

## Dispatch of Share Purchase Plan Offer Documents

**Talon Energy Ltd (Talon or Company)** wishes to advise that it has commenced dispatching Share Purchase Plan (**Plan**) offer documents to Eligible Shareholders in relation to the \$4 million Plan announced by Talon on 29 April 2022, a sample of which accompany this Announcement.

Eligible shareholders will have the opportunity to apply for up to A\$30,000 of new Talon shares at the same price as that paid by participants in the recently announced share placement, being A\$0.008 per share, which represents a discount of 13.2% to \$0.0092 (being the volume weighted average market price of Talon shares over the last 5 trading days before the day on which the SPP was announced, being 29 April 2022), and a 20% discount to the last traded price of \$0.01 on 26 April 2022.

The terms and conditions of the Plan can be found in the Plan Booklet which is available online at [talonspp.thereachagency.com](http://talonspp.thereachagency.com).

**This Announcement is authorised for release by the Managing Director.**

For further information, please contact:

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**Talon Energy Ltd**  
David Lim  
Company Secretary  
+61 8 6319 1900  
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Talon Energy Ltd (ASX: TPD)

TPD  
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SAMPLETOWN VIC 3000



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5 May 2022

**NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES**

**RE: SHARE PURCHASE PLAN**

Dear Shareholder,

On Friday 29 April 2022, Talon Energy Ltd (**Talon**) announced that it was undertaking a Share Purchase Plan (**Plan**) to raise approximately A\$4 million.

The Plan will provide an opportunity for Eligible Shareholders to subscribe for up to A\$30,000 of shares in Talon at A\$0.008 per fully paid ordinary share (**Price**) (**Shares**), without paying any brokerage, being the same price to be paid by participants in the \$11 million Placement announced by Talon on 29 April 2022.

In respect of the Plan, Eligible Shareholders, are shareholders who:

- held Talon ordinary shares at 5.00pm (AWST) on 28 April 2022 (**Record Date**);
- had a registered address in Australia or New Zealand; and
- are not located in the United States, and not acting for the account or benefit of persons in the United States. (**Eligible Shareholder**).

Eligible Shareholders may apply for Shares in the following increments, from a minimum of \$2,000 up to a maximum of \$30,000.

|         | Total amount payable<br>(\$A) | Number of Shares which may<br>be purchased |
|---------|-------------------------------|--------------------------------------------|
| Offer A | \$30,000                      | 3,750,000                                  |
| Offer B | \$25,000                      | 3,125,000                                  |
| Offer C | \$20,000                      | 2,500,000                                  |
| Offer D | \$15,000                      | 1,875,000                                  |
| Offer E | \$10,000                      | 1,250,000                                  |
| Offer F | \$5,000                       | 625,000                                    |
| Offer G | \$2,000                       | 250,000                                    |

Participation in the Plan Offer is optional. Depending on applications received, the Company may, in its absolute discretion, undertake a scale back so that not more than A\$4,000,000 is raised under the Plan. Scale back decisions are made by the Board and are final. In the case of a scale back an Eligible Shareholder may receive less shares than they applied for, should this occur, subject to the Plan terms and conditions, Talon will refund any excess application funds.

The Plan is subject to the terms and conditions set out in the Plan Booklet (**Plan Booklet**). By lodging an Application for Shares under the Plan you agree to be bound by the Plan Booklet. A copy of the Plan Booklet, along with instructions on how to apply for shares under the Plan, and submit payment by BPAY, is available online at **[talonspp.thereachagency.com](http://talonspp.thereachagency.com)**, or you can request a physical copy of the Plan Booklet from the Company by following the instructions below.

If you have any questions in relation to the Plan please contact Talon's Company Secretary, David Lim, by email at [info@talonenergy.com.au](mailto:info@talonenergy.com.au) or by phone on +61 8 6319 1900 between 8.30am and 5.00pm (AWST) on Monday to Friday.

**This letter is to notify you that the Plan is now open and provide you with instructions as to how to obtain a copy of the Plan Booklet and your personalised Application Form.**

#### **How to obtain a copy of the Plan Booklet and your personalised Application Form**

- 1. ONLINE** The Plan Booklet and your personalised Application Form are available to view online at **[talonspp.thereachagency.com](http://talonspp.thereachagency.com)**. To access this website, you will need your SRN or HIN, which is displayed at the top of this letter.
- 2. PAPER** You can request a paper copy of the Plan Booklet and a personalised Application Form by contacting Talon at [info@talonenergy.com.au](mailto:info@talonenergy.com.au) or by phone on +61 8 6319 1900 between 8.30am and 5.00pm (AWST) on Monday to Friday.

Please note that there may be delays in the delivery of the Plan Booklet and your personalised Application Form via post. The Company takes no responsibility for any late delivery of Plan Booklets and strongly encourages you to apply online.

**The Plan is scheduled to close at 5.00pm (AWST) on 20 May 2022 (Closing Date). Your Application and Payment must be received before this time.**

You should read the Plan Booklet carefully and in its entirety before deciding whether to participate in the Plan. Talon strongly advises that you seek advice from your stockbroker, solicitor, accountant or other professional advisor to determine if this investment is suitable for you.

#### **Key Dates**

|                                             |                                |
|---------------------------------------------|--------------------------------|
| Record date                                 | 5.00pm (AWST) on 28 April 2022 |
| Announcement of the Share Purchase Plan     | 29 April 2022                  |
| Opening date for acceptances                | 5 May 2022                     |
| Closing date for acceptances <sup>(1)</sup> | 5.00pm (AWST) on 20 May 2022   |
| Announcement of Plan results                | 25 May 2022                    |
| Allotment and issue of Shares               | 27 May 2022                    |

(1) Talon reserves the right to close the Plan earlier than this date or extend the Plan for longer.

## Action required by Eligible Retail Shareholders

Eligible Shareholders may participate in the Plan by:

- submitting a BPAY payment if you are an Eligible Shareholder with a registered address in Australia; or
- making a payment by direct transfer, if you are an Eligible Shareholder with a registered address in New Zealand

in accordance with the instructions provided.

**Application Monies must be paid in Australian currency and be received before 5.00pm (AWST) on 20 May 2022. Talon reserves the right to close the Plan early or extend the Plan at its sole discretion.**

Participation in the Plan is optional and Eligible Shareholders may elect to do nothing. If you choose to do nothing, you will continue to hold the same number of Talon Shares, however, your interest in Talon will be diluted. Your right to participate in the Plan is not transferable.

As noted above, you may obtain a copy of the Plan Booklet along with information about how to apply online at **[talonspp.thereachagency.com](http://talonspp.thereachagency.com)**.

**Yours sincerely,  
On behalf of Talon Energy Ltd**

**David Lim**  
Company Secretary





Talon Energy Limited  
ABN 88 153 229 086

TPD

MR SAM SAMPLE  
123 SAMPLE STREET  
SAMPLETOWN VIC 3000

## For all enquiries:


**Phone:**  
 (within or outside Australia) +61 8 6319 1900

**Web:**  
 talonssp.thereachagency.com

**Email:**  
 info@talonenergy.com.au

X 9999999991 I ND

Entitlement No: 12345678

 **CLOSING DATE:**  
**Your payment must be received by 5:00pm (AWST)**  
**Friday 20 April 2022**

## Share Purchase Plan Application Form

This is an important document that requires your immediate attention.

It can only be used in relation to the shareholding represented by the details above. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

By making payment you agree to be bound by the Constitution of Talon Energy Ltd. and that the submission of this payment constitutes an irrevocable offer by you to subscribe for Talon Energy Ltd. shares on the terms of the Share Purchase Plan (Offer).

In addition, by making payment you certify that:

- You are not applying for New Shares with an application price of more than \$30,000 under the Offer (including by instructing a Custodian to acquire New Shares on your behalf under the Offer); and
- The total of the application price does not exceed \$30,000 in relation to:
  - a) the New Shares that are the subject of this application; and
  - b) any other Shares issued to you under the Offer or any similar arrangement in the 12 months before the application (excluding Shares applied for but not issued).

Talon Energy Ltd. may make determinations in any manner it thinks fit, in relation to any difficulties which may arise in connection with the Offer whether generally or in relation to any participant or application.

Any determinations by Talon Energy Ltd. will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates. Talon Energy Ltd. reserves the right to waive strict compliance with any provision of the terms and conditions of the Offer, to amend or vary those terms and conditions or to suspend or terminate the Offer at any time. Any such amendment, suspension or termination will be binding on all Eligible Shareholders even where Talon Energy Ltd. does not notify you of that event.

### Registration Name & Offer Details

Details of your shareholding and the Offer are shown above.

Please check the details provided and update your address via [www.investorcentre.com](http://www.investorcentre.com) if any of the details are incorrect.

If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

#### BPAY

Make your payment via BPAY® either online or by phone with your bank using the payment details above. If you are unable to pay via BPAY, please call the Information Line on +61 8 6319 1900 (within or outside Australia) to obtain alternative payment instructions.

Neither Computershare Investor Services Pty Limited (CIS) nor Talon Energy Ltd. accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by the closing date. Eligible Shareholders should use the customer reference number shown on this Application Form when making a BPAY payment.

#### Privacy Notice

The personal information you provide on this form is collected by CIS, as registrar for the securities issuer (the **issuer**), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing [privacy@computershare.com.au](mailto:privacy@computershare.com.au). We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at [privacy@computershare.com.au](mailto:privacy@computershare.com.au) or see our Privacy Policy at [www.computershare.com/au/privacy-policies](http://www.computershare.com/au/privacy-policies).

### Make Your Payment:

Shares may be purchased in only one of the following amounts \$2,000, \$5,000, \$10,000, \$15,000, \$20,000, \$25,000 or \$30,000. Note that the amount paid may be subject to scale back in accordance with the terms of the Offer.



Billers Code: 377853  
Ref No: 1234 5678 9123 4567 89

### Offer Details:

|                                      |                 |
|--------------------------------------|-----------------|
| Minimum value available to purchase: | <b>\$2,000</b>  |
| Maximum value available to purchase: | <b>\$30,000</b> |

### Record Date:

**5:00pm (AWST)**  
**Thursday 28 April 2022**