI	Direct hydrocarbon indicator
Discount Rate	The interest rate used to discount future cash flows into a dollars of a reference date
DST	Drill stem test
E&P	Exploration and Production
EG	Gas expansion factor. Gas volume at standard (surface) conditions/gas volume at reservoir conditions (pressure and temperature)
EIA	US Energy Information Administration

Term	Definition
EMV	Expected Monetary Value
EOR	Enhanced Oil Recovery
ESMA	European Securities and Markets Authority
ESP	Electric submersible pump
EUR	Economic ultimate recovery
Expectation	The mean of a probability distribution
F	Degrees Fahrenheit
FDP	Field Development Plan
FEED	Front End Engineering and design
FID	Final investment decision
FM	Formation
FPSO	Floating Production Storage and offtake unit
FWL	Free Water Level
FVF	Formation volume factor
GIIP	Gas Initially In Place
GJ	Giga (10^9) joules
GOC	Gas-oil contact
GOR	Gas oil ratio
GRV	Gross rock volume
GSA	Gas sales agreement
GTL	Gas To Liquid(s)
GWC	Gas water contact
H_2S	Hydrogen sulphide
HHV	Higher heating value
ID	Internal diameter
IRR	Internal Rate of Return is the discount rate that results in the NPV being equal to zero.
JV(P)	Joint Venture (Partners)
Kh	Horizontal permeability
km^2	Square kilometres
Krw	Relative permeability to water
Kv	Vertical permeability
kPa	Kilo (thousand) Pascals (measurement of pressure)
Mstb/d	Thousand Stock tank barrels per day
LIBOR	London inter-bank offered rate
LNG	Liquefied Natural Gas
LTBR	Long-Term Bond Rate
m	Metres
MDT	Modular dynamic (formation) tester
mD	Millidarcies (permeability)
MJ	Mega (10^6) Joules
MMbbl	Million US barrels
MMscf(d)	Million standard cubic feet (per day)

Term	Definition
MMstb	Million US stock tank barrels
MOD	Money of the Day (nominal dollars) as opposed to money in real terms
MOU	Memorandum of Understanding
Mscf	Thousand standard cubic feet
Mstb	Thousand US stock tank barrels
MPa	Mega (10^6) pascal (measurement of pressure)
mss	Metres subsea
MSV	Mean Success Volume
mTVDss	Metres true vertical depth subsea
MW	Megawatt
NPV	Net Present Value (of a series of cash flows)
NTG	Net to Gross (ratio)
ODT	Oil down to
OGIP	Original Gas In Place
OOIP	Original Oil in Place
Opex	Operating expenditure
OWC	Oil-water contact
P90, P50, P10	90%, 50% & 10% probabilities respectively that the stated quantities will be equalled or exceeded. The P90, P50 and P10 quantities correspond to the Proved (1P), Proved + Probable (2P) and Proved + Probable + Possible (3P) confidence levels respectively.
PBU	Pressure build-up
PJ	Peta (10^{15}) Joules
POS	Probability of Success
Possible Reserves	As defined in the SPE-PRMS, an incremental category of estimated recoverable volumes associated with a defined degree of uncertainty. Possible Reserves are those additional reserves which analysis of geoscience and engineering data suggest are less likely to be recoverable than Probable Reserves. The total quantities ultimately recovered from the project have a low probability to exceed the sum of Proved plus Probable plus Possible (3P) which is equivalent to the high estimate scenario. When probabilistic methods are used, there should be at least a 10% probability that the actual quantities recovered will equal or exceed the 3P estimate.
Probable Reserves	As defined in the SPE-PRMS, an incremental category of estimated recoverable volumes associated with a defined degree of uncertainty. Probable Reserves are those additional Reserves that are less likely to be recovered than Proved Reserves but more certain to be recovered than Possible Reserves. It is equally likely that actual remaining quantities recovered will be greater than or less than the sum of the estimated Proved plus Probable Reserves (2P). In this context, when probabilistic methods are used, there should be at least a 50% probability that the actual quantities recovered will equal or exceed the 2P estimate.
Prospective Resources	Those quantities of petroleum which are estimated, as of a given date, to be potentially recoverable from undiscovered accumulations as defined in the SPE-PRMS.
Proved Reserves	As defined in the SPE-PRMS, an incremental category of estimated recoverable volumes associated with a defined degree of uncertainty Proved Reserves are those quantities of petroleum, which by analysis of geoscience and engineering data, can be estimated with reasonable certainty to be commercially recoverable, from a given date forward, from known reservoirs and under defined economic conditions, operating methods, and government regulations. If deterministic methods are used, the term reasonable certainty is intended to express a high degree of confidence that the quantities will be recovered. If probabilistic methods are used, there should be at least a 90% probability that the quantities actually recovered will equal or exceed the estimate. Often referred to as 1P, also as "Proven".
PSC	Production Sharing Contract
PSDM	Pre-stack depth migration
PSTM	Pre-stack time migration

Term	Definition
psia	Pounds per square inch pressure absolute
p.u.	Porosity unit e.g. porosity of 20% +/- 2 p.u. equals a porosity range of 18% to 22%
PVT	Pressure, volume & temperature
QA/QC	Quality Assurance/ Control
rb/stb	Reservoir barrels per stock tank barrel under standard conditions
RFT	Repeat Formation Test
Real Terms (RT)	Real Terms (in the reference date dollars) as opposed to Nominal Terms of Money of the Day
Reserves	RESERVES are those quantities of petroleum anticipated to be commercially recoverable by application of development projects to known accumulations from a given date forward under defined conditions. Reserves must further satisfy four criteria: they must be discovered, recoverable, commercial, and remaining (as of the evaluation date) based on the development project(s) applied. Reserves are further categorised in accordance with the level of certainty associated with the estimates and may be sub-classified based on project maturity and/or characterized by development and production status.
RT	Measured from Rotary Table or Real Terms, depending on context
SC	Service Contract
scf	Standard cubic feet (measured at 60 degrees F and 14.7 psia)
Sg	Gas saturation
Sgr	Residual gas saturation
SRD	Seismic reference datum lake level
SPE	Society of Petroleum Engineers
SPE-PRMS	Petroleum Resources Management System, prepared by the Oil and Gas Reserves Committee of the Society of Petroleum Engineers (SPE) and reviewed and jointly sponsored by the American Association of Petroleum Geologists (AAPG), World Petroleum Council (WPC), Society of Petroleum Evaluation Engineers (SPEE), Society of Exploration Geophysicists (SEG), Society of Petrophysicists and Well Log Analysts (SPWLA) and European Association of Geoscientists and Engineers (EAGE), revised June 2018.
s.u.	Fluid saturation unit. e.g. saturation of 80% +/- 10 s.u. equals a saturation range of 70% to 90%
stb	Stock tank barrels
STOIIP	Stock Tank Oil Initially In Place
Sw	Water saturation
TCM	Technical committee meeting
Tcf	Trillion (10^{12}) cubic feet
TJ	Tera (10^{12}) Joules
TLP	Tension Leg Platform
TRSSV	Tubing retrievable subsurface safety valve
TVD	True vertical depth
US$	United States dollar
US$ million	Million United States dollars
WACC	Weighted average cost of capital
WHFP	Well Head Flowing Pressure
Working interest	A company’s equity interest in a project before reduction for royalties or production share owed to others under the applicable fiscal terms.
WPC	World Petroleum Council
WTI	West Texas Intermediate Crude Oil

TAMASKA
OIL & GAS LIMITED

Tamaska Oil and Gas Limited | ACN 127 735 442

Proxy Voting Form

If you are attending the meeting in person, please bring this with you for Securityholder registration.

Holder Number:

Your proxy voting instruction must be received by **10.00am (WST) on Wednesday 9 February 2022,** being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY VOTE ONLINE

Vote online at https://investor.automic.com.au/#/loginsah

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting form.

- ✓ **Save Money:** help minimise unnecessary print and mail costs for the Company.
- ✓ **It's Quick and Secure:** provides you with greater privacy, eliminates any postal delays and the risk of potentially getting lost in transit.
- ✓ **Receive Vote Confirmation:** instant confirmation that your vote has been processed. It also allows you to amend your vote if required.

SUBMIT YOUR PROXY VOTE BY PAPER

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: **https://investor.automic.com.au/#/home** Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.
Joint holding: Where the holding is in more than one name, all Shareholders should sign.
Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.
Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.
Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automic.com.au.

Contact

Return your completed form

BY MAIL
Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON
Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL
meetings@automicgroup.com.au

BY FACSIMILE
+61 2 8583 3040

All enquiries to Automic

PHONE
1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

AUTOMIC

STEP 1: Appoint Your Proxy

Complete and return this form as instructed only if you do not vote online

I/We being a Shareholder entitled to attend and vote at the General Meeting of Tamaska Oil and Gas Limited, to be held at **10.00 am (WST) on Friday, 11 February 2022 at 102 Forrest Street, Cottesloe, Western Australia** hereby:

Appoint the Chairman of the Meeting (Chair) OR if you are not appointing the Chairman of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by ticking the "for","against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS
Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 12, 13 and 14 (except where I/we have indicated a different voting intention below) even though Resolutions 12, 13 and 14 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

STEP 2: Your Voting Direction

Resolutions	For	Against	Abstain
1. Approval of change to scale of activities resulting from the Acquisition			
2. Approval to issue Consideration Securities			
3. Section 611, item 7 approval for issue of Consideration Securities to Tsetsen Zantav			
4. Approval of Performance Shares			
5. Appointment of Gema Gerelsaikhan as a Director			
6. Appointment of Stuart Baker as a Director			
7. Approval to issue Capital Raising Shares			
8. Approval for Brett Lawrence to participate in Capital Raising			
9. Approval for Tim Wise to participate in Capital Raising			
10. Approval to issue Introduction Securities			
11. Adoption of TMK Employee Securities Incentive Plan			
12. Approval to issue Performance Rights to Gema Gerelsaikhan			
13. Approval to issue Performance Rights to Stuart Baker			
14. Approval to issue Performance Rights to Brett Lawrence			
15. Approval to change company name			

Please note: *If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.*

TMK

STEP 3: Sign Here + Contact Details

SIGNATURE OF SECURITYHOLDERS – THIS MUST BE COMPLETED

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY)
/ /

By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).